

G.N. 8121

SECURITIES AND FUTURES ORDINANCE (Chapter 571)
(the 'Ordinance')

NOTICE SPECIFYING LICENSING FORMS TO BE SUBMITTED UNDER PART V
OF THE ORDINANCE AND SECURITIES AND FUTURES (LICENSING
AND REGISTRATION) (INFORMATION) RULES (Chapter 571S)

Notice is hereby given that pursuant to section 402 of the Ordinance, the Securities and Futures Commission (the 'Commission') specifies the following paper forms which, with effect from 3 January 2022, shall supersede all previous versions of such forms serving the same purposes and shall be used for the purpose of submitting licensing applications and notification to the Commission under the above-mentioned section and rules only when WINGS is not in service:—

Forms 1U, 2U, 3U, 4U, 5U, 6U, 7U, 8U, 9U and 10U

Supplements 1U, 2U, 3U and 4U

Questionnaires 1U and 2U

Annual Returns 1U and 2U

Notification 1U

31 December 2021

Julia LEUNG
*Deputy Chief Executive Officer and
Executive Director, Intermediaries
Securities and Futures Commission*



SECURITIES AND
FUTURES COMMISSION
證券及期貨事務監察委員會

Form
1U

Application for Licence - Corporation

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of applicant	English		
	Chinese		
Application for	<input type="checkbox"/> A licence under section 116(1) of the Ordinance		
	<input type="checkbox"/> A temporary licence under section 117(1) of the Ordinance (Maximum 3 months. Both dates inclusive) From (DD/MM/YYYY): To (DD/MM/YYYY):		
Please tick "✓" the regulated activity(ies) applicable to your application:			
<input type="checkbox"/> Type 1	Dealing in securities	<input type="checkbox"/> Type 6	Advising on corporate finance
<input type="checkbox"/> Type 2	Dealing in futures contracts	<input type="checkbox"/> Type 7	Providing automated trading services*
<input type="checkbox"/> Type 3	Leveraged foreign exchange trading*	<input type="checkbox"/> Type 8	Securities margin financing*
<input type="checkbox"/> Type 4	Advising on securities	<input type="checkbox"/> Type 9	Asset management*
<input type="checkbox"/> Type 5	Advising on futures contracts	<input type="checkbox"/> Type 10	Providing credit rating services
* Not applicable to temporary licence applications			
Contact person regarding any queries on this form	English name	Chinese name	
	Business title	Firm name	
	Relationship with the applicant		
	Mobile number	E-mail address	

Interpretations

1. "Associate" is defined under Part 1 of Schedule 1 to the Ordinance.
2. "Associated entity" is defined under Part 1 of Schedule 1 to the Ordinance.
3. "Codes on Takeovers" refers to the Codes on Takeovers and Mergers and Share Buy-backs.
4. "Controlling entity" and "controlling entity relationship" are defined under Part 1 of Schedule 1 to the Ordinance.
5. "Executive director" is defined under section 113 of the Ordinance.
6. "Executive officer" is defined under Part 1 of Schedule 1 to the Ordinance.
7. "Responsible officer" means a person who is a licensed representative and is approved by the Commission under section 126(1) of the Ordinance to act as a responsible officer. He/she should have sufficient authority to supervise the regulated activity. He/she may or may not be an executive director.
8. "Shadow director" is defined under Part 1 of Schedule 1 to the Ordinance.
9. "Subsidiary" is defined under section 2 of Part 1 of Schedule 1 to the Ordinance.
10. "Substantial shareholder" is defined under section 6 of Part 1 of Schedule 1 to the Ordinance.
11. "You" in this form refers to the applicant.

Instructions

1. This form is to be filled in by (i) a company; (ii) a registered non-Hong Kong company as defined under section 2(1) of the Companies Ordinance (Cap. 622); or (iii) a corporation (other than a company or a non-Hong Kong company) (a) which carries on a business principally outside Hong Kong in an activity which, if carried on in Hong Kong, would constitute a regulated activity; (b) to which section 114(1) would not apply but for the provisions of section 115(1)(i) and (ii); and (c) to which Part 16 of the Companies Ordinance (Cap. 622) would apply if it established a place of business in Hong Kong.
2. Please arrange each of your proposed responsible officers to complete Form 5U or Form 6U (as the case may be). This will also serve as an application under section 120(1), 122(1) or 122(2) (as the case may be) and 126(1) of the Ordinance for approval of an individual to be licensed as a representative and for a licensed representative to be approved as a responsible officer of the licensed corporation to which he/she is accredited.
3. Please fill in all parts of this form and ensure that (i) your identification document (e.g. certificate of incorporation); (ii) other documents required in this form; and (iii) correct application fee have been enclosed.
4. Incomplete application may increase the time taken for the Commission to process your application or may be returned. Please refer to [Licensing Handbook](#) on the Commission's website (www.sfc.hk) for the return policy.

5. If the Commission is satisfied that a person has **substantial practical difficulties** in complying with any of the requirements under this form, it may exercise its discretion to dispense with the requirements to such extent as it considers necessary. If you consider that you have **substantial practical difficulties** in complying with any requirements under this form, please enclose a separate document setting out your **substantial practical difficulties** for the Commission's consideration. Please note that the Commission would only exercise its discretion under special circumstances.
6. If there are any changes to the information provided in support of this application before it is concluded, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.

Warning

All information and documents submitted to the Commission must be true, accurate and complete.

Under section 383(1) of the Ordinance, a person commits an offence if –

- 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
- he knows that, or is reckless as to whether, the representation is false or misleading in a material particular.



Index

Part	Details
I	Background
II	Substantial Shareholders and Shareholding Structure
III	Proposed Business and Internal Controls
IV	Management and Governance Structure
V	Financial Strength
VI	Disclosure
VII	Declaration



Part I: Background

Section 1: Corporate Information

1.1 Please provide the following information and supporting document(s):

- A copy of your certificate of incorporation/registration and business registration.
- If you have changed your name, please provide the relevant supporting documents.
- If you have been conducting business, please provide a copy of your latest audited financial statements and auditor's report, if any.

Full name (in English)				
Full name (in Chinese)				
Business name (in English)				
Business name (in Chinese)				
Former name(s), if any				
English				
Chinese				
Effective period(s) (DD/MM/YYYY)	From		To	
Place of incorporation/registration				
Date of incorporation (DD/MM/YYYY)				
Date of registration (DD/MM/YYYY)*				
Hong Kong certificate of incorporation number or company number for non-Hong Kong incorporated company				
Hong Kong business registration certificate number or equivalent for non-Hong Kong incorporated company				
Financial year end (DD/MM)				
Name of auditor				
Auditor appointment date** (DD/MM/YYYY)				

* Date of registration is only applicable to a "registered non-Hong Kong company" as defined under the Companies Ordinance (Cap. 622).

** Appointment date is the date on which a written agreement is signed with the auditor for the provision of services. Your attention is drawn to section 153(5) of the Ordinance which requires a licensed corporation to appoint an auditor within one month after it becomes licensed.

Section 2: Contact Information

- 2.1 Please provide your contact and facsimile numbers, e-mail, website, business, registered office, correspondence and record keeping addresses below. This will also serve as an application under section 130(1) of the Ordinance for approval of premises to be used for keeping records or documents.

E-mail Address	
Website Address	

Please tick "✓" where applicable.				
<input type="checkbox"/> Principal place of business	<input type="checkbox"/> Registered office	<input type="checkbox"/> Correspondence address	<input type="checkbox"/> Record keeping address	<input type="checkbox"/> Other place of business
	Address in English		Address in Chinese	
Flat, floor and block number				
Building name				
Street number and name				
District and city				
State and country				
Postal code, if any				
Contact number				
Facsimile number				
Effective date (DD/MM/YYYY)				



2.2 What business records will you keep at the premises used for keeping records?

- Accounting record
- Board record
- Client record
- Tape record
- Transaction record
- Others, please specify:

2.3 Please confirm whether your principal place of business, other place of business and/or record keeping premises as specified in section 2.1 (the “Business Premises”) are suitable for record keeping purpose as required by section 130 of the Ordinance.

- Yes.
- No.

2.4 Are the Business Premises located in a business centre?

- Yes. Please go to section 2.7.
- No.

2.5 Are the Business Premises located in a shared office?

- Yes.
- No. Please go to section 3.1.

2.6 Please provide the name of entity(ies), its/their nature of business and CE number (if applicable) which share(s) the Business Premises with you, and your relationship with the entity(ies).



2.7 Please confirm whether there is secure and properly segregated office area, being situated within an enclosed area, which is able to be locked and designated for your own and exclusive use, in which your books and records are able to be securely held.

Yes.

No.

2.8 Please confirm whether essential office equipment and telecommunication systems are installed in such a way that they are situated within an enclosed area that is secure and accessible only by your staff and authorised personnel.

Yes.

No.

2.9 Please confirm whether sufficient measures are in place to prevent confusion to clients arising from the co-location or sharing of business premises with other business entities (e.g. clear signage at prominent area).

Yes.

No.

2.10 Please confirm whether your Business Premises are appropriately secure and that confidential/non-public information (such as price sensitive information) and client privacy will be sufficiently safeguarded against unauthorised access or leakage.

Yes.

No.

2.11 Please confirm whether your Business Premises will, at any reasonable time, be accessible for all formal regulatory visits, including investigations and inspections.

Yes.

No.

2.12 If you have answered “No” to any of sections 2.7 to 2.11, please explain why you consider the Business Premises fulfil the requirements under section 130 of the Ordinance.

2.13 Please provide a copy of the floor plan of your Business Premises, setting out the area to be occupied by you.



Section 3: Complaints Officer and Emergency Contact Person

- 3.1 You must appoint a Complaints Officer to handle complaints received by you. Please provide the following information on your Complaints Officer.

Note: The Complaints Officer should reside in Hong Kong to ensure that he/she will be immediately contactable as and when necessary.

Full name (in English)				
Full name (in Chinese)				
Hong Kong identity card number				
Passport number*				
Job title				
Contact number	Office		Residential	
Mobile number				
Facsimile number	Office		Residential	
Business address				
E-mail address	Office		Private	

* Applicable to individuals who are non-Hong Kong permanent residents only.



3.2 You must also appoint a contact person whom the Commission may contact in the event of an emergency. Please provide the following information on your Emergency Contact Person.

Note: This person should have sufficient authority and be familiar with your overall affairs. The Emergency Contact Person should reside in Hong Kong to ensure that he/she will be immediately contactable as and when necessary.

Full name (in English)				
Full name (in Chinese)				
Hong Kong identity card number				
Passport number*				
Job title				
Contact number	Office		Residential	
Mobile number				
Facsimile number	Office		Residential	
Business address				
E-mail address	Office		Private	

* Applicable to individuals who are non-Hong Kong permanent residents only.

Section 4: Business History

4.1 Have you carried on or been carrying on any business?

- Yes.
- No. Please go to section 5.1.

4.2 Please provide the following information:

Nature of business	
Date of commencement of business (DD/MM/YYYY)	
Date of termination of business, if applicable (DD/MM/YYYY)	
Reason for termination of business, if applicable	

Section 5: Licence/Registration Record

5.1 Have you ever been licensed by or registered with the Commission and/or any regulatory body (including any stock or futures exchanges), in Hong Kong or elsewhere, to engage in any regulated or similarly regulated activity?

No.

Yes. Please provide details as follows:

Licence/Registration	
Name of regulatory authority	
Place of regulatory authority	
Type of licence/registration	
Date of approval (DD/MM/YYYY)	
Licence or registration number (eg. CRD number, firm registration number with Financial Conduct Authority, etc.)	
Conditions attached to the licence or registration, if any	
Is the licence or registration still valid?	<input type="checkbox"/> Yes <input type="checkbox"/> No
Date of expiry, if applicable (DD/MM/YYYY)	

Licence/Registration	
Name of regulatory authority	
Place of regulatory authority	
Type of licence/registration	
Date of approval (DD/MM/YYYY)	
Licence or registration number (eg. CRD number, firm registration number with Financial Conduct Authority, etc.)	
Conditions attached to the licence or registration, if any	
Is the licence or registration still valid?	<input type="checkbox"/> Yes <input type="checkbox"/> No
Date of expiry, if applicable (DD/MM/YYYY)	

Part II: Substantial Shareholders and Shareholding Structure

Section 6: Corporate and Shareholding Structure

6.1 Please submit your shareholding chart showing all your corporate and individual shareholders (with their percentage of holdings and complete official names) and include the following information:

- all ultimate beneficiary owners;
- all entities within the same corporate group that are listed companies or licensed/registered with any regulatory bodies or applying for licence or registration with any regulatory bodies; and
- all associate relationship (as defined under Schedule 1 of the Ordinance).

6.2 Please provide the following information on your substantial shareholders. This will also serve as an application by the following persons to continue to be substantial shareholders of a licensed corporation under section 132(1) of the Ordinance.

Name of substantial shareholder(s)	Is that person an associate of another substantial shareholder?	Is the person: a) a licensed representative; b) a licensed corporation/registered institution; or c) an approved substantial shareholder of a licensed corporation?*
	<input type="checkbox"/> Yes** <input type="checkbox"/> No	<input type="checkbox"/> Yes, CE No.: <input type="checkbox"/> No***
	<input type="checkbox"/> Yes** <input type="checkbox"/> No	<input type="checkbox"/> Yes, CE No.: <input type="checkbox"/> No***
	<input type="checkbox"/> Yes** <input type="checkbox"/> No	<input type="checkbox"/> Yes, CE No.: <input type="checkbox"/> No***
	<input type="checkbox"/> Yes** <input type="checkbox"/> No	<input type="checkbox"/> Yes, CE No.: <input type="checkbox"/> No***
	<input type="checkbox"/> Yes** <input type="checkbox"/> No	<input type="checkbox"/> Yes, CE No.: <input type="checkbox"/> No***
	<input type="checkbox"/> Yes** <input type="checkbox"/> No	<input type="checkbox"/> Yes, CE No.: <hr/>

* For an approved corporate substantial shareholder, please provide an updated list of directors. If any director in the list has not previously submitted to the Commission a separate supplement as prescribed by the Commission and is not a person falling under (a), (b) or (c) as stated above, please arrange for such director to complete a Supplement 1 U (for corporate) or Supplement 2U (for individual).

** If you tick YES to any of the above, please complete section 6.3.

*** If you tick NO to any of the above.

- Please arrange for your corporate substantial shareholder(s) to complete Supplement 1U.
- Please arrange for your individual substantial shareholder(s) to complete Supplement 2U.



6.3 If a substantial shareholder applicant is an associate of another substantial shareholder applicant(s), please provide details of the corresponding associate relationship in the table below.

Name of substantial shareholder(s)	Name of other substantial shareholder applicant(s) associated with	Type of associate relationship*

* Relationship type: (i) family member; (ii) companies within the same group of companies; (iii) employer and employee; (iv) a director and/or shareholder of the corporation; (v) trust, trustee and beneficiary owner; or (vi) others (please specify).



6.4 Please provide information on each of your substantial shareholder(s) ultimately providing your financial support.

Name of substantial shareholder	
Class of shares to be subscribed/acquired/held*	
Number of shares to be subscribed/acquired/held*	
Respective cost of consideration (HK\$)	
<p>Source of funding of the person providing your financial support</p> <p><input type="checkbox"/> Personal savings</p> <p><input type="checkbox"/> Personal investment</p> <p><input type="checkbox"/> Internal capital</p> <p><input type="checkbox"/> Issuance of new shares</p> <p style="margin-left: 40px;">Number of shares to be issued/issued : <input style="width: 200px; height: 20px;" type="text"/></p> <p style="margin-left: 40px;">Total amount of capital raised (HK\$) : <input style="width: 200px; height: 20px;" type="text"/></p> <p><input type="checkbox"/> Financial arrangement from group companies or other third party</p> <p style="margin-left: 40px;">Name of the party providing the funding : <input style="width: 200px; height: 20px;" type="text"/></p> <p style="margin-left: 40px;">Nature of the financial arrangement :</p> <p style="margin-left: 40px;"><input type="checkbox"/> Secured loan <input type="checkbox"/> Unsecured loan <input type="checkbox"/> Subordinated loan <input type="checkbox"/> Others:</p> <p style="margin-left: 40px;">Total amount provided by the party (HK\$) : <input style="width: 200px; height: 20px;" type="text"/></p> <p style="margin-left: 40px;">Tenor : <input style="width: 200px; height: 20px;" type="text"/></p> <p style="margin-left: 40px;">Repayment term : <input style="width: 200px; height: 20px;" type="text"/></p> <p><input type="checkbox"/> Others, please provide details : <input style="width: 200px; height: 20px;" type="text"/></p>	
Is the funding subject to any foreign exchange controls?	<input type="checkbox"/> Yes <input type="checkbox"/> No

* This refers to your shares that the person proposes to subscribe/acquire/hold.

Section 7: Subsidiaries

7.1 Do you have any subsidiaries?

- Yes.
- No. Please go to section 8.1.

7.2 Please provide the following information on your subsidiaries.

Name of subsidiary	Nature of business	CE number (if applicable)

Section 8: Associated Entity

8.1 Do you propose to have any associated entity?

- Yes.
- No. Please go to section 8.3.

8.2 Please provide the following information on your associated entities.

Name of associated entity*	Is it a licensed corporation or registered institution?		Effective date of becoming an associated entity (DD/MM/YYYY)
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No	
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No	
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No	
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No	

* Please arrange for each of your associated entity to complete Form 9U.



8.3 Are you currently acting as an associated entity of a licensed corporation and/or registered institution?

- Yes.
- No. Please go to section 9.1.

8.4 Please provide the names of the licensed corporations/registered institutions for which you act as their associated entity.

Name of licensed corporation/registered institution	CE number



Part III: Proposed Business and Internal Controls

Section 9: Business Plan, Organisational Structure, and Internal Control Procedures

9.1 Please provide the following information:

- Organisational chart depicting your management and governance structure, business and operational units and key human resources and their respective reporting lines. It should include all your Managers-In-Charge of Core Functions and their respective reporting lines (i.e, the job titles of the persons to whom they report within your corporation and, if applicable, within your corporate group). It should also include the job titles of the persons reporting directly to them in relation to your operations.
- Operational flowcharts describing your proposed business operations in each of the proposed regulated activities.

9.2 Please complete Questionnaire 1U - General Business Profile and Internal Control Summary.

9.3 Please indicate whether you will carry out the following business activity(ies):

- Asset management
 Securities or futures brokerage
 Securities margin financing
 Electronic trading or automated trading services

If yes, please complete the relevant part(s) of Questionnaire 2U – Specific Business Profile and Internal Control Summary.

9.4 Please state the business activity(ies) you propose to carry out (you may select more than one item).

Broker/Introducing broker	"✓"
Broking stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products*	<input type="checkbox"/>
Introducing brokerage	<input type="checkbox"/>
Broking futures contracts/futures derivatives*	<input type="checkbox"/>
Placing/underwriting securities	<input type="checkbox"/>
Market making - securities/futures contracts*	<input type="checkbox"/>
Inter-dealer brokerage - securities/futures contracts*	<input type="checkbox"/>
Serving as a central dealing function for group companies	<input type="checkbox"/>
Stock borrowing and lending	<input type="checkbox"/>
Providing incidental discretionary account service - securities/futures contracts*	<input type="checkbox"/>
Securities margin financing (not applicable to temporary licence)	<input type="checkbox"/>
Acting as listing agent of exchange-traded funds	<input type="checkbox"/>
Acting as custodians for private open-ended fund companies	<input type="checkbox"/>
Leveraged foreign exchange trading (not applicable to temporary licence)	
Leveraged foreign exchange trading	<input type="checkbox"/>
Providing incidental discretionary account service	<input type="checkbox"/>

Sales and advisory	
Giving advice on stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products/futures contracts*	<input type="checkbox"/>
Marketing/distributing unit trusts/mutual funds/structured products/virtual asset funds*	<input type="checkbox"/>
Publishing research or analyses on securities/futures contracts*	<input type="checkbox"/>
Robo-advisory service on stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products/futures contracts*	<input type="checkbox"/>
Undertaking activities in connection with matters regulated by the Codes on Takeovers	<input type="checkbox"/>
Sponsor/compliance adviser	<input type="checkbox"/>
Giving advice on other corporate finance matters	<input type="checkbox"/>
Electronic trading system/automated trading services operator (not applicable to temporary licence)	
Internet trading/direct market access/algorithms trading** for stocks/unit trusts/mutual funds/debt securities/stock derivatives/futures contracts/futures derivatives/leveraged foreign exchange contracts*	<input type="checkbox"/>
Alternative liquidity pool#	<input type="checkbox"/>
Operating a pre-initial public offering/odd-lot/bond trading platform*	<input type="checkbox"/>
Operating an equity crowd funding platform	<input type="checkbox"/>
Operating a virtual asset trading platform	<input type="checkbox"/>
Other automated trading services, please specify:	<input type="checkbox"/>
Asset manager (not applicable to temporary licence)	
Managing public funds/real estate investment scheme/open-ended fund companies/discretionary accounts/hedge funds/private equity and venture capital funds/ other private funds/virtual asset funds*	<input type="checkbox"/>
Family office	<input type="checkbox"/>
Credit rating agency	
Providing credit rating services	<input type="checkbox"/>
Over-the-counter derivatives	
Dealing in/advising on over-the-counter derivatives products	<input type="checkbox"/>
Clearing over-the-counter derivatives products	<input type="checkbox"/>
Internet trading/direct market access/algorithms trading** for over-the-counter derivatives products	<input type="checkbox"/>
Managing portfolios of over-the-counter derivative transactions	<input type="checkbox"/>
Proprietary trading	
Proprietary trading in securities/futures contracts/over-the-counter derivatives products*	<input type="checkbox"/>
Others	
Selling insurance products/mandatory provident fund products/other pension products*	<input type="checkbox"/>
Providing custody	<input type="checkbox"/>
Other activities, please specify:	<input type="checkbox"/>

* Select where applicable

^ Definitions of "internet trading", "direct market access" and "algorithmic trading" can be found in paragraph 18 of the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission ("Code of Conduct").

Definition of "alternative liquidity pool" can be found in paragraph 19 of the Code of Conduct.



Part IV: Management and Governance Structure

Section 10: Responsible Officers and Managers-In-Charge (Not applicable to temporary licence applications)

Each regulated activity must be supervised by at least two responsible officers and at least one of them must be an executive director.

10.1 Please provide the following information on your responsible officer.

Name of the responsible officer	CE Number (if applicable)	Executive director	Regulated activities to be supervised
		<input type="checkbox"/> Yes <input type="checkbox"/> No	
		<input type="checkbox"/> Yes <input type="checkbox"/> No	
		<input type="checkbox"/> Yes <input type="checkbox"/> No	
		<input type="checkbox"/> Yes <input type="checkbox"/> No	
		<input type="checkbox"/> Yes <input type="checkbox"/> No	
		<input type="checkbox"/> Yes <input type="checkbox"/> No	

10.2 Please provide the following information on your individuals who have been appointed by the board of directors as your Managers-In-Charge of Core Functions (see Interpretations on Supplement 4U for details). For each Core Function, you should appoint at least one individual as your Manager-In-Charge of Core Function responsible for managing that function. You may appoint one individual to act as the Manager-In-Charge of Core Functions for several Core Functions where appropriate considering your scale of operations and control measures. You may also appoint two or more individuals as Managers-In-Charge of Core Function(s) to jointly manage a particular Core Function.

Core Function	Name of Managers-In-Charge	CE Number (if applicable)	Job title*	Director <input type="checkbox"/> Yes <input type="checkbox"/> No	Reports to**
Overall Management Oversight				<input type="checkbox"/> Yes <input type="checkbox"/> No	
Key Business Line*** Description:				<input type="checkbox"/> Yes <input type="checkbox"/> No	
Operational Control and Review				<input type="checkbox"/> Yes <input type="checkbox"/> No	
Risk Management				<input type="checkbox"/> Yes <input type="checkbox"/> No	
Finance and Accounting				<input type="checkbox"/> Yes <input type="checkbox"/> No	
Information Technology				<input type="checkbox"/> Yes <input type="checkbox"/> No	
Compliance				<input type="checkbox"/> Yes <input type="checkbox"/> No	
Anti-Money Laundering and Counter-Terrorist Financing				<input type="checkbox"/> Yes <input type="checkbox"/> No	

* The job title should indicate an individual's positions and his or her particular business or operational areas (e.g., Chief Executive Officer, Chief Investment Officer, Chief Administrative Officer, Head of Risk Management and Head of Corporate Finance).

** Please state the individual's reporting line(s) within your corporation (and, if applicable, within your corporate group) in respect of the relevant Core Function(s). For example, reports to (i) the Board of Directors or Chief Executive Officer of your corporation and (ii) the Head of Global Risk Management of your group.

*** If the individual is in charge of two or more key business lines of your corporation, please state each of the relevant business lines, his or her reporting line(s) for each business line.

10.3 For each of your Managers-In-Charge of Core Functions who is not a responsible officer, please complete a Supplement 4U.

10.4 You should inform, and obtain acknowledgement from, each of your Managers-In-Charge of Core Functions regarding (a) his or her appointment as your Manager-In-Charge and (b) the particular Core Function(s) which he or she is principally responsible for managing.



**Section 11: Persons Supervising the Regulated Activities
(Applicable to temporary licence applications only)**

Each regulated activity must be supervised by at least one individual approved by the Commission under section 117(5)(a) of the Ordinance.

11.1 Please provide the following information on the proposed individuals responsible for supervising your regulated activity(ies).

Name of individual*	CE Number (if applicable)	Regulated activities to be supervised

* Please arrange each of your proposed individual(s) to complete Form 5U.

Section 12: Directors

12.1 Please provide the following information on your non-executive directors (for licence application under section 116(1) of the Ordinance) and directors (for temporary licence application under section 117(1) of the Ordinance).

<p style="text-align: center;">Name of non-executive director (for licence application)</p> <p style="text-align: center;">Name of director (for temporary licence application)</p>	<p>Is the person: a) a licensed representative; b) a licensed corporation or registered institution; or c) an approved substantial shareholder of a licensed corporation?*</p>	
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**

12.2 Please provide the following information on your shadow director.

<p style="text-align: center;">Name of shadow director</p>	<p>Is the person: a) a licensed representative; b) a licensed corporation or registered institution; or c) an approved substantial shareholder of a licensed corporation?*</p>	
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**

* For an approved corporate substantial shareholder, please provide an updated list of directors. If any director in the list has not previously submitted to the Commission a separate supplement as prescribed by the Commission and is not a person falling under (a), (b) or (c) as stated above, please arrange for such director to complete a Supplement 1U (for corporate) or Supplement 2U (for individual).

** If you tick NO to any of the above,

- Please arrange for your **corporate director(s)** to complete Supplement 1U.
- Please arrange for your **individual director(s)** to complete Supplement 2U.

Part V: Financial Strength

Section 13: Share Capital

13.1 Please provide a projection of the following information on your share capital immediately prior to the approval of the current application, if granted.

Class of shares <input type="checkbox"/> Ordinary <input type="checkbox"/> Preference <input type="checkbox"/> Others (please specify): <div style="border: 1px solid black; height: 60px; width: 100%;"></div>	Number of issued shares	
	Issued share capital (HK\$)	
	Par value*	
	Number of authorised shares*	
	Authorised share capital (HK\$)*	
	Premium paid (HK\$)*	
	Paid-up share capital (HK\$)	
	Unpaid share capital (HK\$)	

Class of shares <input type="checkbox"/> Ordinary <input type="checkbox"/> Preference <input type="checkbox"/> Others (please specify): <div style="border: 1px solid black; height: 60px; width: 100%;"></div>	Number of issued shares	
	Issued share capital (HK\$)	
	Par value*	
	Number of authorised shares*	
	Authorised share capital (HK\$)*	
	Premium paid (HK\$)*	
	Paid-up share capital (HK\$)	
	Unpaid share capital (HK\$)	

* If applicable.

13.2 Will your shares be issued for consideration other than cash?

Yes. Please provide details (including the class of shares, number of shares, and type and value of consideration).

No.

Section 14: Charges, Pledges, Liens or Encumbrances

14.1 Are any of your assets subject to any charge (including pledge, lien or encumbrance)?

- Yes. Please set out all such charges with the date of the charge; description of the assets; and amount secured.

--

- No.

Section 15: Financial Resources

15.1 Please provide details of your bank accounts*.

Type of account: <input type="checkbox"/> Current <input type="checkbox"/> Savings <input type="checkbox"/> Others (please specify) <div style="border: 1px solid black; width: 150px; height: 20px; margin-top: 5px;"></div>	Name of bank	
	Account number	
	Date opened (DD/MM/YYYY)	
	Currency	
	Is it a segregated trust account**?	<input type="checkbox"/> Yes <input type="checkbox"/> No

Type of account: <input type="checkbox"/> Current <input type="checkbox"/> Savings <input type="checkbox"/> Others (please specify) <div style="border: 1px solid black; width: 150px; height: 20px; margin-top: 5px;"></div>	Name of bank	
	Account number	
	Date opened (DD/MM/YYYY)	
	Currency	
	Is it a segregated trust account**?	<input type="checkbox"/> Yes <input type="checkbox"/> No

* You are expected to have bank account(s) prior to the approval of the licence application (if granted). If you are currently in the process of opening your bank account(s), you may leave the above table blank and provide the above information via Supplement 3U prior to the approval of the licence application (if granted).

** You are required to establish and maintain in Hong Kong one or more segregated accounts with an authorized financial institution for client money in accordance with section 4(2) of the Securities and Futures (Client Money) Rules.



- 15.2 Please provide a projection of your (i) paid-up capital; (ii) liquid capital; and (iii) total major operating expenses incurred during the first six months after the approval of the current application, if granted.**

Projection of paid-up capital and liquid capital as of the date immediately prior to the approval of the current application, if granted:

Details	(HK\$'000)
Paid-up capital	
Liquid capital computation	
Total liquid assets	
Total ranking liabilities	
Liquid capital (Total liquid assets minus total ranking liabilities)	

Projection of total major operating expenses incurred during the first six months after the approval of the current application, if granted:

Details	(HK\$'000)
Office rental and utilities	
Salary and staff benefits	
Others, please specify:	
Total	

- 15.3 You are required to provide the updated financial information via Supplement 3U prior to the approval of the current application, if granted. If your excess liquid capital (immediately prior to the approval of the current application, if granted) cannot cover the projected total major operating expenses incurred during the first six months after the approval of the current application, if granted, you are required to provide a funding plan* to demonstrate that you will be able to meet the minimum capital requirement under the Securities and Futures (Financial Resources) Rules.**

* The funding plan should set out the sources and size of funding support available to you, being supported by proper documentation of liquidity facilities and commitments by the funding provider(s).

Part VI: Disclosure

Sections 16.1 to 18.3 are about your activities both in **Hong Kong and elsewhere**. If there are ongoing investigations which you cannot lawfully disclose, you should notify the Commission of the results within seven business days after the completion of the investigations.

Section 16: Disciplinary Actions and Investigations

- 16.1** Have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- ever been refused or restricted from the right to carry on any trade, business or profession for which a specific licence, registration or other authorisation is required by law by—
- (a) the Commission¹; or Yes No
- (b) any professional or regulatory body (including a stock or futures exchange)? Yes No
- 16.2** In the past five years, have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- been—
- censured, disciplined or disqualified by—
 - (a) the Commission¹; or Yes No
 - (b) any professional or regulatory body (including a stock or futures exchange) in relation to any trade, business or profession; or Yes No
 - the subject of an investigation conducted by—
 - (a) the Commission¹; or Yes No
 - (b) any regulatory, criminal investigatory or professional body (e.g. disciplinary tribunal, inspector appointed under any enactment)²? Yes No
- 16.3** Are there any disciplinary actions or proceedings pending against—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- in relation to any trade, business or profession? Yes No
- 16.4** Have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- ever been— Yes No

¹ You must answer this question and there is no need to seek the Commission's specific consent. Please refer to <https://www.sfc.hk/web/EN/regulatory-functions/enforcement/secretary-provision.html> for more information or seek independent legal advice.

² Where there has been no further disciplinary or enforcement action taken by the regulatory, criminal investigatory or professional body as a result of the investigation for a prolonged period, or you (or the company) have been informed by the regulatory, criminal investigatory or professional body that no such action would be taken, you are still obliged to disclose details of the investigation to the Commission.



- (a) investigated about any offence involving fraud or dishonesty³; or
(b) adjudged by a court to be civilly liable for fraud, dishonesty or misfeasance? Yes No

If you answer "Yes" to any of the questions in sections 16.1 to 16.4, please provide the following information in a tabular format:-

- date of event
- name of regulatory, criminal investigatory or professional body
- description of the case
- your role or involvement in the case
- outcome or current status (e.g. ongoing, settled, etc.)
- contingent liability (if any)

Section 17: Financial Status

- 17.1 In the past five years, have you been a defendant or respondent⁴ to—
(a) any dispute, civil litigation, arbitration or mediation, the nature of which involves fraud, dishonesty or misfeasance; or Yes No
(b) any dispute, civil litigation, arbitration or mediation with any person(s) in relation to the provision of financial services⁵ and such dispute, civil litigation, arbitration or mediation is of material financial implication (e.g. involves either (i) claim(s), liability or contingent liability of an amount which is equal to or greater than 1% of your current shareholders' equity or net assets, or (ii) case(s) that is/are disclosed in your audited annual financial statements)? Yes No
- 17.2 In the past five years, have you—
(a) been a party to a scheme of arrangement; or Yes No
(b) entered into any form of compromise with your creditor, involving an amount which is equal to or greater than 1% of your current shareholders' equity or net assets? Yes No
- 17.3 Are there any judgments or court orders with which you have not complied? Yes No
- 17.4 Have you ever had a receiver, administrator or liquidator appointed to manage your affairs? Yes No
- 17.5 Have you ever been served with a winding-up petition? Yes No
- 17.6 Have you ever been a director, substantial shareholder, or involved in the management of a corporation which was wound up other than by a members' voluntary wind up? Yes No
- 17.7 Have you ever been a partner of a firm which was dissolved other than with the consent of all the partners? Yes No

If you answer "Yes" to the question in section 17.1, please provide the following information in a tabular format:-

³ Where you (or the company) have been investigated about any such offence but no prosecution has been instituted as a result of the investigation for a prolonged period, or you (or the company) have been informed that such prosecution would not be instituted, or the investigation of any such offence resulted in a conviction which was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission.

⁴ This includes a claim or counterclaim.

⁵ Where there are more than three closed disputes, litigation, arbitration or mediation, please only provide:

- details of the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved;
- the total number of cases (excluding the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved); and
- the total amount or estimated amount involved (excluding the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved).

For avoidance of doubt, if you are a defendant or respondent of

- any ongoing dispute, litigation, arbitration or mediation; or
- any dispute, litigation, arbitration or mediation which involves fraud, dishonesty or misfeasance, please provide details of each of the cases.



- date of event
- description of the case
- amount or estimated amount involved
- financial implication of the claims, liabilities or contingent liabilities (amount or estimated amount involved as a % of your current shareholders' equity or net assets)
- outcome or current status of the case (e.g. dismissed, settled, under appeal, etc.)

If you answer "Yes" to the question in section 17.2, please provide the following information in a tabular format:-

- the nature and purpose of scheme of arrangement
- party(ies) in the arrangement
- date of arrangement
- total amount
- outstanding amount
- repayment schedule or details

If you answer "Yes" to any of the questions in sections 17.3 to 17.7, please provide details of the case or matter.

Section 18: Character

- 18.1 Have you ever been charged with any criminal offence other than a minor offence (as defined under section 2 of the Securities and Futures (Licensing and Registration) (Information) Rules ("Information Rules")⁶? Yes No
- 18.2 Have you ever been convicted of any criminal offence other than a minor offence (as defined under section 2 of the Information Rules)⁷? Yes No
- 18.3 Have you ever been subject to any order of the court or other competent authority for fraud, dishonesty or misfeasance? Yes No

If you answer "Yes" to any of the questions in sections 18.1 to 18.3, please provide details of the case or matter.

⁶ Where you have been charged with any such offence but not convicted, or the offence charged resulted in a conviction which was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission.

⁷ Where the conviction of any such offence was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction to the Commission.



Section 19: Additional Information

Under the Ordinance, you are required to satisfy the Commission that you are a fit and proper person to be licensed.

19.1 Have you answered “Yes” to any of sections 16.1 to 18.3?

- Yes. Please explain why you are fit and proper to be a licensed corporation in the light of your “Yes” answers. You may wish to refer to the Fit and Proper Guidelines.

- No.

19.2 Please provide any information you consider relevant to your application that we would reasonably expect you to give which you have not provided elsewhere.



Part VII: Declaration

We:

- **Declare** that all the information provided in this application form and any associated documentation is complete, true and correct.
- **Declare** that the board of directors has passed a board resolution approving the making of this application.
- **Confirm** that we have been authorised in writing by the substantial shareholders named in this application form to apply on their behalf for approval to continue to be our substantial shareholders pursuant to section 132(1) of the Ordinance.
- **Confirm** that the individual whose particulars contained in section 10.2 under Part IV has been informed of and acknowledged (a) his or her appointment as a Manager-In-Charge of the corporation and (b) the particular Core Function(s) which he or she is principally responsible for managing.
- **Understand** that providing false or misleading information in support of an application for a licence is an offence under section 383 of the Ordinance.
- **Understand** that the Securities and Futures Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, an application for a licence.
- **Understand** that if any information contained in this application, or any associated documentation changes prior to the Securities and Futures Commission making a decision in respect of this application, we should notify the Commission in writing immediately of the changes.
- **Understand** that the Securities and Futures Commission may make such enquiries and seek such further information as it thinks appropriate.
- **Give consent** to the Securities and Futures Commission to release the particulars of the corporation to the Commissioner of Police/any local or overseas criminal investigatory body or regulatory authority, or their representatives for vetting purposes.
- **Authorise** the Commissioner of Police/any local or overseas criminal investigatory body or regulatory authority, or their representatives, to release full particulars of any pertinent information and materials on the Company, including all criminal convictions recorded against the corporation, to the Securities and Futures Commission.

(To be signed by two directors* or person authorised by the board of directors of the corporation applying for licence.)

For and on behalf of:

Name of corporation applying for a licence

Name of director/person authorised by
the board of directors

Signature

Date

Name of director/person authorised by
the board of directors*

Signature

Date

* Can be signed by one director if the corporation has only one director.



** Select as appropriate.

Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data⁸ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:
 - to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:
 - the Securities and Futures Ordinance ("SFO");
 - the Fit and Proper Guidelines;
 - the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
 - the Management, Supervision and Internal Control Guidelines;
 - the Codes on Takeovers and Mergers and Share Buy-backs; and
 - the Code on Unit Trusts and Mutual Funds.
 - to process any application you may make under the relevant Ordinances;
 - to assess your fitness and propriety in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and propriety to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching⁹ those data.

⁸ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO")

⁹ "Matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:

The Data Privacy Officer
Securities and Futures Commission
54/F, One Island East
18 Westlands Road
Quarry Bay, Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available upon request.



SECURITIES AND
FUTURES COMMISSION
證券及期貨事務監察委員會

Form 2U

Post-licence Application by Licensed Corporation

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of applicant	English	
	Chinese	
CE number		
Application for	<input type="checkbox"/> Addition of regulated activity under section 127(1) of the Ordinance	
	<input type="checkbox"/> Reduction of regulated activity under section 127(1) of the Ordinance	
	<input type="checkbox"/> Change of licensing condition under section 134(1) of the Ordinance	
	<input type="checkbox"/> Premises to be used for record keeping purpose under section 130(1) of the Ordinance	
	<input type="checkbox"/> Change of financial year end under section 155(3) of the Ordinance	
	<input type="checkbox"/> Adoption of period exceeding 12 months as financial year under section 155(3) of the Ordinance	
	<input type="checkbox"/> Extension of deadline for submission of audited accounts and other documents under section 156(4) of the Ordinance	
	<input type="checkbox"/> Issuance of duplicate printed licence under section 124(1) of the Ordinance	
	<input type="checkbox"/> Other applications pertaining to licensing matters under Part V of the Ordinance	
Contact person regarding any queries on this form	English name	Chinese name
	Business title	Firm name
	Relationship with the applicant	
	Mobile number	E-mail address

Interpretations

1. "Codes on Takeovers" refers to the Codes on Takeovers and Mergers and Share Buy-backs.
2. "Executive director" is defined under section 113 of the Ordinance.
3. "Responsible officer" means a person who is a licensed representative and is approved by the Commission under section 126(1) of the Ordinance to act as a responsible officer. He/she should have sufficient authority to supervise the regulated activity. He/she may or may not be an executive director.
4. "Substantial shareholder" is defined under section 6 of Part 1 of Schedule 1 to the Ordinance.
5. "You" in this form refers to the applicant.

Instructions

1. This form is to be filled in by a licensed corporation applying for (i) addition or reduction of regulated activity; (ii) change of licensing condition; (iii) premises to be used for record keeping purpose; (iv) change of financial year end; (v) adoption of period exceeding 12 months as financial year; (vi) extension of deadline for submission of audited accounts; (vii) issuance of duplicate printed licence; or (viii) other applications pertaining to licensing matters.
2. If you are applying for addition of regulated activity or change of licensing condition, you should ensure that there are at least two individuals who are or are applying to be responsible officers to supervise the new regulated activity or business which you propose to carry on. Each responsible officer applicant should complete Form 5U or Form 6U (as the case may be).
3. If you intend to cease carrying on all of the regulated activities for which you have been licensed under the Ordinance, you should notify the Commission about this via the SFC Online Portal.
4. If you are applying for premises to be used for record keeping purpose, please note that section 135 of the Ordinance requires a licensed corporation to notify the Commission at least seven business days in advance of any intended change of business address. If your record keeping premises is also your principal place of business or other place of business, you should submit notification via WINGS within the prescribed timeline.
5. Please refer to the Completion Guidelines to identify which Part(s) of the form to fill in and ensure that (i) other documents required in this form; and (ii) correct application fee have been enclosed.
6. Incomplete application may increase the time taken for the Commission to process your application or may be returned. Please refer to [Licensing Handbook](#) on the Commission's website (www.sfc.hk) for the return policy.
7. Please ensure your contact information (e.g. email address, address and telephone number) is maintained up-to-date with the Commission. If you need to update your contact information, please submit a notification to the Commission via the SFC Online Portal.
8. If the Commission is satisfied that a person has **substantial practical difficulties** in complying with any of the requirements under this form, it may exercise its discretion to dispense with the requirements to such extent as it considers necessary. If you consider that you have **substantial practical difficulties** in complying with any requirements under this form, please enclose a separate document setting out your **substantial practical difficulties** for the Commission's consideration. Please note that the Commission would only exercise its discretion under special circumstances.



9. If there are any changes to the information provided in support of this application before it is concluded, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.

Warning

All information and documents submitted to the Commission must be true, accurate and complete.

Under section 383(1) of the Ordinance, a person commits an offence if –

- **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**
- **he knows that, or is reckless as to whether, the representation is false or misleading in a material particular.**

Index

Part	Details
I	Application for Addition of Regulated Activity
II	Application for Reduction of Regulated Activity
III	Application for Change of Licensing Condition
IV	Proposed Business and Internal Controls
V	Application for Premises to be Used for Record Keeping Purpose
VI	Application for Change of Financial Year End
VII	Application for Adoption of Period Exceeding 12 Months as Financial Year
VIII	Application for Extension of Deadline for Submission of Audited Accounts <u>and Other Documents</u> ¹
IX	Application for Issuance of Duplicate Printed Licence
X	Other Applications Pertaining to Licensing Matters under Part V of the Ordinance
XI	Disclosure
XII	Declaration

¹ For the purpose of Part VIII of this form, "Other Documents" refer to the documents specified under section 3(1) of the Securities and Futures (Accounts and Audit) Rules (Cap.571F).

Completion Guidelines

Please fill in the relevant parts of this form which are applicable to your application:

Part	Addition of regulated activity	Reduction of regulated activity	Change of licensing condition	Premises to be used for record keeping purpose	Change of financial year end	Adoption of period exceeding 12 months as financial year	Extension of deadline for submission of audited accounts and other documents	Issuance of duplicate printed licence	Other applications pertaining to licensing matters under Part V of the Ordinance
I	✓								
II		✓							
III			✓						
IV	✓		✓						
V				✓*					
VI					✓				
VII						✓			
VIII							✓		
IX								✓	
X									✓
XI	✓		✓						
XII	✓	✓	✓	✓	✓	✓	✓	✓	✓

Part I: Application for Addition of Regulated Activity

Section 1: Details of the Application

1.1 Please tick “✓” the regulated activities you intend to add.

Regulated activity		Proposed effective date (DD/MM/YYYY)
<input type="checkbox"/>	Type 1 (dealing in securities)	
<input type="checkbox"/>	Type 2 (dealing in futures contracts)	
<input type="checkbox"/>	Type 3 (leveraged foreign exchange trading)	
<input type="checkbox"/>	Type 4 (advising on securities)	
<input type="checkbox"/>	Type 5 (advising on futures contracts)	
<input type="checkbox"/>	Type 6 (advising on corporate finance)	
<input type="checkbox"/>	Type 7 (providing automated trading services)	
<input type="checkbox"/>	Type 8 (securities margin financing)	
<input type="checkbox"/>	Type 9 (asset management)	
<input type="checkbox"/>	Type 10 (providing credit rating services)	

1.2 Please complete Part IV – Proposed Business and Internal Controls in respect of your proposed regulated activities.

1.3 Please state the names of the responsible officers responsible for supervising each of your proposed regulated activities and arrange each responsible officer applicant to complete Form 5U or Form 6U (as the case may be). At least one of the responsible officers must be an executive director.

Name of responsible officer	CE number (if any)	Is he/she an executive director?	Type(s) of regulated activity to be supervised
		<input type="checkbox"/> Yes <input type="checkbox"/> No	
		<input type="checkbox"/> Yes <input type="checkbox"/> No	
		<input type="checkbox"/> Yes <input type="checkbox"/> No	
		<input type="checkbox"/> Yes <input type="checkbox"/> No	

- 1.4 Please provide the following information on the individual(s) you have appointed/intend to appoint as your Manager(s)-In-Charge responsible for supervising your new key business line in relation to the type(s) of regulated activity you are applying for (see Interpretations on Supplement 4U for details).**

Description of key business line	Name of Manager-In-Charge	CE number (if any)	Job title*	Reports to**

* The job title should indicate an individual's positions and his or her particular business or operational areas (e.g. Chief Executive Officer, Chief Investment Officer, Chief Administrative Officer, Head of Risk Management, Head of Corporate Finance).

** Please state the individual's reporting line(s) within your corporation (and, if applicable, within your corporate group) in respect of the relevant Core Function(s). For example, reports to (i) the board of directors or Chief Executive Officer of your corporation; and (ii) the Head of Global Risk Management of your group.

- 1.5 Please provide the following information on your paid-up capital and liquid capital.**

Details	Actual figure as at the date of this form (HK\$'000)	Projected figure as at six months after the approval of the current application, if granted (HK\$'000)
Paid-up capital		
Liquid capital computation		
Total liquid assets		
Total ranking liabilities		
Liquid capital		
Required liquid capital		
Excess/(deficiency) in liquid capital		



1.6 Will there be any additional capital injection in respect of your current application?

Yes. Please advise the amount of capital to be injected and when the capital injection will be made.

No.

1.7 You are required to provide an updated financial information via Supplement 3U prior to the approval of the current application, if granted. If you have projected deficiency in liquid capital during the first six months after the approval of the current application, if granted, you are required to provide a funding plan* to demonstrate that you will be able to meet the minimum capital requirement under the Securities and Futures (Financial Resources) Rules.

* The funding plan should set out the sources and size of funding support available to you, being supported by proper documentation of liquidity facilities and commitments by the funding provider(s).



Part II: Application for Reduction of Regulated Activity

Section 2: Details of the Application

2.1 Please tick "✓" the regulated activities you intend to cease.

Regulated activity		Proposed effective date (DD/MM/YYYY)
<input type="checkbox"/>	Type 1 (dealing in securities)	
<input type="checkbox"/>	Type 2 (dealing in futures contracts)	
<input type="checkbox"/>	Type 3 (leveraged foreign exchange trading)	
<input type="checkbox"/>	Type 4 (advising on securities)	
<input type="checkbox"/>	Type 5 (advising on futures contracts)	
<input type="checkbox"/>	Type 6 (advising on corporate finance)	
<input type="checkbox"/>	Type 7 (providing automated trading services)	
<input type="checkbox"/>	Type 8 (securities margin financing)	
<input type="checkbox"/>	Type 9 (asset management)	
<input type="checkbox"/>	Type 10 (providing credit rating services)	

2.2 Please state the reason for ceasing the above regulated activities.

- Unfavourable business conditions
- Sale of business
- Group consolidation
- Relocation of business out of Hong Kong
- Others (please specify):



2.3 Have you notified all your clients of the cessation of the above regulated activities?

- Yes.
- No. Please state the reason for not notifying your clients of the cessation.

2.4 Have you returned your clients' assets, if any?

- Yes.
- No. Please elaborate on the measures you have taken to safeguard your clients' assets, if any.

2.5 Please state the names of the responsible officers who will apply for reduction of the above regulated activities. Please arrange for each of the affected responsible officers and licensed representatives to apply for reduction of the relevant regulated activities.

Name of responsible officer	CE number	Type(s) of regulated activity to be reduced

Part III: Application for Change of Licensing Condition

Section 3: Details of the Application

3.1 Please set out your proposed change and reason for the change.

Type(s) of regulated activity	
Licensing condition to be changed	
Nature of the proposed change	<input type="checkbox"/> Cancellation <input type="checkbox"/> Modification (please specify):
Reason for the change	

Type(s) of regulated activity	
Licensing condition to be changed	
Nature of the proposed change	<input type="checkbox"/> Cancellation <input type="checkbox"/> Modification (please specify):
Reason for the change	

3.2 Please complete Part IV - Proposed Business and Internal Controls setting out the details of the business after the proposed change and the relevant internal control measures.



- 3.3 Please arrange your (proposed) responsible officers to complete relevant sections in Form 5U or Form 6U (as the case may be) if they are also applying for a licence and/or change of licensing condition in line with your proposed change of licensing condition.
- 3.4 Please provide the following information on the individual(s) you have appointed/intend to appoint as your Manager(s)-In-Charge responsible for supervising your new key business line, if any, as a result of your proposed change (see Interpretations on Supplement 4U for details).

Description of key business line	Name of Manager-In-Charge	CE number (if any)	Job title*	Reports to**

* The job title should indicate an individual's positions and his or her particular business or operational areas (e.g. Chief Executive Officer, Chief Investment Officer, Chief Administrative Officer, Head of Risk Management, Head of Corporate Finance).

** Please state the individual's reporting line(s) within your corporation (and, if applicable, within your corporate group) in respect of the relevant Core Function(s). For example, reports to (i) the board of directors or Chief Executive Officer of your corporation and (ii) the Head of Global Risk Management of your group.

- 3.5 Please provide the following information on your paid-up capital and liquid capital.

Details	Actual figure as at the date of this form (HK\$'000)	Projected figure as at six months after the approval of the current application, if granted (HK\$'000)
Paid-up capital		
Liquid capital computation		
Total liquid assets		
Total ranking liabilities		
Liquid capital		
Required liquid capital		
Excess/(deficiency) in liquid capital		



3.6 Will there be any additional capital injection in respect of your current application?

Yes. Please advise the amount of capital to be injected and when the capital injection will be made.

No.

3.7 You are required to provide an updated financial information via Supplement 3U prior to the approval of the current application, if granted. If you have projected deficiency in liquid capital during the first six months after the approval of the current application, if granted, you are required to provide a funding plan* to demonstrate that you will be able to meet the minimum capital requirement under the Securities and Futures (Financial Resources) Rules.

* The funding plan should set out the sources and size of funding support available to you, being supported by proper documentation of liquidity facilities and commitments by the funding provider(s).



Part IV: Proposed Business and Internal Controls

Section 4: Business Plan, Organisational Structure, and Internal Control Procedures

4.1 Please provide the following information:

- Updated organisational chart depicting your management and governance structure, business and operational units and key human resources and their respective reporting lines. It should include all your Managers-In-Charge of Core Functions and their respective reporting lines (i.e, the job titles of the persons to whom they report within your corporation and, if applicable, within your corporate group). It should also include the job titles of the persons reporting directly to them in relation to your operations.
- Operational flowcharts describing your proposed business operations in each of the proposed regulated activities.

4.2 Please complete Questionnaire 1U - General Business Profile and Internal Control Summary.

4.3 Please indicate whether you will carry out the following business activity(ies):

- Asset management
 Securities or futures brokerage
 Securities margin financing
 Electronic trading or automated trading services

If yes, please complete the relevant part(s) of Questionnaire 2U – Specific Business Profile and Internal Control Summary.

4.4 Please state the business activity(ies) you propose to carry out (you may select more than one item).

Broker/Introducing broker	"✓"
Broking stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products*	<input type="checkbox"/>
Introducing brokerage	<input type="checkbox"/>
Broking futures contracts/futures derivatives*	<input type="checkbox"/>
Placing/underwriting securities	<input type="checkbox"/>
Market making - securities/futures contracts*	<input type="checkbox"/>
Inter-dealer brokerage - securities/futures contracts*	<input type="checkbox"/>
Serving as a central dealing function for group companies	<input type="checkbox"/>
Stock borrowing and lending	<input type="checkbox"/>
Providing incidental discretionary account service - securities/futures contracts*	<input type="checkbox"/>
Securities margin financing	<input type="checkbox"/>
Acting as listing agent of exchange-traded funds	<input type="checkbox"/>
Acting as custodians for private open-ended fund companies	<input type="checkbox"/>
Leveraged foreign exchange trading	
Leveraged foreign exchange trading	<input type="checkbox"/>
Providing incidental discretionary account service	<input type="checkbox"/>

Sales and advisory	
Giving advice on stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products/futures contracts*	<input type="checkbox"/>
Marketing/distributing unit trusts/mutual funds/structured products/virtual asset funds*	<input type="checkbox"/>
Publishing research or analyses on securities/futures contracts*	<input type="checkbox"/>
Robo-advisory service on stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products/futures contracts*	<input type="checkbox"/>
Undertaking activities in connection with matters regulated by the Codes on Takeovers	<input type="checkbox"/>
Sponsor/Compliance Adviser	<input type="checkbox"/>
Giving advice on other corporate finance matters	<input type="checkbox"/>
Electronic trading system/Automated trading services operator	
Internet trading/direct market access/algorithmic trading** for stocks/unit trusts/mutual funds/debt securities/stock derivatives/futures contracts/futures derivatives/leveraged foreign exchange contracts*	<input type="checkbox"/>
Alternative liquidity pool [#]	<input type="checkbox"/>
Operating a pre-initial public offering/odd-lot/bond trading platform*	<input type="checkbox"/>
Operating an equity crowd funding platform	<input type="checkbox"/>
Operating a virtual asset trading platform	<input type="checkbox"/>
Other automated trading services, please specify:	<input type="checkbox"/>
Asset manager	
Managing public funds/real estate investment scheme/open-ended fund companies/discretionary accounts/hedge funds/private equity and venture capital funds/other private funds/virtual asset funds*	<input type="checkbox"/>
Family office	<input type="checkbox"/>
Credit rating agency	
Providing credit rating services	<input type="checkbox"/>
Over-the-counter derivatives	
Dealing in/advising on over-the-counter derivatives products	<input type="checkbox"/>
Clearing over-the-counter derivatives products	<input type="checkbox"/>
Internet trading/direct market access/algorithmic trading** for over-the-counter derivatives products	<input type="checkbox"/>
Managing portfolios of over-the-counter derivative transactions	<input type="checkbox"/>
Proprietary trading	
Proprietary trading in securities/futures contracts/over-the-counter derivatives products*	<input type="checkbox"/>
Others	
Selling insurance products/mandatory provident fund products/other pension products*	<input type="checkbox"/>
Providing custody	<input type="checkbox"/>
Other activities, please specify:	<input type="checkbox"/>



* Select where applicable.

[^] Definitions of "internet trading", "direct market access" and "algorithmic trading" can be found in paragraph 18 of the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission ("Code of Conduct").

[#] Definition of "alternative liquidity pool" can be found in paragraph 19 of the Code of Conduct.

Part V: Application for Premises to be Used for Record Keeping Purpose

Section 5: Details of the Application

5.1 Please provide information on your record keeping address.

	Address in English	Address in Chinese
Flat, floor and block number		
Building name		
Street number and name		
District and city		
State and country		
Postal code, if any		
Contact number		
Facsimile number		
Effective date (DD/MM/YYYY)		

5.2 What business records will be kept at the premises used for keeping records?

- Accounting record
- Board record
- Client record
- Tape record
- Transaction record
- Others, please specify:



5.3 Please confirm whether your record keeping premises as specified in section 5.1 are suitable for record keeping purpose as required by section 130 of the Ordinance.

Yes.

No.

5.4 Is your record keeping premises located in a business centre?

Yes. Please complete section 5.8.

No.

5.5 Is your record keeping premises located in a shared office?

Yes.

No. Please go to section 6.1.

5.6 Please provide the name of entity(ies), its or their nature of business and CE number (if applicable) which share(s) the record keeping premises with you, and your relationship with the entity(ies).

--

5.7 Please confirm whether there is secure and properly segregated office area, being situated within an enclosed area, which is able to be locked and designated for your own and exclusive use, in which your books and records are able to be securely held.

Yes.

No.

5.8 Please confirm whether essential office equipment and telecommunication systems are installed in such a way that they are situated within an enclosed area that is secure and accessible only by your staff and authorised personnel.

Yes.

No.

5.9 If the record keeping premises will become your principal place of business or other place of business, please confirm whether sufficient measures are in place to prevent confusion to clients arising from the co-location or sharing of business premises with other business entities (e.g. clear signage at prominent area).

Yes.



No.

Not applicable because the record keeping premises will not become the principal place of business or other place of business.

5.10 Please confirm whether your record keeping premises is appropriately secure and that confidential/non-public information (such as price sensitive information) and client privacy will be sufficiently safeguarded against unauthorised access or leakage.

Yes.

No.

5.11 Please confirm whether your record keeping premises will, at any reasonable time, be accessible for all formal regulatory visits, including investigations and inspections.

Yes.

No.

5.12 If you have answered “No” to any of sections 5.8 to 5.12, please explain why you consider the record keeping premises fulfil the requirements under section 130 of the Ordinance.

5.13 Please provide a copy of the floor plan of your record keeping premises, setting out the area to be occupied by you.



Part VI: Application for Change of Financial Year End

Section 6: Details of the Application

6.1 Please provide the following information:

Existing financial year end (DD/MM)	
New financial year end (DD/MM)	
Reason for the change	



Part VII: Application for Adoption of Period Exceeding 12 Months as Financial Year

Section 7: Details of the Application

7.1 Please provide the following information:

Existing financial reporting period (DD/MM/YYYY)	From		To	
New financial reporting period (DD/MM/YYYY)	From		To	
Reason for the change				



Part VIII: Application for Extension of Deadline for Submission of Audited Accounts and Other Documents²

Section 8: Details of the Application

8.1 Please provide the following information:

Type(s) of document	
Submission due date (DD/MM/YYYY)	
Proposed date of submission (DD/MM/YYYY)	
Reason for the extension	

² For the purpose of Part VIII of this form, "Other Documents" refer to the documents specified under section 3(1) of the Securities and Futures (Accounts and Audit) Rules (Cap.571F).



Part IX: Application for Issuance of Duplicate Printed Licence

Section 9: Reason for Requiring a Duplicate Printed Licence

9.1 Please state the reason for requiring a duplicate printed licence:

- Lost. Please submit a statutory declaration stating that you have lost your printed licence.
- Defaced. Please submit a statutory declaration stating that the printed licence has been defaced and return the printed licence for cancellation.
- Destroyed. Please submit a statutory declaration stating that the printed licence has been destroyed.



Part X: Other Applications Pertaining to Licensing Matters under Part V of the Ordinance

Section 10: Details of the Application

10.1 Please state below the nature of your application and the reason for making such application.

Part XI: Disclosure

Sections 11.1 to 13.3 are about your activities both in **Hong Kong and elsewhere**. If there are ongoing investigations which you cannot lawfully disclose, you should notify the Commission of the results within seven business days after the completion of the investigations.

Section 11: Disciplinary Actions and Investigations

- 11.1** Have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- ever been refused or restricted from the right to carry on any trade, business or profession for which a specific licence, registration or other authorisation is required by law by—
- (a) the Commission³; or Yes No
- (b) any professional or regulatory body (including a stock or futures exchange)? Yes No
- 11.2** In the past five years, have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- been—
- censured, disciplined or disqualified by—
 - (a) the Commission¹; or Yes No
 - (b) any professional or regulatory body (including a stock or futures exchange) in relation to any trade, business or profession; or Yes No
 - the subject of an investigation conducted by—
 - (a) the Commission¹; or Yes No
 - (b) any regulatory, criminal investigatory or professional body (e.g. disciplinary tribunal, inspector appointed under any enactment)⁴? Yes No
- 11.3** Are there any disciplinary actions or proceedings pending against—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- in relation to any trade, business or profession? Yes No

³ You must answer this question and there is no need to seek the Commission's specific consent. Please refer to <https://www.sfc.hk/web/EN/regulatory-functions/enforcement/secretary-provision.htm> for more information or seek independent legal advice.

⁴ Where there has been no further disciplinary or enforcement action taken by the regulatory, criminal investigatory or professional body as a result of the investigation for a prolonged period, or you (or the company) have been informed by the regulatory, criminal investigatory or professional body that no such action would be taken, you are still obliged to disclose details of the investigation to the Commission.



- 11.4 Have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- ever been—
- (a) investigated about any offence involving fraud or dishonesty⁶; or Yes No
- (b) adjudged by a court to be civilly liable for fraud, dishonesty or misfeasance? Yes No

If you answer "Yes" to any of the questions in sections 11.1 to 11.4, please provide the following information in a tabular format:-

- date of event
- name of regulatory, criminal investigatory or professional body
- description of the case
- your role or involvement in the case
- outcome or current status (e.g. ongoing, settled, etc.)
- contingent liability (if any)

Section 12: Financial Status

- 12.1 In the past five years, have you been a defendant or respondent⁶ to—
- (a) any dispute, civil litigation, arbitration or mediation, the nature of which involves fraud, dishonesty or misfeasance; or Yes No
- (b) any dispute, civil litigation, arbitration or mediation with any person(s) in relation to the provision of financial services⁷ and such dispute, civil litigation, arbitration or mediation is of material financial implication (e.g. involves either (i) claim(s), liability or contingent liability of an amount which is equal to or greater than 1% of your current shareholders' equity or net assets, or (ii) case(s) that is/are disclosed in your audited annual financial statements)? Yes No
- 12.2 In the past five years, have you—
- (a) been a party to a scheme of arrangement; or Yes No
- (b) entered into any form of compromise with your creditor, involving an amount which is equal to or greater than 1% of your current shareholders' equity or net assets? Yes No
- 12.3 Are there any judgments or court orders with which you have not complied? Yes No
- 12.4 Have you ever had a receiver, administrator or liquidator appointed to manage your affairs? Yes No
- 12.5 Have you ever been served with a winding-up petition? Yes No

⁶ Where you (or the company) have been investigated about any such offence but no prosecution has been instituted as a result of the investigation for a prolonged period, or you (or the company) have been informed that such prosecution would not be instituted, or the investigation of any such offence resulted in a conviction which was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission.

⁶ This includes a claim or counterclaim.

⁷ Where there are more than three closed disputes, litigation, arbitration or mediation, please only provide:

- (i) details of the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved;
- (ii) the total number of cases (excluding the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved); and
- (iii) the total amount or estimated amount involved (excluding the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved).

For avoidance of doubt, if you are a defendant or respondent of

- (i) any ongoing dispute, litigation, arbitration or mediation; or
- (ii) any dispute, litigation, arbitration or mediation which involves fraud, dishonesty or misfeasance, please provide details of each of the cases.



- 12.6 Have you ever been a director, substantial shareholder, or involved in the management of a corporation which was wound up other than by a members' voluntary wind up? Yes No
- 12.7 Have you ever been a partner of a firm which was dissolved other than with the consent of all the partners? Yes No

If you answer "Yes" to the question in section 12.1, please provide the following information in a tabular format:-

- date of event
- description of the case
- amount or estimated amount involved
- financial implication of the claims, liabilities or contingent liabilities (amount or estimated amount involved as a % of your current shareholders' equity or net assets)
- outcome or current status of the case (e.g. dismissed, settled, under appeal, etc.)

If you answer "Yes" to the question in section 12.2, please provide the following information in a tabular format:-

- the nature and purpose of scheme of arrangement
- party(ies) in the arrangement
- date of arrangement
- total amount
- outstanding amount
- repayment schedule or details

If you answer "Yes" to any of the questions in sections 12.3 to 12.7, please provide details of the case or matter .

Section 13: Character

- 13.1 Have you ever been charged with any criminal offence other than a minor offence (as defined under section 2 of the Securities and Futures (Licensing and Registration) (Information) Rules ("Information Rules")⁹? Yes No
- 13.2 Have you ever been convicted of any criminal offence other than a minor offence (as defined under section 2 of the Information Rules)⁹? Yes No
- 13.3 Have you ever been subject to any order of the court or other competent authority for fraud, dishonesty or misfeasance? Yes No

If you answer "Yes" to any of the questions in sections 13.1 to 13.3, please provide details of the case or matter.

Section 14: Additional Information

Under the Ordinance, you are required to satisfy the Commission that you are a fit and proper person to be licensed.

14.1 Have you answered "Yes" to any of sections 11.1 to 13.3?

- Yes. Please explain why you are fit and proper to be a licensed corporation in the light of your "Yes" answers. You may wish to refer to the Fit and Proper Guidelines.

⁹ Where you have been charged with any such offence but not convicted, or the offence charged resulted in a conviction which was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission.

⁹ Where the conviction of any such offence was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction to the Commission.



No.

14.2 Please provide any information you consider relevant to your application that we would reasonably expect you to give which you have not provided elsewhere.



Part XII: Declaration

We:

- **Have completed** Part(s) _____ of this application.
- **Declare** that all the information provided in this application form and any associated documentation is complete, true and correct.
- **Understand** that providing false or misleading information in support of this application is an offence under section 383 of the Ordinance.
- **Understand** that the Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of this application.
- **Understand** that if any information contained in this application, or any associated documentation changes prior to the Commission making a decision in respect of this application, we should notify the Commission in writing immediately of the changes.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.

(To be signed by a director, responsible officer or person authorised by the board of directors of the applicant)

For and on behalf of:

Name of applicant

Name of director/responsible
officer/person authorised by
the board of directors*

Signature

Date

* Select as appropriate.



Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data¹ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:
 - to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:
 - the Securities and Futures Ordinance ("SFO");
 - the Fit and Proper Guidelines;
 - the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
 - the Management, Supervision and Internal Control Guidelines;
 - the Codes on Takeovers and Mergers and Share Buy-backs; and
 - the Code on Unit Trusts and Mutual Funds.
 - to process any application you may make under the relevant Ordinances;
 - to assess your fitness and propriety in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and propriety to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching² those data.

¹ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO")

² "Matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:-

The Data Privacy Officer
Securities and Futures Commission
54/F, One Island East
18 Westlands Road
Quarry Bay
Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available upon request.



SECURITIES AND
FUTURES COMMISSION
證券及期貨事務監察委員會

Form
3U

Application for New Registration (For Authorized Institution only)

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of applicant	English	
	Chinese	
CE number (if applicable)		
Please tick "✓" the regulated activity(ies) applicable to your application:		
<input type="checkbox"/> Type 1	Dealing in securities	<input type="checkbox"/> Type 6 Advising on corporate finance
<input type="checkbox"/> Type 2	Dealing in futures contracts	<input type="checkbox"/> Type 7 Providing automated trading services
<input type="checkbox"/> Type 4	Advising on securities	<input type="checkbox"/> Type 9 Asset management
<input type="checkbox"/> Type 5	Advising on futures contracts	<input type="checkbox"/> Type 10 Providing credit rating services
Contact person regarding any queries on this form	English name	Chinese name
	Business title	Firm name
	Relationship with the applicant	
	Mobile number	E-mail address

Interpretations

1. "Associated entity" is defined under Part 1 of Schedule 1 to the Ordinance.
2. "Codes on Takeovers" refers to the Codes on Takeovers and Mergers and Share Buy-backs.
3. "Controlling entity relationship" is defined under Part 1 of Schedule 1 to the Ordinance.
4. "Executive officer" is defined under Part 1 of Schedule 1 to the Ordinance.
5. "Substantial shareholder" is defined under section 6 of Part 1 of Schedule 1 to the Ordinance.
6. "You" in this form refers to the applicant.

Instructions

1. This form is to be filled in by an authorized institution as defined in section 2(1) of the Banking Ordinance applying for registration as Registered Institution under section 119(1) of the Ordinance.
2. Please fill in all parts of this form and ensure that (i) your identification document (e.g. certificate of incorporation); (ii) other documents required in this form; and (iii) correct application fee have been enclosed.
3. Incomplete application may increase the time taken for the Commission to process your application or may be returned. Please refer to [Licensing Handbook](#) on the Commission's website (www.sfc.hk) for the return policy.
4. If the Commission is satisfied that a person has **substantial practical difficulties** in complying with any of the requirements under this form, it may exercise its discretion to dispense with the requirements to such extent as it considers necessary. If you consider that you have **substantial practical difficulties** in complying with any requirements under this form, please enclose a separate document setting out your **substantial practical difficulties** for the Commission's consideration. Please note that the Commission would only exercise its discretion under special circumstances.
5. If there are any changes to the information provided in support of this application before it is concluded, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.



Warning

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

"A person commits an offence if –

- 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
- he knows that, or is reckless as to whether, the representation is false or misleading in a material particular."

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



Index

Part	Details
I	Background
II	Substantial Shareholders and Shareholding Structure
III	Proposed Business and Internal Controls
IV	Management and Governance Structure
V	Financial Strength
VI	Disclosure
VII	Declaration



Part I: Background

Section 1: Corporate Information

1.1 Please provide the following information and supporting document(s):

- A copy of your certificate of incorporation/registration and business registration certificate.
- If you have changed your name, please provide the relevant supporting documents.

Full name (in English)				
Full name (in Chinese)				
Business name (in English)				
Business name (in Chinese)				
Former name(s), if any				
English				
Chinese				
Effective period(s) (DD/MM/YYYY)	From		To	
Place of incorporation				
Date of incorporation (DD/MM/YYYY)				
Date of registration* (DD/MM/YYYY)				
Hong Kong certificate of incorporation number or company number for non-Hong Kong incorporated company				
Hong Kong business registration certificate number or equivalent for non-Hong Kong incorporated company				
Financial year end (DD/MM)				
Auditor name				
Auditor appointment date** (DD/MM/YYYY)				

* Date of registration is only applicable to a "registered non-Hong Kong company" as defined in the Companies Ordinance (Cap. 622).

** Appointment date is the date on which a written agreement is signed with the auditor for the provision of services.



Section 2: Contact Information

2.1 Please provide your contact and facsimile numbers, e-mail, website, principal place of business, registered office, correspondence and record keeping addresses below.

E-mail address	
Website address	

Please tick "✓" where applicable.

<input type="checkbox"/> Principal place of business	<input type="checkbox"/> Registered office	<input type="checkbox"/> Correspondence	<input type="checkbox"/> Record keeping	<input type="checkbox"/> Other place of business
	Address in English		Address in Chinese	
Flat, floor and block number				
Building name				
Street number and name				
District and city				
State and country				
Postal code, if any				
Contact number				
Facsimile number				
Effective date (DD/MM/YYYY)				



Please tick "✓" where applicable.				
<input type="checkbox"/> Principal place of business	<input type="checkbox"/> Registered office	<input type="checkbox"/> Correspondence	<input type="checkbox"/> Record keeping	<input type="checkbox"/> Other place of business
	Address in English		Address in Chinese	
Flat, floor and block number				
Building name				
Street number and name				
District and city				
State and country				
Postal code, if any				
Contact number				
Facsimile number				
Effective date (DD/MM/YYYY)				



Section 3: Complaints Officer and Emergency Contact Person

- 3.1 You must appoint a Complaints Officer to handle complaints received by you. Please provide the following information on your Complaints Officer.

Note: The Complaints Officer should reside in Hong Kong to ensure he/she will be immediately contactable as and when necessary.

Full name (in English)	
Full name (in Chinese)	
Hong Kong identity card number	
Passport number*	
Job title	
Contact number	
Mobile number	
Facsimile number	
Business address	
Office E-mail address	

* Applicable to individuals who are non-Hong Kong permanent residents only.



- 3.2 You must also appoint a contact person whom the Commission may contact in the event of an emergency. Please provide the following information on your Emergency Contact Person.

Note: For group companies, it is preferable that this person should have sufficient authority and be familiar with the overall affairs of the group. The Emergency Contact Person should reside in Hong Kong to ensure he/she will be immediately contactable as and when necessary.

Full name (in English)				
Full name (in Chinese)				
Hong Kong identity card number				
Passport number*				
Job title				
Contact number	Office		Residential	
Mobile number				
Facsimile number	Office		Residential	
Business address				
E-mail address	Office		Private	

* Applicable to individuals who are non-Hong Kong permanent residents only.

Section 4: Licence Record

4.1 Have you ever been licensed by or registered with the Commission and/or any regulatory body (including any stock or futures exchanges), in Hong Kong or elsewhere, to engage in any regulated or similarly regulated activity?

No.

Yes. Please provide details as follows:

Licence/Registration	
Name of regulatory authority	
Place of regulatory authority	
Type of licence/registration	
Date of approval (DD/MM/YYYY)	
Licence or registration number (eg. CRD number, firm registration number with Financial Conduct Authority, etc.)	
Conditions attached to the licence or registration, if any	
Is the licence or registration still valid?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Date of expiry, if applicable (DD/MM/YYYY)	

Licence/Registration	
Name and place of regulatory authority	
Type of licence/registration	
Date of approval (DD/MM/YYYY)	
Licence or registration number (eg. CRD number, firm registration number with Financial Conduct Authority, etc.)	
Conditions attached to the licence or registration, if any	
Is the licence or registration still valid?	<input type="checkbox"/> Yes <input type="checkbox"/> No
Date of expiry, if applicable (DD/MM/YYYY)	



Part II: Substantial Shareholders and Shareholding Structure

Section 5: Corporate and Shareholding Structure
--

5.1 Please submit a group chart depicting the following:

- group structure;
- percentage of shareholdings of each group member;
- principal business activities of each group member; and
- licence/registration status for regulated activities (both in Hong Kong and elsewhere) of each group member.

5.2 Please provide the following information on your substantial shareholders.

Name of substantial shareholder	CE number (if applicable)	Class of shares



Part III: Proposed Business and Internal Controls

Section 6: Nature and Scope of Business

6.1 Please state the business activity(ies) you propose to carry out (you may select more than one item).

Broker/introducing broker	“√”
Broking stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products*	<input type="checkbox"/>
Introducing brokerage	<input type="checkbox"/>
Broking futures contracts/futures derivatives*	<input type="checkbox"/>
Placing/underwriting securities	<input type="checkbox"/>
Market making - securities/futures contracts*	<input type="checkbox"/>
Inter-dealer brokerage - securities/futures contracts*	<input type="checkbox"/>
Serving as a central dealing function for group companies	<input type="checkbox"/>
Stock borrowing and lending	<input type="checkbox"/>
Providing incidental discretionary account service - securities/futures contracts*	<input type="checkbox"/>
Acting as listing agent of exchange-traded funds	<input type="checkbox"/>
Acting as custodians for private open-ended fund companies	<input type="checkbox"/>
Sales and advisory	
Giving advice on stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products/futures contracts*	<input type="checkbox"/>
Marketing/distributing unit trusts/mutual funds/structured products/virtual asset funds*	<input type="checkbox"/>
Publishing research or analyses on securities/futures contracts*	<input type="checkbox"/>
Robo-advisory service on stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products/futures contracts*	<input type="checkbox"/>
Undertaking activities in connection with matters regulated by the Codes on Takeovers	<input type="checkbox"/>
Giving advice on other corporate finance matters	<input type="checkbox"/>
Electronic trading system/automated trading services operator	
Internet trading/Direct market access/Algorithmic trading** for stocks/unit trusts/mutual funds/debt securities/stock derivatives/futures contracts/futures derivatives*	<input type="checkbox"/>
Alternative liquidity pool	<input type="checkbox"/>
Operating a pre-initial public offering/odd-lot/bond trading platform*	<input type="checkbox"/>
Operating an equity crowd funding platform	<input type="checkbox"/>
Operating a virtual asset platform	<input type="checkbox"/>
Other automated trading services, please specify:	<input type="checkbox"/>



Asset manager	
Managing public funds/real estate investment scheme/open-ended fund companies/discretionary accounts/hedge funds/private equity and venture capital funds/other private funds/virtual asset funds*	<input type="checkbox"/>
Credit rating agency	
Providing credit rating services	<input type="checkbox"/>
Over-the-counter derivatives	
Dealing in/advising on over-the-counter derivatives products	<input type="checkbox"/>
Clearing over-the-counter derivatives products	<input type="checkbox"/>
Internet trading/Direct market access/Algorithmic trading** for over-the-counter derivatives products	<input type="checkbox"/>
Managing portfolios of over-the-counter derivative transactions	<input type="checkbox"/>
Proprietary trading	
Proprietary trading in securities/futures contracts/over-the-counter derivatives products*	<input type="checkbox"/>
Others	
Selling insurance products/mandatory provident fund products/other pension products*	<input type="checkbox"/>
Providing custody	<input type="checkbox"/>
Other activities, please specify:	<input type="checkbox"/>

* Select where applicable.

^ Definitions of "internet trading", "direct market access" and "algorithmic trading" can be found in paragraph 18 of the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission ("Code of Conduct").



6.2 For each of your principal business mentioned in section 6.1 above, indicate the types of your target customers.

	Expected % of contribution to gross operating income		
	Principal Business 1	Principal Business 2	Principal Business 3
Your group companies			
Hong Kong retail clients			
Hong Kong Individual Professional Investors*			
Hong Kong Corporate Professional Investors*			
Hong Kong Institutional Professional Investors*			
Overseas retail clients			
Overseas Individual Professional Investors*			
Overseas Corporate Professional Investors*			
Overseas Institutional Professional Investors*			
Others (please specify):			
	100%	100%	100%

* Defined under paragraph 15.2 of the Code of Conduct.

6.3 State your sources for new customers.

- Introduction/referral
- Walk-in customers
- Others (please specify)



6.4 Are you applying for a trading right of any stock or futures exchange in Hong Kong or elsewhere?

Yes. Please provide details as follows:

Name of exchange	Type of participantship	Date of application (DD/MM/YYYY)

No.

6.5 Please provide the following information on your telephone recording system.

a)	Name of system:
b)	Scope of conversations to be recorded <input type="checkbox"/> Between account executives and clients <input type="checkbox"/> Between account executives and dealers <input type="checkbox"/> Others (please specify):
c)	Tape retention: months
d)	Person monitoring irregularities <input type="checkbox"/> Compliance staff <input type="checkbox"/> Internal audit staff <input type="checkbox"/> Executive officer <input type="checkbox"/> Others (please specify):
e)	Method of data retrieval <input type="checkbox"/> By time <input type="checkbox"/> By channel <input type="checkbox"/> Others (please specify):

6.6 This section is ONLY applicable where you intend to carry on Type 1 and/or Type 2 regulated activity and intend to be an exchange participant.

Please provide the following information on your estimated turnover.

Type 1 regulated activity	Projected total value of securities transaction in the first year of operation (in HK\$'000):
Type 2 regulated activity	Projected total notional amount of futures and options contracts in the first year of operation (in HK\$'000):



6.7 This section is ONLY applicable if you intend to carry on Type 6 regulated activity.

6.7.1 Do you intend to undertake activities in connection with matters regulated by the Codes on Takeovers?

- Yes.
- No. Please go to section 6.8.

6.7.2 Please submit the following information:

- A list of proposed executive officers who will actively participate in, or be directly responsible for the supervision of, the matters or transactions regulated by the Codes on Takeovers.
- Details on the adequacy of your resources and internal procedures to ensure full compliance with the Codes on Takeovers. In particular, the names of the executives who will be responsible for compliance with Rule 22 of the Codes on Takeovers and a description of the internal procedures in this connection.
- Measures to ensure that all your staff handling matters or transactions under the Codes on Takeovers and your clients understand and comply with the Codes on Takeovers.
- Whether or not you have been involved in any transaction where you committed a breach of the Codes on Takeovers. Please disclose the details of any such transaction and the breach.
- Whether or not the Executive (as defined under the Codes on Takeovers) has ever raised any concern that your conduct fell below the standard expected or required by the Codes on Takeovers. Please disclose the details, if any.



6.8 This section is ONLY applicable if you intend to carry on Type 7 regulated activity or provide trading services through electronic means.

6.8.1 The types of services you intend to provide (you may select more than one item).

- Routing of orders on securities/futures*
- Matching of orders on securities/futures*
- Providing investment advice on securities/futures*
- Publishing research or analysis on securities/futures*
- Providing platform to facilitate trading activities
- Providing facilities for electronic clearing and settlement
- Bulletin board/chat room service*
- Electronic subscription service (e.g. eIPO)
- Portfolio tracking
- Market price quotation
- Others (please specify)

* Delete where not applicable.



6.8.2 The intended users of your automated or electronic trading services/facilities (you may select more than one item).

- Retail clients
- Institutional clients
- High net worth clients
- Licensed brokers/fund houses*
- Authorized financial institutions
- Trustees or custodians
- Others (please specify)

* Delete where not applicable.

6.8.3 Your source of remuneration (you may select more than one item).

- Fixed fees from users

Basis of computation of fee: _____

- Variable fees from users

Basis of computation of fee: _____

- Advertisement fees
- Rebate or commission from intermediaries
- Others (please specify)



6.8.4 Your proposed steps to establish the true identity of a new client subscribing for your services (you may select more than one item).

- Face to face meeting.
- Reliance on third party verification (i.e. verification performed by a licensed person/registered institution, an affiliate of a licensed person/registered institution, a Justice of the Peace, or a professional person such as a branch manager of a bank, certified public accountant, lawyer or notary public).
- Using certification services that are recognized by the Electronic Transactions Ordinance (such as the certification services available from the Hongkong Post).
- Obtaining from the client a copy of his identity document and a copy of the signed client agreement, and encashing a cheque issued by the client drawn on a licensed bank in Hong Kong.
- Others (please specify)

6.8.5 The information/services that you will provide to your clients (you may select more than one item).

- Details of services to be provided via the Internet
- Electronic confirmation of execution
- Electronic statement
- Pre-deal preview and confirmation of order
- Default reading of risk statement
- Fees and charges for different types of services
- Level of security and capacity of system
- Contingency arrangement
- Alternative means of communication with the client in case of system failure
- Circumstances and procedures for cancellation of transactions
- Others (please specify)



6.8.6 Will the above information be disclosed on your website/client agreement?

- Yes.
- No. Please specify the method of disclosure:

6.8.7 Names of the following persons/entities:

- System developer or application service provider _____
- System administrator _____
- Database administrator _____
- System maintenance person _____

6.8.8 In an attachment, briefly describe the qualifications of the persons/entities identified in section 6.8.7 and their experience in the respective areas.

6.8.9 Provide the following information regarding your application service provider (“ASP”) in an attachment.

- Track record of the ASP in providing similar service
- Upfront capital charges
- Extent of service provided
- Extent of customer support provided (e.g. training and hotline operations)
- Fall back procedures in the event of system failure
- Provisions for route exit and recourse

6.8.10 The location of your host server and backup server.



6.8.11 The encryption technology used to secure communication over the Internet.

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6.8.12 Provide the following information regarding your user password for accessing the system.

Number of digits required	
Password string	
<input type="checkbox"/> Alphabet only	
<input type="checkbox"/> Number only	
<input type="checkbox"/> Alphanumeric	
<input type="checkbox"/> Others (please specify):	
Person assigning user password	
Time interval for changing user password	
Time interval for automatic time out feature	
Number of failed attempts for resetting password	

6.8.13 Has the system been fully tested and that issues on security, reliability, capacity and contingency been resolved before commencement?

- Yes.
- No. Please provide reason:

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6.8.14 Have written policies and procedure manuals describing the process flow from receiving through execution of a client order been distributed and explained to all relevant staff to ensure that they understand the policies and procedures?

Yes.

No. Please provide reason:

6.8.15 Your system capacity including the known limitations and restrictions.

6.8.16 Have you disclosed your name, licence/registration status and exchange trading participanship (if any) on your website?

Yes.

No. Please provide reason:

6.8.17 Are there any hyperlinks to overseas websites which target the Hong Kong investor?

Yes. Please provide details:

No.



6.8.18 Are there any hyperlinks to other entities which facilitate clients to open accounts with these entities?

Yes. Please provide details:

No.

6.8.19 A guest login name and password to enable us to visit your website and review your trading process.

6.8.20 Please submit the following information:

- An infrastructure diagram showing the network connecting your servers, routers and firewalls.
- Description of your procedures for ascertaining new clients' financial situation, investment objectives and experience prior to providing service to them.
- Description of your intrusion detection system for detecting and recording unauthorised access or attempt to access your host system.
- Description of your physical security measures to ensure no unauthorised access to your host and server systems.
- A copy of your written contingency plan (including emergency back-up server and power arrangement and alternative means of communication in the event of system failure).
- Description of your control procedures to ensure timely update on your system documentation and retention of audit trails of all the system changes and maintenance.
- A procedure manual describing the process flow from receiving through execution of a client order.



6.9 This section is **ONLY** applicable if you intend to carry on Type 9 regulated activity.

6.9.1 Provide the following information on your asset management business.

Assets under management	Estimated amount (in HK\$'000) after 1 year of operation
Total assets for investment in Hong Kong	
Total assets for investment overseas	

6.9.2 State the sources of your remuneration and the corresponding contribution to your total income.

Sources of remuneration	Approximate percentage
<input type="checkbox"/> Rebates or commissions from brokers	
<input type="checkbox"/> Fixed management fees	
<input type="checkbox"/> Variable management fees	
<input type="checkbox"/> Others (please specify):	



Section 7: Business Plan, Organizational Chart, and Internal Control Procedures

7.1 Please submit the following information:

- Business plan with details of each of your proposed regulated activities and the related internal control measures.
- Operational flowcharts describing your proposed business operations in each of the proposed regulated activities.
- Organizational chart depicting your management and governance structure, business and operational units and key human resources and their respective reporting lines. It should include all your Management Principally Responsible for Businesses that Constitute Regulated Activities and their respective reporting lines (ie, the job titles of the persons to whom they report within your corporation and, if applicable, within your corporate group). It should also include the job titles of the persons reporting directly to them in relation to your operations as set out in the "Circular on Management Accountability at Registered Institution" issued by the Hong Kong Monetary Authority on 16 October 2017.
- The form at the Appendix to the "Circular on Management Accountability at Registered Institution" issued by the Hong Kong Monetary Authority on 16 October 2017, completed with the relevant information on individual chief executives, alternate chief executives, directors and section 72B managers principally responsible for regulated activities as required.
- Inherent risks to your proposed regulated activities (such as market risk, credit risk, liquidity and operational risk) and details of your risk control strategy.
- Potential areas of conflict of interests, and measures to address the conflict.
- Procedures to achieve segregation of duties.
- Business contingency plan.



Section 8: Associated Entities

8.1 Do you propose to have any associated entity?

- Yes.
- No. Please go to section 8.3.

8.2 Please provide the following information on your associated entities.

Name of associated entity*	Is it a licensed corporation or registered institution?		Effective date of becoming an associated entity (DD/MM/YYYY)
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**	
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**	
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**	

* Please arrange for each of your associated entity to complete a Form 9U.

8.3 Are you currently acting as an associated entity of a licensed corporation and/or registered institution?

- Yes.
- No. Please go to next part.

8.4 Please provide the names of the licensed corporations/registered institutions for which you act as their associated entity.

Name of licensed corporation/registered institution	CE number



Part IV: Management and Governance Structure

Section 9: Executive Officers and Directors

A registered institution must appoint at least two executive officers to supervise each regulated activity.

9.1 Please provide the following information on your proposed executive officers.

The related applications for approval to become your executive officers should be separately submitted to the Hong Kong Monetary Authority.

Executive officer	
Full name (in English)	
Full name (in Chinese)	
Hong Kong identity card number	
Passport number*	
Passport issuing country*	
Passport expiry date* (DD/MM/YYYY)	
Contact number	
Mobile number	
Email address	
Type(s) of regulated activity	
Date of appointment (DD/MM/YYYY)	

Executive officer	
Full name (in English)	
Full name (in Chinese)	
Hong Kong identity card number	
Passport number*	
Passport issuing country*	
Passport expiry date* (DD/MM/YYYY)	
Contact number	
Mobile number	
Email address	
Type(s) of regulated activity	



Date of appointment (DD/MM/YYYY)	
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* Applicable to individuals who are non-Hong Kong permanent residents only.

9.2 Please provide the following information on your directors.

Director	
Full name (in English)	
Full name (in Chinese)	
Hong Kong identity card number	
Passport number*	
Passport issuing country*	
Passport expiry date* (DD/MM/YYYY)	
Date of appointment (DD/MM/YYYY)	

Director	
Full name (in English)	
Full name (in Chinese)	
Hong Kong identity card number	
Passport number*	
Passport issuing country*	
Passport expiry date* (DD/MM/YYYY)	
Date of appointment (DD/MM/YYYY)	

* Applicable to individuals who are non-Hong Kong permanent residents only.

Part V: Financial Strength

Section 10: Share Capital

10.1 Please provide details of your share capital.

Class of shares <input type="checkbox"/> Ordinary <input type="checkbox"/> Preference <input type="checkbox"/> Others (please specify): <div style="border: 1px solid black; height: 100px; width: 100%;"></div>	Number of issued shares	
	Issued share capital (HK\$)	
	Par value*	
	Number of authorised shares*	
	Authorised share capital (HK\$)*	
	Premium paid (HK\$)*	
	Paid-up share capital (HK\$)	
	Unpaid share capital (HK\$)	

Class of shares <input type="checkbox"/> Ordinary <input type="checkbox"/> Preference <input type="checkbox"/> Others (please specify): <div style="border: 1px solid black; height: 100px; width: 100%;"></div>	Number of issued shares	
	Issued share capital (HK\$)	
	Par value*	
	Number of authorised shares*	
	Authorised share capital (HK\$)*	
	Premium paid (HK\$)*	
	Paid-up share capital (HK\$)	
	Unpaid share capital (HK\$)	

* If applicable.

10.2 Have any shares been issued for consideration other than cash?

- Yes. Please provide details (including the class of shares, number of shares, and type and value of consideration).



[Empty rectangular box for input]

No.



Part VI: Disclosure

Sections 11.1 to 13.3 are about your activities both in **Hong Kong and elsewhere**. If there are ongoing investigations which you cannot lawfully disclose, you should notify the Commission of the results within 7 business days after the completion of the investigations.

Section 11: Disciplinary Actions and Investigations

11.1 Have—

- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- ever been refused or restricted from the right to carry on any trade, business or profession for which a specific licence, registration or other authorisation is required by law by—

- (a) the Commission¹; or Yes No
- (b) any professional or regulatory body (including a stock or futures exchange)? Yes No

11.2 In the past five years, have—

- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- been—

- censured, disciplined or disqualified by—
 - (a) the Commission¹; or Yes No
 - (b) any professional or regulatory body (including a stock or futures exchange) in relation to any trade, business or profession; or Yes No
- the subject of an investigation conducted by—
 - (a) the Commission¹; or Yes No
 - (b) any regulatory, criminal investigatory or professional body (e.g. disciplinary tribunal, inspector appointed under any enactment)²? Yes No

11.3 Are there any disciplinary actions or proceedings pending against—

- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- in relation to any trade, business or profession?

Yes No

¹ You must answer this question and there is no need to seek the Commission's specific consent. Please refer to <https://www.sfc.hk/web/EN/regulatory-functions/enforcement/secretary-provision.html> for more information or seek independent legal advice.

² Where there has been no further disciplinary or enforcement action taken by the regulatory, criminal investigatory or professional body as a result of the investigation for a prolonged period, or you (or the company) have been informed by the regulatory, criminal investigatory or professional body that no such action would be taken, you are still obliged to disclose details of the investigation to the Commission.

11.4 Have—

- you;
- a company of which you are or were a director;
- a company of which you are or were involved in the management; or
- a company of which you are or were a substantial shareholder,

ever been—

- (a) investigated about any offence involving fraud or dishonesty³; or Yes No
- (b) adjudged by a court to be civilly liable for fraud, dishonesty or misfeasance? Yes No

If you answer "Yes" to any of the questions in sections 11.1 to 11.4, please provide the following information in a tabular format:-

- date of event
- name of regulatory, criminal investigatory or professional body
- description of the case
- your role or involvement in the case
- outcome or current status (e.g. ongoing, settled, etc.)
- contingent liability (if any)

Section 12: Financial Status

12.1 In the past five years, have you been a defendant or respondent⁴ to—

- (a) any dispute, civil litigation, arbitration or mediation, the nature of which involves fraud, dishonesty or misfeasance; or Yes No
- (b) any dispute, civil litigation, arbitration or mediation with any person(s) in relation to the provision of financial services⁵ and such dispute, civil litigation, arbitration or mediation is of material financial implication (e.g. involves either (i) claim(s), liability or contingent liability of an amount which is equal to or greater than 1% of your current shareholders' equity or net assets, or (ii) case(s) that is/are disclosed in your audited annual financial statements)? Yes No

12.2 In the past five years, have you—

- (a) been a party to a scheme of arrangement; or Yes No
- (b) entered into any form of compromise with your creditor, involving an amount which is equal to or greater than 1% of your current shareholders' equity or net assets? Yes No

12.3 Are there any judgments or court orders with which you have not complied? Yes No

12.4 Have you ever had a receiver, administrator or liquidator appointed to manage your affairs? Yes No

³ Where you (or the company) have been investigated about any such offence but no prosecution has been instituted as a result of the investigation for a prolonged period, or you (or the company) have been informed that such prosecution would not be instituted, or the investigation of any such offence resulted in a conviction which was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission.

⁴ This includes a claim or counterclaim.

⁵ Where there are more than three closed disputes, litigation, arbitration or mediation, please only provide:

- (i) details of the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved;
- (ii) the total number of cases (excluding the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved); and
- (iii) the total amount or estimated amount involved (excluding the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved).

For avoidance of doubt, if you are a defendant or respondent of

- (i) any ongoing dispute, litigation, arbitration or mediation; or
- (ii) any dispute, litigation, arbitration or mediation which involves fraud, dishonesty or misfeasance, please provide details of each of the cases.



- 12.5 Have you ever been served with a winding-up petition? Yes No
- 12.6 Have you ever been a director, substantial shareholder, or involved in the management of a corporation which was wound up other than by a members' voluntary wind up? Yes No
- 12.7 Have you ever been a partner of a firm which was dissolved other than with the consent of all the partners? Yes No

If you answer "Yes" to the question in section 12.1, please provide the following information in a tabular format:-

- date of event
- description of the case
- amount or estimated amount involved
- financial implication of the claims, liabilities or contingent liabilities (amount or estimated amount involved as a % of your current shareholders' equity or net assets)
- outcome or current status of the case (e.g. dismissed, settled, under appeal, etc.)

If you answer "Yes" to the question in section 12.2, please provide the following information in a tabular format :-

- the nature and purpose of scheme of arrangement
- party(ies) in the arrangement
- date of arrangement
- total amount
- outstanding amount
- repayment schedule or details

If you answer "Yes" to any of the questions in sections 12.3 to 12.7, please provide details of the case or matter.

Section 13: Character

- 13.1 Have you ever been charged with any criminal offence other than a minor offence (as defined under section 2 of the Securities and Futures (Licensing and Registration) (Information) Rules ("Information Rules")⁶? Yes No
- 13.2 Have you ever been convicted of any criminal offence other than a minor offence (as defined under section 2 of the Information Rules)⁷? Yes No
- 13.3 Have you ever been subject to any order of the court or other competent authority for fraud, dishonesty or misfeasance? Yes No

If you answer "Yes" to any of the questions in sections 13.1 to 13.3, please provide details of the case or matter.

Section 14: Additional Information

Under the Ordinance, you are required to satisfy the Commission that you are a fit and proper person to be registered.

⁶ Where you have been charged with any such offence but not convicted, or the offence charged resulted in a conviction which was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission.

⁷ Where the conviction of any such offence was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction to the Commission.



14.1 Have you answered “Yes” to any of sections 11.1 to 13.3?

- Yes. Please explain why you are fit and proper to be a registered institution in the light of your “Yes” answers. You may wish to refer to the Fit and Proper Guidelines.

- No.

14.2 Please provide any information you consider relevant to your application that we would reasonably expect you to give which you have not provided elsewhere.



Part VII: Declaration

We:

- **Have completed** Part(s) _____ of this application.
- **Declare** that all the information provided in this application form and any associated documentation is complete, true and correct.
- **Declare** that the board of directors has passed a board resolution approving the making of this application.
- **Understand** that providing false or misleading information in support of this application is an offence under section 383 of the Ordinance.
- **Understand** that the Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of an application for a registration.
- **Understand** that if any information contained in this application, or any associated documentation changes prior to the Commission making a decision in respect of this application, we should notify the Commission in writing immediately of the changes.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.

This declaration must be signed by any two directors*, chief executive or person authorised by the board of directors of the authorized institution.

For and on behalf of:

Name of applicant

Name of director/executive officer/
chief executive/person authorised by the board of
directors**

Signature

Date

Name of director/executive officer/
chief executive/person authorised by the board of
directors**

Signature

Date

* Can be signed by one director if the corporation or authorized institution has only one director.

** Select as appropriate.



Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data¹ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:
 - to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:
 - the Securities and Futures Ordinance ("SFO");
 - the Fit and Proper Guidelines;
 - the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
 - the Management, Supervision and Internal Control Guidelines;
 - the Codes on Takeovers and Mergers and Share Buy-backs;
 - the Code on Unit Trusts and Mutual Funds.
 - to process any application you may make under the relevant Ordinances;
 - to assess your fitness and propriety in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and propriety to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching² those data.

¹ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO")

² "Matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:-

The Data Privacy Officer
Securities and Futures Commission
54/F, One Island East
18 Westlands Road
Quarry Bay
Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available upon request.



SECURITIES AND
FUTURES COMMISSION
證券及期貨事務監察委員會

Form
4U

Post-registration Applications (For Registered Institution Only)

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of applicant	English								
	Chinese								
CE number									
Application for	<input type="checkbox"/> Addition of regulated activity under section 127(1) of the Ordinance								
	<input type="checkbox"/> Reduction of regulated activity under section 127(1) of the Ordinance								
	<input type="checkbox"/> Change of registration condition under section 134(1) of the Ordinance								
	<input type="checkbox"/> Issuance of duplicate printed certificate of registration under section 124(1) of the Ordinance								
	<input type="checkbox"/> Other applications pertaining to registration matters under Part V of the Ordinance								
Please tick "✓" the regulated activity(ies) applicable to your application: <table><tr><td><input type="checkbox"/> Type 1 Dealing in securities</td><td><input type="checkbox"/> Type 6 Advising on corporate finance</td></tr><tr><td><input type="checkbox"/> Type 2 Dealing in futures contracts</td><td><input type="checkbox"/> Type 7 Providing automated trading services</td></tr><tr><td><input type="checkbox"/> Type 4 Advising on securities</td><td><input type="checkbox"/> Type 9 Asset management</td></tr><tr><td><input type="checkbox"/> Type 5 Advising on futures contracts</td><td><input type="checkbox"/> Type 10 Providing credit rating services</td></tr></table>		<input type="checkbox"/> Type 1 Dealing in securities	<input type="checkbox"/> Type 6 Advising on corporate finance	<input type="checkbox"/> Type 2 Dealing in futures contracts	<input type="checkbox"/> Type 7 Providing automated trading services	<input type="checkbox"/> Type 4 Advising on securities	<input type="checkbox"/> Type 9 Asset management	<input type="checkbox"/> Type 5 Advising on futures contracts	<input type="checkbox"/> Type 10 Providing credit rating services
<input type="checkbox"/> Type 1 Dealing in securities	<input type="checkbox"/> Type 6 Advising on corporate finance								
<input type="checkbox"/> Type 2 Dealing in futures contracts	<input type="checkbox"/> Type 7 Providing automated trading services								
<input type="checkbox"/> Type 4 Advising on securities	<input type="checkbox"/> Type 9 Asset management								
<input type="checkbox"/> Type 5 Advising on futures contracts	<input type="checkbox"/> Type 10 Providing credit rating services								
Contact person regarding any queries on this form	English name	Chinese name							
	Business title	Firm name							
	Relationship with the applicant								
	Mobile number	E-mail address							

Interpretations

1. "Associated entity" is defined under Part 1 of Schedule 1 to the Ordinance.
2. "Codes on Takeovers" refers to the Codes on Takeovers and Mergers and Share Buy-backs.
3. "Controlling entity relationship" is defined under Part 1 of Schedule 1 to the Ordinance.
4. "Executive officer" is defined under Part 1 of Schedule 1 to the Ordinance.
5. "Substantial shareholder" is defined under section 6 of Part 1 of Schedule 1 to the Ordinance.
6. "You" in this form refers to the applicant.

Instructions

1. This form is to be filled in by (i) a registered institution applying for variation of regulated activity under section 127(1) of the Ordinance; (ii) a registered institution applying for change of registration condition under section 134(1) of the Ordinance; (iii) a registered institution applying for issuance of duplicate printed certificate of registration; or (iv) a registered institution applying for other registration matters under Part V of the Ordinance.
2. Please refer to the Completion Guidelines to identify which Part(s) of the form to fill in and ensure that (i) your identification document (e.g. certificate of incorporation); (ii) other documents required in this form; and (iii) correct application fee have been enclosed.
3. Incomplete application may increase the time taken for the Commission to process your application or may be returned. Please refer to [Licensing Handbook](#) on the Commission's website (www.sfc.hk) for the return policy.
4. If the Commission is satisfied that a person has **substantial practical difficulties** in complying with any of the requirements under this form, it may exercise its discretion to dispense with the requirements to such extent as it considers necessary. If you consider that you have **substantial practical difficulties** in complying with any requirements under this form, please enclose a separate document setting out your **substantial practical difficulties** for the Commission's consideration. Please note that the Commission would only exercise its discretion under special circumstances.
5. If there are any changes to the information provided in support of this application before it is concluded, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.



Warning

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

"A person commits an offence if –

- 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
- he knows that, or is reckless as to whether, the representation is false or misleading in a material particular."

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



Index

Part	Details
I	Application for Addition of Regulated Activity
II	Application for Reduction of Regulated Activity
III	Application for Change of Registration Condition
IV	Proposed Business and Internal Controls
V	Application for Issuance of Duplicate Printed Certificate of Registration
VI	Other Applications Pertaining to Registration Matters under Part V of the Ordinance
VII	Disclosure
VIII	Declaration



Completion Guidelines

Please fill in the relevant parts of this form which are applicable to your application:

Part	Addition of regulated activity	Reduction of regulated activity	Change of registration condition	Issuance of duplicate printed certificate of registration	Other applications
I	✓				
II		✓			
III			✓		
IV	✓		✓		
V				✓	
VI					✓
VII	✓		✓		
VIII	✓	✓	✓	✓	✓



Part I: Application for Addition of Regulated Activity

Section 1: Addition of Regulated Activity

1.1 Please tick "✓" the regulated activities you intend to add.

Regulated activity		Proposed effective date (DD/MM/YYYY)
<input type="checkbox"/>	Type 1 (dealing in securities)	
<input type="checkbox"/>	Type 2 (dealing in futures contracts)	
<input type="checkbox"/>	Type 4 (advising on securities)	
<input type="checkbox"/>	Type 5 (advising on futures contracts)	
<input type="checkbox"/>	Type 6 (advising on corporate finance)	
<input type="checkbox"/>	Type 7 (providing automated trading services)	
<input type="checkbox"/>	Type 9 (asset management)	
<input type="checkbox"/>	Type 10 (providing credit rating services)	

1.2 Please complete Part IV of this form - Proposed Business and Internal Controls in respect of your proposed business activities.



- 1.3 Each regulated activity must be supervised by at least two executive officers. Please state the names of the executive officers responsible for supervising each of your proposed regulated activities.

The related applications for approval to become your executive officers should be separately submitted to the Hong Kong Monetary Authority.

Executive officer	
Full name (in English)	
Full name (in Chinese)	
Hong Kong identity card number	
Passport number*	
Passport issuing place*	
Passport expiry date* (DD/MM/YYYY)	
Contact number	
Mobile number	
Email address	
Type(s) of regulated activity	
Date of appointment (DD/MM/YYYY)	

Executive officer	
Full name (in English)	
Full name (in Chinese)	
Hong Kong identity card number	
Passport number*	
Passport issuing place*	
Passport expiry date* (DD/MM/YYYY)	
Contact number	
Mobile number	
Email address	
Type(s) of regulated activity	
Date of appointment (DD/MM/YYYY)	

* Applicable to individuals who are non-Hong Kong permanent residents only.



Part II: Application for Reduction of Regulated Activity

Section 2: Reduction of Regulated Activity

2.1 Please tick "✓" the regulated activities you intend to cease.

Regulated activity		Proposed effective date (DD/MM/YYYY)
<input type="checkbox"/>	Type 1 (dealing in securities)	
<input type="checkbox"/>	Type 2 (dealing in futures contracts)	
<input type="checkbox"/>	Type 4 (advising on securities)	
<input type="checkbox"/>	Type 5 (advising on futures contracts)	
<input type="checkbox"/>	Type 6 (advising on corporate finance)	
<input type="checkbox"/>	Type 7 (providing automated trading services)	
<input type="checkbox"/>	Type 9 (asset management)	
<input type="checkbox"/>	Type 10 (providing credit rating services)	

2.2 Please state the reason for ceasing the above regulated activities.

- Unfavourable business conditions
- Sale of business
- Group consolidation
- Relocation of business out of Hong Kong
- Others (please specify)



2.3 Have you notified your clients of the cessation of the above regulated activities?

Yes.

No. Please state the reason for not notifying your clients of the cessation.

2.4 Have you returned your clients' assets, if any?

Yes.

No. Please elaborate on the measures you have taken to safeguard your clients' assets, if any.

2.5 Please state the names of the executive officers who will apply for reduction of the above regulated activities:

Name of executive officer	CE number	Type(s) of regulated activities to be reduced

Part III: Application for Change of Registration Condition

Section 3: Change of Registration Condition

3.1 Please set out your proposed change and reason for the change.

Type(s) of regulated activity	
Registration condition to be changed	
Nature of the proposed change	<input type="checkbox"/> Cancellation <input type="checkbox"/> Modification (please specify):
Reason for the change	

Type(s) of regulated activity	
Registration condition to be changed	
Nature of the proposed change	<input type="checkbox"/> Cancellation <input type="checkbox"/> Modification (please specify):
Reason for the change	

3.2 Please complete Part IV of this form - Proposed Business and Internal Controls in respect of your proposed business activities.

Part IV: Proposed Business and Internal Controls

Section 4: Nature and Scope of Business

4.1 Please state the business activity(ies) you propose to carry out (you may select more than one item).

Broker/introducing broker	"√"
Broking stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products*	<input type="checkbox"/>
Introducing brokerage	<input type="checkbox"/>
Broking futures contracts/futures derivatives*	<input type="checkbox"/>
Placing/underwriting securities	<input type="checkbox"/>
Market making – securities/futures contracts*	<input type="checkbox"/>
Inter-dealer brokerage – securities/futures contracts*	<input type="checkbox"/>
Serving as a central dealing function for group companies	<input type="checkbox"/>
Stock borrowing and lending	<input type="checkbox"/>
Providing incidental discretionary account service – securities/futures contracts*	<input type="checkbox"/>
Acting as listing agent of exchange-traded funds	<input type="checkbox"/>
Acting as custodians for private open-ended fund companies	<input type="checkbox"/>
Sales and advisory	
Giving advice on stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products/futures contracts*	<input type="checkbox"/>
Marketing/distributing unit trusts/mutual funds/structured products/virtual asset funds*	<input type="checkbox"/>
Publishing research or analyses on securities/futures contracts*	<input type="checkbox"/>
Robo-advisory service on stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products/futures contracts*	<input type="checkbox"/>
Undertaking activities in connection with matters regulated by the Codes on Takeovers	<input type="checkbox"/>
Giving advice on other corporate finance matters	<input type="checkbox"/>
Electronic trading system/automated trading services operator	
Internet trading/Direct market access/Algorithmic trading** for stocks/unit trusts/mutual funds/debt securities/stock derivatives/futures contracts/futures derivatives*	<input type="checkbox"/>
Alternative liquidity pool	<input type="checkbox"/>
Operating a pre-initial public offering/odd-lot/bond trading platform*	<input type="checkbox"/>
Operating an equity crowd funding platform	<input type="checkbox"/>
Operating a virtual asset platform	<input type="checkbox"/>
Other automated trading services, please specify:	<input type="checkbox"/>



Asset manager	
Managing public funds/real estate investment scheme/open-ended fund companies/discretionary accounts/hedge funds /private equity and venture capital funds/other private funds /virtual asset funds*	<input type="checkbox"/>
Credit rating agency	
Providing credit rating services	<input type="checkbox"/>
Over-the-counter derivatives	
Dealing in/advising on over-the-counter derivatives products	<input type="checkbox"/>
Clearing over-the-counter derivatives products	<input type="checkbox"/>
Internet trading/Direct market access/Algorithmic trading** for over-the-counter derivatives products	<input type="checkbox"/>
Managing portfolios of over-the-counter derivative transactions	<input type="checkbox"/>
Proprietary trading	
Proprietary trading in securities/futures contracts/over-the-counter derivatives products*	<input type="checkbox"/>
Others	
Selling insurance products/mandatory provident fund products/other pension products*	<input type="checkbox"/>
Providing custody	<input type="checkbox"/>
Other activities, please specify:	<input type="checkbox"/>

* Select where applicable.

^ Definitions of "internet trading", "direct market access" and "algorithmic trading" can be found in paragraph 18 of the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission ("Code of Conduct").



4.2 For each of your principal business mentioned in section 4.1 above, indicate the types of your target customers.

	Expected % of contribution to gross operating income		
	Principal Business 1	Principal Business 2	Principal Business 3
Your group companies			
Hong Kong retail clients			
Hong Kong Individual Professional Investors*			
Hong Kong Corporate Professional Investors*			
Hong Kong Institutional Professional Investors*			
Overseas retail clients			
Overseas Individual Professional Investors*			
Overseas Corporate Professional Investors*			
Overseas Institutional Professional Investors*			
Others (please specify):			
	100%	100%	100%

* Defined under paragraph 15.2 of the Code of Conduct.

4.3 State your sources for new customers.

- Introduction/referral
- Walk-in customers
- Others (please specify)



4.4 Are you applying for a trading right of any stock or futures exchange in Hong Kong or elsewhere?

Yes. Please provide details as follows:

Name of exchange	Type of participantship	Date of application (DD/MM/YYYY)

No.



4.5 Please provide the following information on your telephone recording system.

a)	Name of system:
b)	Scope of conversations to be recorded <input type="checkbox"/> Between account executives and clients <input type="checkbox"/> Between account executives and dealers <input type="checkbox"/> Others (please specify):
c)	Tape retention: _____ months
d)	Person monitoring irregularities <input type="checkbox"/> Compliance staff <input type="checkbox"/> Internal audit staff <input type="checkbox"/> Executive officer <input type="checkbox"/> Others (please specify):
e)	Method of data retrieval <input type="checkbox"/> By time <input type="checkbox"/> By channel <input type="checkbox"/> Others (please specify):

4.6 This section is ONLY applicable where you intend to carry on Type 1 and/or Type 2 regulated activity and intend to be an exchange participant.

Please provide the following information on your estimated turnover.

Type 1 regulated activity	Projected total value of securities transaction in the first year of operation (in HK\$'000):
Type 2 regulated activity	Projected total notional amount of futures and options contracts in the first year of operation (in HK\$'000):



4.7 This section is ONLY applicable if you intend to carry on Type 6 regulated activity.

4.7.1 Do you intend to undertake activities in connection with matters regulated by the Codes on Takeovers?

- Yes.
- No. Please go to section 1.8.

4.7.2 Please submit the following information:

- A list of proposed executive officers who will actively participate in, or be directly responsible for the supervision of, the matters or transactions regulated by the Codes on Takeovers.
- Details on the adequacy of your resources and internal procedures to ensure full compliance with the Codes on Takeovers. In particular, the names of the executives who will be responsible for compliance with Rule 22 of the Codes on Takeovers and a description of the internal procedures in this connection.
- Measures to ensure that all your staff handling matters or transactions under the Codes on Takeovers and your clients understand and comply with the Codes on Takeovers .
- Whether or not you have been involved in any transaction where you committed a breach of Codes on Takeovers. Please disclose the details of any such transaction and the breach.
- Whether or not the Executive (as defined under the Codes on Takeovers) has ever raised any concern that your conduct fell below the standard expected or required by the Codes on Takeovers. Please disclose the details, if any.



4.8 This section is ONLY applicable if you intend to carry on Type 7 regulated activity or provide trading services through electronic means.

4.8.1 The types of services you intend to provide (you may select more than one item).

- Routing of orders on securities/futures*
- Matching of orders on securities/futures*
- Providing investment advice on securities/futures*
- Publishing research or analysis on securities/futures*
- Providing platform to facilitate trading activities
- Providing facilities for electronic clearing and settlement
- Bulletin board/chat room service*
- Electronic subscription service (e.g. eIPO)
- Portfolio tracking
- Market price quotation
- Others (please specify)

* Delete where not applicable.



4.8.2 The intended users of your automated or electronic trading services/facilities (you may select more than one item).

- Retail clients
- Institutional clients
- High net worth clients
- Licensed brokers/fund houses*
- Authorized financial institutions
- Trustees or custodians
- Others (please specify)

* Delete where not applicable.

4.8.3 Your source of remuneration (you may select more than one item).

- Fixed fees from users

Basis of computation of fee: _____

- Variable fees from users

Basis of computation of fee: _____

- Advertisement fees
- Rebate or commission from intermediaries
- Others (please specify)



4.8.4 Your proposed steps to establish the true identity of a new client subscribing for your services (you may select more than one item).

- Face to face meeting.
- Reliance on third party verification (i.e. verification performed by a licensed person/registered institution, an affiliate of a licensed person/registered institution, a Justice of the Peace, or a professional person such as a branch manager of a bank, certified public accountant, lawyer or notary public).
- Using certification services that are recognized by the Electronic Transactions Ordinance (such as the certification services available from the Hongkong Post).
- Obtaining from the client a copy of his identity document and a copy of the signed client agreement, and encashing a cheque issued by the client drawn on a licensed bank in Hong Kong.
- Others (please specify)

4.8.5 The information/services that you will provide to your clients (you may select more than one item).

- Details of services to be provided via the Internet
- Electronic confirmation of execution
- Electronic statement
- Pre-deal preview and confirmation of order
- Default reading of risk statement
- Fees and charges for different types of services
- Level of security and capacity of system
- Contingency arrangement
- Alternative means of communication with the client in case of system failure
- Circumstances and procedures for cancellation of transactions
- Others (please specify)



4.8.6 Will the above information be disclosed on your website/client agreement?

- Yes.
- No. Please specify the method of disclosure:

4.8.7 Names of the following persons/entities:

- System developer or application service provider _____
- System administrator _____
- Database administrator _____
- System maintenance person _____

4.8.8 In an attachment, briefly describe the qualifications of the persons/entities identified in section 4.8.7 and their experience in the respective areas.

4.8.9 Provide the following information regarding your application service provider (“ASP”) in an attachment.

- Track record of the ASP in providing similar service
- Upfront capital charges
- Extent of service provided
- Extent of customer support provided (e.g. training and hotline operations)
- Fall back procedures in the event of system failure
- Provisions for route exit and recourse

4.8.10 The location of your host server and backup server.



4.8.11 The encryption technology used to secure communication over the Internet.

--

4.8.12 Provide the following information regarding your user password for accessing the system.

Number of digits required	
Password string	
<input type="checkbox"/> Alphabet only	
<input type="checkbox"/> Number only	
<input type="checkbox"/> Alphanumeric	
<input type="checkbox"/> Others (please specify):	
Person assigning user password	
Time interval for changing user password	
Time interval for automatic time out feature	
Number of failed attempts for resetting password	

4.8.13 Has the system been fully tested and that issues on security, reliability, capacity and contingency been resolved before commencement?

- Yes.
- No. Please provide reason:

--



4.8.14 Have written policies and procedure manuals describing the process flow from receiving through execution of a client order been distributed and explained to all relevant staff to ensure that they understand the policies and procedures?

Yes.

No. Please provide reason:

4.8.15 Your system capacity including the known limitations and restrictions.

4.8.16 Have you disclosed your name, licence/registration status and exchange trading participation (if any) on your website?

Yes.

No. Please provide reason:

4.8.17 Are there any hyperlinks to overseas websites which target the Hong Kong investor?

Yes. Please provide details:

No.



4.8.18 Are there any hyperlinks to other entities which facilitate clients to open accounts with these entities?

Yes. Please provide details:

No.

4.8.19 A guest login name and password to enable us to visit your website and review your trading process.

4.8.20 Please submit the following information:

- An infrastructure diagram showing the network connecting your servers, routers and firewalls.
- Description of your procedures for ascertaining new clients' financial situation, investment objectives and experience prior to providing service to them.
- Description of your intrusion detection system for detecting and recording unauthorised access or attempt to access your host system.
- Description of your physical security measures to ensure no unauthorised access to your host and server systems.
- A copy of your written contingency plan (including emergency back-up server and power arrangement and alternative means of communication in the event of system failure).
- Description of your control procedures to ensure timely update on your system documentation and retention of audit trails of all the system changes and maintenance.
- A procedure manual describing the process flow from receiving through execution of a client order.



4.9 This section is ONLY applicable if you intend to carry on Type 9 regulated activity.

4.9.1 Provide the following information on your asset management business.

Assets under management	Estimated amount (in HK\$'000) after 1 year of operation
Total assets for investment in Hong Kong	
Total assets for investment overseas	

4.9.2 State the sources of your remuneration and the corresponding contribution to your total income.

Sources of remuneration	Approximate percentage
<input type="checkbox"/> Rebates or commissions from brokers	
<input type="checkbox"/> Fixed management fees	
<input type="checkbox"/> Variable management fees	
<input type="checkbox"/> Others (please specify):	



Section 5: Business Plan, Organizational Chart, and Internal Control Procedures

5.1 Please submit the following information:

- Business plan with details of each of your proposed regulated activities and the related internal control measures.
- Operational flowcharts describing your proposed business operations in each of the proposed regulated activities.
- Organizational chart depicting your management and governance structure, business and operational units and key human resources and their respective reporting lines. It should include all your Management Principally Responsible for Businesses that Constitute Regulated Activities and their respective reporting lines (ie, the job titles of the persons to whom they report within your corporation and, if applicable, within your corporate group). It should also include the job titles of the persons reporting directly to them in relation to your operations as set out in the "Circular on Management Accountability at Registered Institution" issued by the Hong Kong Monetary Authority on 16 October 2017.
- The form at the Appendix to the "Circular on Management Accountability at Registered Institution" issued by the Hong Kong Monetary Authority on 16 October 2017, completed with the relevant information on individual chief executives, alternate chief executives, directors and section 72B managers principally responsible for regulated activities as required.
- Inherent risks to your proposed regulated activities (such as market risk, credit risk, liquidity and operational risk) and details of your risk control strategy.
- Potential areas of conflict of interests, and measures to address the conflict.
- Procedures to achieve segregation of duties.
- Business contingency plan.

Section 6: Associated Entities

6.1 Do you propose to have any associated entity?

- Yes.
- No. Please go to section 6.3.

6.2 Please provide the following information on your associated entities.

Name of associated entity*	Is it a licensed corporation or registered institution?		Effective date of becoming an associated entity (DD/MM/YYYY)
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**	
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**	
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**	
	<input type="checkbox"/> Yes, CE number:	<input type="checkbox"/> No**	

* Please arrange for each of your associated entity to complete a Form 9U.

6.3 Are you currently acting as an associated entity of a licensed corporation and/or registered institution?

- Yes.
- No. Please go to next part.

6.4 Please provide the names of the licensed corporations/registered institutions for which you act as their associated entity.

Name of licensed corporation/registered institution	CE number



Part V: Application for Issuance of Duplicate Printed Certificate of Registration

Section 7: Issuance of Duplicate Printed Certificate of Registration

7.1 Please state the reason for requiring a duplicate printed certificate of registration.

- Lost. Please submit a statutory declaration stating that you have lost your printed certificate.
- Defaced. Please submit a statutory declaration stating that the printed certificate has been defaced and return the printed certificate for cancellation.
- Destroyed. Please submit a statutory declaration stating that the printed certificate has been destroyed.



Part VI: Other Applications Pertaining to Registration Matters under Part V of the Ordinance

Section 8: Other Applications

8.1 Please state below the nature of your application and the reason for making such application.



Part VII: Disclosure

Sections 9.1 to 9.3 are about your activities both in **Hong Kong and elsewhere**. If there are ongoing investigations which you cannot lawfully disclose, you should notify the Commission of the results within 7 business days after the completion of the investigations.

Section 9: Disciplinary Actions and Investigations

- 9.1 Have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- ever been refused or restricted from the right to carry on any trade, business or profession for which a specific licence, registration or other authorisation is required by law by—
- (a) the Commission¹; or Yes No
 - (b) any professional or regulatory body (including a stock or futures exchange)? Yes No
- 9.2 In the past five years, have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- been—
- censured, disciplined or disqualified by—
 - (a) the Commission¹; or Yes No
 - (b) any professional or regulatory body (including a stock or futures exchange) in relation to any trade, business or profession; or Yes No
 - the subject of an investigation conducted by—
 - (a) the Commission¹; or Yes No
 - (b) any regulatory, criminal investigatory or professional body (e.g. disciplinary tribunal, inspector appointed under any enactment)²? Yes No
- 9.3 Are there any disciplinary actions or proceedings pending against—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- in relation to any trade, business or profession? Yes No

¹ You must answer this question and there is no need to seek the Commission's specific consent. Please refer to <https://www.sfc.hk/web/EN/regulatory-functions/enforcement/secretary-provision.html> for more information or seek independent legal advice.

² Where there has been no further disciplinary or enforcement action taken by the regulatory, criminal investigatory or professional body as a result of the investigation for a prolonged period, or you (or the company) have been informed by the regulatory, criminal investigatory or professional body that no such action would be taken, you are still obliged to disclose details of the investigation to the Commission.



- 9.4 Have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- ever been—
- (a) investigated about any offence involving fraud or dishonesty³; or Yes No
- (b) adjudged by a court to be civilly liable for fraud, dishonesty or misfeasance? Yes No

If you answer "Yes" to any of the questions in sections 9.1 to 9.4, please provide the following information in a tabular format:-

- date of event
- name of regulatory, criminal investigatory or professional body
- description of the case
- your role or involvement in the case
- outcome or current status (e.g. ongoing, settled, etc.)
- contingent liability (if any)

Section 10: Financial Status

- 10.1 In the past five years, have you been a defendant or respondent⁴ to—
- (a) any dispute, civil litigation, arbitration or mediation, the nature of which involves fraud, dishonesty or misfeasance; or Yes No
- (b) any dispute, civil litigation, arbitration or mediation with any person(s) in relation to the provision of financial services⁵ and such dispute, civil litigation, arbitration or mediation is of material financial implication (e.g. involves either (i) claim(s), liability or contingent liability of an amount which is equal to or greater than 1% of your current shareholders' equity or net assets, or (ii) case(s) that is/are disclosed in your audited annual financial statements)? Yes No
- 10.2 In the past five years, have you—
- (a) been a party to a scheme of arrangement; or Yes No
- (b) entered into any form of compromise with your creditor, involving an amount which is equal to or greater than 1% of your current shareholders' equity or net assets? Yes No
- 10.3 Are there any judgments or court orders with which you have not complied? Yes No
- 10.4 Have you ever had a receiver, administrator or liquidator appointed to manage your affairs? Yes No

³ Where you (or the company) have been investigated about any such offence but no prosecution has been instituted as a result of the investigation for a prolonged period, or you (or the company) have been informed that such prosecution would not be instituted, or the investigation of any such offence resulted in a conviction which was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission.

⁴ This includes a claim or counterclaim.

⁵ Where there are more than three closed disputes, litigation, arbitration or mediation, please only provide:

- (i) details of the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved;
- (ii) the total number of cases (excluding the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved); and
- (iii) the total amount or estimated amount involved (excluding the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved).

For avoidance of doubt, if you are a defendant or respondent of

- (i) any ongoing dispute, litigation, arbitration or mediation; or
 - (ii) any dispute, litigation, arbitration or mediation which involves fraud, dishonesty or misfeasance,
- please provide details of each of the cases.



- 10.5 Have you ever been served with a winding-up petition? Yes No
- 10.6 Have you ever been a director, substantial shareholder, or involved in the management of a corporation which was wound up other than by a members' voluntary wind up? Yes No
- 10.7 Have you ever been a partner of a firm which was dissolved other than with the consent of all the partners? Yes No

If you answer "Yes" to the question in section 10.1, please provide the following information in a tabular format:-

- date of event
- description of the case
- amount or estimated amount involved
- financial implication of the claims, liabilities or contingent liabilities (amount or estimated amount involved as a % of your current shareholders' equity or net assets)
- outcome or current status of the case (e.g. dismissed, settled, under appeal, etc.)

If you answer "Yes" to the question in section 10.2, please provide the following information in a tabular format:-

- the nature and purpose of scheme of arrangement
- party(ies) in the arrangement
- date of arrangement
- total amount
- outstanding amount
- repayment schedule or details

If you answer "Yes" to any of the questions in sections 10.3 to 10.7, please provide details of the case or matter.

Section 11: Character

- 11.1 Have you ever been charged with any criminal offence other than a minor offence (as defined under section 2 of the Securities and Futures (Licensing and Registration) (Information) Rules ("Information Rules"))⁶? Yes No
- 11.2 Have you ever been convicted of any criminal offence other than a minor offence (as defined under section 2 of the Information Rules)⁷? Yes No
- 11.3 Have you ever been subject to any order of the court or other competent authority for fraud, dishonesty or misfeasance? Yes No

If you answer "Yes" to any of the questions in sections 11.1 to 11.3, please provide details of the case or matter.

Section 12: Additional Information

Under the Ordinance, you are required to satisfy the Commission that you are a fit and proper person to be registered.

⁶ Where you have been charged with any such offence but not convicted, or the offence charged resulted in a conviction which was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission.

⁷ Where the conviction of any such offence was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction to the Commission.



12.1 Have you answered “Yes” to any of sections 9.1 to 11.3?

- Yes. Please explain why you are fit and proper to be a registered institution in the light of your “Yes” answers. You may wish to refer to the Fit and Proper Guidelines.

- No.

12.2 Please provide any information you consider relevant to your application that we would reasonably expect you to give which you have not provided elsewhere.



Part VIII: Declaration

We:

- **Have completed** Part(s) _____ of this application.
- **Declare** that all the information provided in this application form and any associated documentation is complete, true and correct.
- **Declare** that the board of directors has passed a board resolution approving the making of this application.
- **Understand** that providing false or misleading information in support of this application is an offence under section 383 of the Ordinance.
- **Understand** that the Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of an application for a registration.
- **Understand** that if any information contained in this application, or any associated documentation changes prior to the Commission making a decision in respect of this application, we should notify the Commission in writing immediately of the changes.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.

This declaration must be signed by a director, executive officer, chief executive or person authorised by the board of directors of the registered institution.

For and on behalf of:

Name of applicant

Name of director/executive officer/
chief executive/person authorised by the board of
directors**

Signature

Date

.....
Name of director/executive officer/
chief executive/person authorised by the board of
directors**

.....
Signature

.....
Date

* Can be signed by one director if the corporation or authorized institution has only one director.

** Select as appropriate.



Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data¹ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:
 - to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:
 - the Securities and Futures Ordinance ("SFO");
 - the Fit and Proper Guidelines;
 - the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
 - the Management, Supervision and Internal Control Guidelines;
 - the Codes on Takeovers and Mergers and Share Buy-backs;
 - the Code on Unit Trusts and Mutual Funds.
 - to process any application you may make under the relevant Ordinances;
 - to assess your fitness and propriety in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and propriety to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching² those data.

¹ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO")

² "Matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:-

The Data Privacy Officer
Securities and Futures Commission
54/F, One Island East
18 Westlands Road
Quarry Bay, Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available upon request.



New licence application for Responsible Officer or Licensed Representative

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of applicant	English	
	Chinese	
CE number (if applicable)		
Application for (you may select more than one item)	<input type="checkbox"/> A new licence under section 120(1) of the Ordinance as a licensed representative	
	<input type="checkbox"/> A provisional licence under section 120(2) of the Ordinance	
	<input type="checkbox"/> Approval as a responsible officer under section 126(1) of the Ordinance	
	<input type="checkbox"/> Principal as stipulated under the Sponsor Guidelines	
	<input type="checkbox"/> TCRO as stipulated under the TC Adviser Guidelines	
	<input type="checkbox"/> A temporary licence under section 121(1) of the Ordinance <i>(Maximum 3 months. Both dates inclusive)</i>	
	From (DD/MM/YYYY):	
	To (DD/MM/YYYY):	
	<input type="checkbox"/> Approval as a temporary responsible officer under section 126(1) of the Ordinance	
Contact person regarding any queries on this form	English name	Chinese name
	Business title	Firm name
	Relationship with the applicant	
	Mobile number	E-mail address

Interpretations

1. "Code of Conduct" refers to the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission ("Commission").
2. "Codes on Takeovers" refers to the Codes on Takeovers and Mergers and Shares Buy-backs.
3. "Completed TC Transaction" means a TC Transaction which involves the issue, and was so issued, of an offer document, offeree board circular, whitewash circular, share buy-back offer document or off-market share buy-back circular.
4. "Director" is defined under Part 1 of Schedule 1 to the Ordinance.
5. "Executive", under Part IV of this form, is as defined under the Codes on Takeovers.
6. "Extra CPT" means that the applicant must complete 5 continuous professional training hours ("CPT") for each regulated activity he or she applies for, which is a one-off requirement. The additional CPT hours should be taken within 6 months preceding the submission of the application.
7. "Licensed corporation" in this form refers to the corporation licensed under section 116(1) of the Ordinance.
8. "Licensed representative" means a person performing a regulated function for his/her principal which is a licensed corporation in relation to a regulated activity carried on as a business approved by the Commission under sections 120(1) or 120(2) or 121 of the Ordinance.
9. "London Takeover Panel" refers to The Panel on Takeovers and Mergers in the United Kingdom.
10. "Non-sole capacity", under Part IV of this form, means the responsible officer is subject to a licensing condition that he or she must in the capacity as an adviser to a client on matters or transactions falling within the ambit of the Codes on Takeovers, act together with another adviser (to the client) not subject to the same condition.
11. "Principal", under Part V of this form, means an individual that meets the criteria stipulated under the Sponsor Guidelines and appointed by a sponsor to supervise the Transaction Team in respect of a listing assignment.
12. "Responsible officer" means a person who is a licensed representative and is approved by the Commission under section 126(1) of the Ordinance to act as a responsible officer. He/she should have sufficient authority to supervise the regulated activity. He/she may or may not be an executive director as defined under section 113 of the Ordinance.
13. "Sole capacity", under Part IV of this form, means the responsible officer is not subject to any condition in relation to undertaking activities in connection with matters regulated by the Codes on Takeovers.
14. "Sponsor Guidelines" refers to the "Additional competence requirements for corporations and individuals engaging in sponsor and compliance adviser work", which is Appendix A to the [Guidelines on Competence](#).
15. "Substantial shareholder" is defined under section 6 of Part 1 of Schedule 1 to the Ordinance.
16. "TC Adviser" means a corporation that is permitted under its licence to advise on matters or transactions falling within the ambit of the Codes on Takeovers.
17. "TC Adviser Guidelines" refer to the "Additional competence requirements for corporations and individuals which undertake activities in connection with matters regulated by the Codes on Takeovers and Mergers and Share Buy-backs", which is Appendix B to the [Guidelines on Competence](#).
18. "TCRO" means a responsible officer for Type 6 regulated activity who is eligible to advise on matters or transactions falling within the ambit of the Codes on Takeovers in a sole capacity.

19. "TC Transaction" means a transaction falling within the ambit of the Codes on Takeovers.
20. "Transaction team", under Part V of this form, means the staff appointed by a sponsor to carry out a listing assignment.
21. "You" in this form refers to the applicant.

Instructions

1. This form is to be filled in by an individual (i) applying to be a licensed representative; (ii) applying to be a responsible officer; (iii) applying for a temporary licence; or (vi) being appointed as Principal as stipulated under the Sponsor Guidelines.
2. Please note that the Commission cannot grant a provisional licence to a responsible officer. For an applicant who is not a director of the accredited principal, the Commission will process the provisional licence application to become a licensed representative first and will consider the application for approval as a responsible officer in parallel with the application for a full representative's licence.
3. Please refer to the Completion Guidelines to identify which Part(s) of the form to fill in and ensure that (i) your identification document (e.g. Hong Kong identity card); (ii) other documents required in this form; and (iii) correct application fee have been enclosed.
4. Incomplete form may increase the time taken for the Commission to process your related application or the related application may be returned. Please refer to [Licensing Handbook](#) on the Commission's website (www.sfc.hk) for the return policy.
5. If there is not enough space, please use separate sheets of paper and clearly mark each separate sheet of paper with the relevant section number.
6. If the Commission is satisfied that a person has **substantial practical difficulties** in complying with any of the requirements under this form, it may exercise its discretion to dispense with the requirements to such extent as it considers necessary. If you consider that you have **substantial practical difficulties** in complying with any requirements under this form, please enclose a separate document setting out your **substantial practical difficulties** for the Commission's consideration. Please note that the Commission would only exercise its discretion under special circumstances.
7. If there are any changes to the information provided in support of your application or appointment before it is concluded, you should notify the Commission in writing immediately after the changes takes place. Any changes in information may result in delay in processing.

Warning

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

"A person commits an offence if –

- **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**
- **he knows that, or is reckless as to whether, the representation is false or misleading in a material particular."**

Section 384(1) of the Ordinance states:

“A person commits an offence if –

- he, in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions, provides to a specified recipient any information which is false or misleading in a material particular; and
- he knows that, or is reckless as to whether, the information is false or misleading in a material particular.”

Section 384(3) of the Ordinance states:

“A person commits an offence if –

- he, otherwise than in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions but in connection with the performance by a specified recipient of a function under any of the relevant provisions, provides to the specified recipient any record or document which is false or misleading in a material particular; and
- he –
 - knows that, or is reckless as to whether, the record or document is false or misleading in a material particular; and
 - has, in relation to the provision of the record or document, received prior written warning from the specified recipient to the effect that the provision of any record or document which is false or misleading in a material particular in the circumstances of the case would constitute an offence under this subsection.”

The punishment for the above offences is a fine of up to HK\$1 million and imprisonment for up to 2 years.

Index

Part	Details
I	Background
II	Educational and Industry Qualifications
III	Proposed Duties and Industry Experience
IV	Experience relating to the Codes on Takeovers
V	Experience of a Principal as stipulated under the Sponsor Guidelines
VI	Disclosure
VII	Declaration



Completion Guidelines

Please fill in the relevant parts of this form which are applicable to your application or appointment:

Part	Application for new licence or temporary licence	Application for a new licence and approval as responsible officer	Application for a temporary licence and approval as responsible officer
I	✓	✓	✓
II	✓	✓	✓
III	✓	✓	
IV		✓*	✓*
V		✓**	
VI	✓	✓	✓
VII	✓	✓	✓

* Applicable if you are applying as a responsible officer for Type 6 regulated activity and will undertake activities in connection with matters regulated by the Codes on Takeovers.

** Applicable if you are applying as a responsible officer for Type 6 regulated activity and will be appointed as a Principal as stipulated under the Sponsor Guidelines.



Part I: Background

Section 1: Personal Particulars

1.1 Please provide the following information and supporting document(s):

- A copy of your identification document (e.g. Hong Kong identity card, People's Republic of China resident identity card, passport and/or other identification document).
- If you have changed your name, please provide the relevant supporting documents.

Full name (in English)			
Full name (in Chinese)			
Chinese commercial code			
Aliases (if any)			
Former name(s) (if any)			
Gender	<input type="checkbox"/> Male	<input type="checkbox"/> Female	
Date of birth (DD/MM/YYYY)			
Place of birth			
Nationality			
Hong Kong identity card number			
Passport number*		Date of expiry* (DD/MM/YYYY)	
Passport issuing place*			
People's Republic of China resident identity card number, if applicable			
Number of other identification document			

* Applicable to individuals who are non-Hong Kong permanent residents only.

1.2 Do you require an employment visa to work in Hong Kong?

Yes. Have you obtained or applied for an employment visa to work in Hong Kong?

Yes.

Application date (DD/MM/YYYY) _____

Approval date (DD/MM/YYYY) _____



No. Under normal circumstances, an individual, other than those who have the right of abode or right to land in Hong Kong, must obtain a visa before coming to Hong Kong for the purpose of taking up employment. Please check with the Immigration Department of the Hong Kong Special Administrative Region if you have any questions on employment visa.

No

Section 2: Contact Information

2.1 Please provide your residential, business, correspondence and e-mail addresses, and contact and facsimile numbers.

Mobile number	
Personal e-mail address	
Office e-mail address	

<input type="checkbox"/> Residential	<input type="checkbox"/> Business	<input type="checkbox"/> Correspondence
	Address in English	Address in Chinese
Flat, floor and block number		
Building name, street number and name		
District and city		
Country or region		
Postal code, if any		
Contact number		
Facsimile number		
Effective date (DD/MM/YYYY)		

<input type="checkbox"/> Residential	<input type="checkbox"/> Business	<input type="checkbox"/> Correspondence
	Address in English	Address in Chinese
Flat, floor and block number		
Building name, street number and name		
District and city		
Country or region		
Postal code, if any		
Contact number		
Facsimile number		
Effective date (DD/MM/YYYY)		



2.2 If you do not currently have any Hong Kong residential address, please provide the following information (not applicable if you are applying for a temporary licence):

2.2.1 Do you intend to reside in Hong Kong?

- Yes. From (DD/MM/YYYY) _____
- No.

2.2.2 Do you intend to carry out any regulated activity(ies) in Hong Kong?

- Yes.
- No. Please re-consider whether an application for a licence under the Ordinance is necessary.

2.2.3 Please provide the name(s) and the respective CE number(s) of your supervising responsible officer(s).

Full name	
CE number	

2.2.4 How often do you intend to travel to Hong Kong and what is the duration of each stay to carry out regulated activities?

Frequency	<input type="checkbox"/> Daily <input type="checkbox"/> Weekly <input type="checkbox"/> Monthly <input type="checkbox"/> Half-yearly <input type="checkbox"/> Annually <input type="checkbox"/> Others, please specify:
Duration of stay (days)	days

2.2.5 Are you an itinerant professional? (Applicable if you are applying to be a licensed representative only)

- Yes. Please go to section 2.2.6.
- No. Please go to section 3.

2.2.6 Which type of itinerant professional* are you? (Applicable if you are applying to be a licensed representative only)

* Please refer to 'itinerant professionals' section in the [Licensing Handbook](#) for details of the condition that the Commission may impose on the licence and the respective undertaking(s) required.

- Itinerant professional who will not carry out regulated activity(ies) in Hong Kong for more than 30 days in each calendar year and will be accompanied by a licensed person in performing the regulated activity(ies) in Hong Kong.

The Commission intends to impose the following licensing condition on your licence:

The licensee shall not carry out the regulated activity(ies) in Hong Kong for more than 30 days in each calendar year and shall at all times be accompanied by a licensed person in performing the regulated activity(ies) in Hong Kong."



In relation to the imposition and revocation of the above licensing condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.

I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.

Do you accept the above arrangement?

Accept.

Not accept. Please explain:

- Itinerant professional who will not carry out regulated activity(ies) in Hong Kong for more than 30 days in each calendar year and will not provide related services to any person other than a professional investor.

The Commission intends to impose the following licensing condition on your licence:

"The licensee shall not carry out the regulated activity(ies) in Hong Kong for more than 30 days in each calendar year and shall not provide related services to any person other than a professional investor. The term "professional investor" is as defined in Part 1 of Schedule 1 to the Securities and Futures Ordinance but does not include any person of a class which is prescribed by the Securities and Futures (Professional Investor) Rules."

In relation to the imposition and revocation of the above licensing condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.

I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.

Do you accept the above arrangement?

Accept.

Not accept. Please explain:



- Itinerant professional who will not carry out regulated activity(ies) in Hong Kong for more than 30 days in each calendar year and will not provide related services to any person other than a professional investor unless accompanied at all times by a licensed person in performing the regulated activity(ies) in Hong Kong.

The Commission intends to impose the following licensing condition on your licence:

"The licensee: (1) shall not carry out the regulated activity(ies) in Hong Kong for more than 30 days in each calendar year; and (2) shall not provide related services to any person other than a professional investor unless the licensee is accompanied at all times by a licensed person in performing the regulated activity(ies) in Hong Kong. The term "professional investor" is as defined in Part 1 of Schedule 1 to the Securities and Futures Ordinance but does not include any person of a class which is prescribed by the Securities and Futures (Professional Investor) Rules."

In relation to the imposition and revocation of the above licensing condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.

I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.

Do you accept the above arrangement?

- Accept.
- Not accept. Please explain:

Section 3: Proposed Regulated Activity and Principal

3.1 If you are applying to be a licensed representative, please complete this section.

Type(s) of regulated activity*	Name of proposed principal(s)	CE number (if applicable)	Proposed date of accreditation (DD/MM/YYYY)	Job title

* Type 3, Type 7, Type 8 and Type 9 regulated activities are not applicable to temporary licence applicants.

3.2 If you are applying to be a responsible officer, please complete this section.

Type(s) of regulated activity*	Name of proposed principal(s)	CE number (if applicable)	Proposed date of accreditation (DD/MM/YYYY)	Job title

* Type 3, Type 7, Type 8 and Type 9 regulated activities are not applicable to temporary licence applicants.

3.3 Are you a Board of Director of any of the proposed principal(s) stated under section 3.1 and/or 3.2 above?

- Yes. In general, every executive director of the licensed corporation needs to be approved by the Commission as a responsible officer of the corporation in relation to the regulated activity. The term 'executive director' is defined in section 113 of the Ordinance. Please review your answer provided under section 3.1.

Name of proposed principal(s)	CE number

- No.



3.4 If you have more than one principal, please state the name of your primary principal and its CE number.

Name of primary principal	CE number

3.5 If you have more than one principal, do all your proposed principals belong to the same group of companies?

Yes.

No. Please explain how you intend to resolve the possible conflicts of interest and supervision issues arising from working simultaneously for different principals.

--

Section 4: Additional Information for Temporary Licence Application

(Applicable if you are applying for a temporary licence)

- 4.1 Do you carry on in a place outside Hong Kong an activity which, if carried on in Hong Kong, would constitute carrying on the regulated activity?

Yes. Please give details:

No.

- 4.2 Are you licensed by an overseas authority which performs a function similar to the functions of the Commission?

Yes.

No.

- 4.3 Is the overseas corporation(s) you acted for regulated by an authority mentioned in section 4.2 above?

Yes.

No.

- 4.4 Does the overseas corporation mentioned in section 4.3 above and your principal belong to the same group of companies?

Yes.

No. Please explain how you intend to resolve the possible conflicts of interest and supervision issues arising from working simultaneously for different principals.

- 4.5 In view that you only need the licence during the specified period, the Commission intends to impose the following licensing condition on your licence:

"This temporary licence issued under section 121 of the Securities and Futures Ordinance shall have effect starting from _____. It shall lapse and cease to have effect after _____ or upon the licensee ceasing to act for or on behalf of his or her principal(s)."

In relation to the imposition and revocation of the above licensing condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.



I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.

Do you accept the above arrangement?

Accept.

Not accept. Please explain:

Section 5: Licence Record

5.1 Have you ever been licensed by or registered with the Commission, and/or any regulatory body (including any stock or futures exchanges), in Hong Kong or elsewhere, to engage in any regulated or similarly regulated activity?

No.

Yes. Please provide details as follows:

Licence or registration	
Name of regulatory authority	
Place of regulatory authority	
Type of licence or registration	
Date of approval (DD/MM/YYYY)	
Licence or registration number (eg. CRD number, firm registration number with Financial Conduct Authority, etc.)	
Conditions attached to the licence or registration, if any	
Is the licence or registration still valid?	<input type="checkbox"/> Yes <input type="checkbox"/> No
Date of expiry, if applicable (DD/MM/YYYY)	

Licence or registration	
Name of regulatory authority	
Place of regulatory authority	
Type of licence or registration	
Date of approval (DD/MM/YYYY)	
Licence or registration number (eg. CRD number, firm registration number with Financial Conduct Authority, etc.)	
Conditions attached to the licence or registration, if any	
Is the licence or registration still valid?	<input type="checkbox"/> Yes <input type="checkbox"/> No
Date of expiry, if applicable (DD/MM/YYYY)	



Part II: Educational and Industry Qualifications

Section 6: Qualifications

6.1 Please indicate below the option referred to in paragraph 4.3.1.2 or 4.2.1.2 of Guidelines on Competence under which you have satisfied to act as a licensed representative or responsible officer.

- Option A
- Option B
- Option C
- Grandfathering (only applicable to applicant who has been granted a licence under the previous Option 3 before 1 January 2022)

6.2 Please provide information on your relevant academic or vocational qualification.

Full name of qualification	Type of qualification	Name of institution	Country or region where the qualification was awarded	Year awarded
	<input type="checkbox"/> Degree or recognised post-graduate diploma or certificate in designated field <ul style="list-style-type: none"> <input type="checkbox"/> Accounting <input type="checkbox"/> Business Administration <input type="checkbox"/> Economics <input type="checkbox"/> Finance <input type="checkbox"/> Law <input type="checkbox"/> Degree or recognised post-graduate diploma or certificate not in designated field but with passes in at least two courses in designated fields Name of course 1: Name of course 2: <input type="checkbox"/> Other degree Please specify:			

Full name of qualification	Type of qualification	Name of institution	Country or region where the qualification was awarded	Year awarded
	<input type="checkbox"/> Degree or recognised post-graduate diploma or certificate in designated field <input type="checkbox"/> Accounting <input type="checkbox"/> Business Administration <input type="checkbox"/> Economics <input type="checkbox"/> Finance <input type="checkbox"/> Law <input type="checkbox"/> Degree or recognised post-graduate diploma or certificate not in designated field but with passes in at least two courses in designated fields Name of course 1: Name of course 2: <input type="checkbox"/> Other degree Please specify:			

6.3 If you have not obtained any post secondary or vocational qualification, have you attained at least Level 2 in either English or Chinese as well as in Mathematics in the Hong Kong Diploma of Secondary Education Examination or equivalent?

Yes.

No.

6.4 Please provide information on your professional qualification.

Qualification	Name of institution	Country or region where the qualification was awarded	Year awarded



6.5 Have you completed relevant Extra CPT?

Yes. Date of completion (DD/MM/YYYY) _____

No.

6.6 Please provide information on your recognised industry qualifications.

Course or examination name	Name of institution	Paper number or series	Date awarded, passed or completed (DD/MM/YYYY)

6.7 Do you intend to apply for exemption from recognised industry qualification or local regulatory framework paper requirements?

No.

Yes. Please provide details as follows:

Name of course or examination which you intend to be exempted from taking	Name of institution	Paper number or series	Justification on your eligibility for the exemption



6.8 Do you meet the required local regulatory framework paper requirements?

Yes. Please provide details as follows:

Examination name	Date passed (DD/MM/YYYY)

No. Please complete sections 6.8.1 and 6.8.2 (as applicable).

6.8.1 In view that you i) do not meet the required local regulatory framework paper requirements and ii) do not intend to apply for exemption, the Commission intends to impose the following licensing condition on your licence:

"This licence, in relation to Type _____ regulated activity, shall lapse and cease to have effect:

- i. upon the licensee ceasing to act for or on behalf of his/her principal(s) in respect of that regulated activity; or*
- ii. 6 months after the grant of the licence for carrying on that regulated activity (or any later date as the Commission may agree in writing), whichever occurs earlier, unless the licensee has by that time passed the relevant recognised local regulatory framework paper(s) pursuant to the Guidelines on Competence issued by the Commission and informed the Commission of the examination result."*

I acknowledge that any granting of the above grace period for passing the relevant recognised local regulatory framework paper(s), should be regarded as a one-off occasion. Such a grace period will not normally be granted again in my future licence applications, if any, in respect of the same examination paper(s).

In relation to the imposition and revocation of the above licensing condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.

I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.

Do you accept the above arrangement?

Accept

Not accept. Please explain:



6.8.2 If you are seeking approval as a responsible officer, the Commission also intends to impose the following licensing condition on your licence:

"For Type _____ regulated activity ("the activity"), the licensee must in his capacity as a responsible officer, when actively participating in or when directly supervising the business of the activity, do so under the advice of another responsible officer who is:

- (a) accredited to the principal concerned of the licensee in respect of the activity; and*
- (b) not subject to this condition."*

In relation to the imposition and revocation of the above licensing condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.

I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.

Do you accept the above arrangement?

Accept.

Not accept. Please explain:

Section 7: Employment Record

7.1 Please provide information on your employment history (including your current employment) for the past 5 years. Please also specify any period in the past 5 years during which you were not employed.

	1	2	3
Name of employer			
Nature of business	<input type="checkbox"/> Financial industry <input type="checkbox"/> Banking <input type="checkbox"/> Insurance <input type="checkbox"/> Investment service <input type="checkbox"/> Securities <input type="checkbox"/> Others (Please specify) <input type="text"/> <input type="checkbox"/> Investment holding company <input type="checkbox"/> Trust/Trustee <input type="checkbox"/> Others (Please specify) <input type="text"/>	<input type="checkbox"/> Financial industry <input type="checkbox"/> Banking <input type="checkbox"/> Insurance <input type="checkbox"/> Investment service <input type="checkbox"/> Securities <input type="checkbox"/> Others (Please specify) <input type="text"/> <input type="checkbox"/> Investment holding company <input type="checkbox"/> Trust/Trustee <input type="checkbox"/> Others (Please specify) <input type="text"/>	<input type="checkbox"/> Financial industry <input type="checkbox"/> Banking <input type="checkbox"/> Insurance <input type="checkbox"/> Investment service <input type="checkbox"/> Securities <input type="checkbox"/> Others (Please specify) <input type="text"/> <input type="checkbox"/> Investment holding company <input type="checkbox"/> Trust/Trustee <input type="checkbox"/> Others (Please specify) <input type="text"/>
Job title			
Period of service	From _____ (DD/MM/YYYY) To _____ (DD/MM/YYYY)	From _____ (DD/MM/YYYY) To _____ (DD/MM/YYYY)	From _____ (DD/MM/YYYY) To _____ (DD/MM/YYYY)
Reason for leaving			

7.2 Is this company your accredited principal(s) for the current application?

- Yes. Please go to section 8.
 No. Please go to section 7.3.



7.3 Please elaborate on your roles and responsibilities at this company.

7.4 Please explain how you intend to resolve the possible conflicts of interest arising from your proposed role as a licensed representative or responsible officer and your other employment, if any.

7.5 Please advise on the time allocation between your proposed duties as a licensed representative or responsible officer and your duties at this company.

Section 8: Other Directorship or Business Interests

8.1 If you are currently a director, partner, proprietor of any firm, please provide details of your directorships or business interests:

Name of the firm	Principal business	Your relationship with the firm (e.g. director / partner / proprietor / shareholder, others)	Relationship between your principal and the firm	Effective date (DD/MM/YYYY)	Have you notified the Commission before?	Does the firm fall within the specified category*?
					<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
					<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
					<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
					<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No

* Specified categories: a) licensed corporation; b) corporation intending to apply or applying for a licence ("licence corporation applicant"); c) corporate director of licensed corporation or licensed corporation applicant; or d) corporate substantial shareholder of licensed corporation or licensed corporation applicant.

8.2 Please elaborate on your roles and responsibilities in each of the firm(s) above.

8.3 Please explain how you intend to resolve the possible conflicts of interest arising from your proposed role as a licensed representative or responsible officer and your other directorship(s) or business interests, if any.



8.4 Please advise on the time allocation between your proposed duties as a licensed representative or responsible officer and your duties for each of the firm(s) above.

--

Part III: Proposed Duties and Industry Experience

Section 9: Duties and Experience (Not applicable if you are applying for a temporary licence)

9.1 Please state the proposed duties and details of your relevant industry experience with respect to each type of regulated activity you propose to carry on:

Type(s) of regulated activity		
Proposed Duties		
Relevant Industry Experience	Period (MM/YYYY - MM/YYYY)	
Management Experience <i>(Applicable to responsible officers only.)</i>	Period (MM/YYYY - MM/YYYY)	

Type(s) of regulated activity		
Proposed Duties		
Relevant Industry Experience	Period (MM/YYYY - MM/YYYY)	
Management Experience <i>(Applicable to responsible officers only.)</i>	Period (MM/YYYY - MM/YYYY)	

9.2 If you propose to carry on Type 3 regulated activity (leveraged foreign exchange trading), will you offer discretionary account services to your clients?

- Yes. Please describe whether you have obtained three more years of direct foreign exchange trading experience in the inter-bank foreign exchange market or currency futures market, or its equivalent, over the past six years.

- No.

In view that you will not offer discretionary account services to your clients, the Commission intends to impose the following licensing condition on your licence to limit your scope of services:

"For Type 3 regulated activity, the licensee shall not provide discretionary account services to clients."

In relation to the imposition and revocation of the above licensing condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.

I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.

Do you accept the above arrangement?

- Accept.
- Not accept. Please explain:

If you are not applying as a responsible officer for Type 6 regulated activity, please go to Part VI.

9.3 If you propose to be a responsible officer for Type 6 regulated activity (advising on corporate finance), will you undertake activities in connection with matters regulated by the Codes on Takeovers?

- Yes. Please complete Part IV of this form – Experience relating to the Codes on Takeovers.
- No.

The Commission intends to impose the following licensing conditions on your licence given that you will not undertake activities in connection with matters regulated by the Codes on Takeovers:

"For Type 6 regulated activity, the licensee shall not advise on matters/transactions falling within the ambit of the Codes on Takeovers and Mergers and Share Buy-backs issued by the Commission."



In relation to the imposition of the above licensing on condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.

I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.

Do you accept the above arrangement?

Accept.

Not accept. Please explain:

9.4 If you propose to be a responsible officer for Type 6 regulated activity (advising on corporate finance), will you become a Principal as stipulated under the Sponsor Guidelines?

Yes. Please complete Part V of this form – Experience of a Principal as stipulated under the Sponsor Guidelines.

No.

If you are not applying as a responsible officer for Type 6 regulated activity or you will not undertake activities in connection with matters regulated by the Codes on Takeovers and will not become a Principal, please go to Part VI.



Part IV: Experience relating to the Codes on Takeovers

Section 10: Hong Kong Takeovers and Mergers Panel

10.1 Have you ever been a member of the Hong Kong Takeovers and Mergers Panel?

- Yes. Please complete section 10.2 and go to section 13.
- No. Please go to section 11.

10.2 Please state your period of appointment as a member of the Hong Kong Takeovers and Mergers Panel.

From _____ To _____
(DD/MM/YYYY) (DD/MM/YYYY)

Section 11: London Takeover Panel or Overseas Experience

(Note: We may take into account any substantive experience in overseas jurisdictions with a takeovers regime similar to that of Hong Kong. However, such overseas experience will not be regarded as direct relevant experience and your licence, if approved, will be subject to a "non-sole capacity" condition.)

11.1 Have you ever been a member, executive or secondee of the London Takeover Panel or of a similar overseas regulatory authority?

- Yes. Please complete section 11.2 and 11.3 and go to section 13.
- No. Please go to section 12.

11.2 Please provide the following information.

Name of regulatory authority			
Period of appointment in such authority (DD/MM/YYYY)	From		To
Your title and a brief description of your role and responsibilities			

11.3 In a separate document, please provide details of your experience in overseas jurisdictions with a takeovers regime similar to that of Hong Kong.

Section 12: Experience Relating to the Codes on Takeovers

12.1 Do you have experience relating to the Codes on Takeovers?

- Yes.
- No. Please go to section 13.

12.2 (a) In a separate document, please provide a list showing your experience in supervising completed TC Transactions under the Codes on Takeovers which involved the issue of an offer document, offeree board circular, whitewash document, share buy-backs offer document or off-market share buy-backs circular after 1 April 1992 (a transaction aborted prior to the issue of the relevant document is not recognised as a completed transaction). Please provide the dates of the transactions, names of the target companies and other relevant parties, and a brief description of the transactions. If you were only involved in giving an independent financial adviser's opinion, such experience would not be considered relevant.

(b) In a separate document, please provide a list and details of your corporate finance experience derived in respect of companies listed on the Main Board and/or GEM of the Stock Exchange of Hong Kong over the 5 year period immediately prior to the submission of this form to the Commission.

12.3 From the list under 12.2(a), select at least two completed TC Transactions to illustrate that you have the experience in supervising completed TC Transactions under the Codes on Takeovers during the 5 year period prior to submission of this form to the Commission, and provide the following in connection with each of the transactions.

- (a) Detailed description of the transaction, the steps and Codes on Takeovers related issues involved and the advice provided or solutions suggested by you.
- (b) Detailed description of any advice given by you to the clients under the Codes on Takeovers.
- (c) Names of all team members involved in the transaction identifying those under your supervision.
- (d) Detailed description as to how you supervised your team members and how you ensured that the team members and the clients understood and complied with the Codes on Takeovers.
- (e) Estimated number of working hours spent by you in the transaction and estimated total number of working hours spent by the whole team in the transaction.

Section 13: Compliance History

13.1 Have you ever been involved in any transaction where you or your firm committed a breach of the Codes on Takeovers?

- Yes. In a separate document, please disclose all relevant details of the transaction and of your involvement in such breach (if any).
- No.



13.2 Has the Executive ever raised any concerns that your conduct or your firm's conduct fell below the standard expected or required by the Codes on Takeovers?

Yes. In a separate document, please disclose all relevant details.

No.



Part V: Experience of a Principal as stipulated under the Sponsor Guidelines

Section 14: Eligibility

14.1 Please indicate below the option referred to in paragraph 3.2.3 of the Sponsor Guidelines under which you are eligible to act as a Principal:

- Option 1 (please complete sections 15, 16, 20 to 22)
- Option 2 (please complete sections 17, 18 or 19, 21 to 22)
- Option 3 (please complete sections 15, 16, 19 to 22)

Section 15: Experience in Sponsor Work

15.1 Have you ever been appointed as a Principal for an approved sponsor firm?

- Yes. Please indicate the option referred to in paragraph 3.2.3 of the Sponsor Guidelines under which you were eligible:
 - Option 1
 - Option 2
 - Option 3
- No. Please go to section 15.4.

15.2 If you are/were formerly a Principal, please indicate whether:

- you now seek to be eligible as a Principal under a different option. Please go to section 15.4.
- you now seek to be eligible as a Principal under the same option. Please go to section 15.3.

15.3 Did you cease to act as a Principal within the past 3 years prior to the submission of this application?

- Yes. Ceased to act as a Principal within 3 years on _____ (cessation date). Please go to section 21.
- No. Ceased to act as a Principal more than 3 years prior to the submission of this application on _____ (cessation date). Please complete the remaining sections specified for your option in section 14.1.



15.4 Please provide details of your experience in playing a substantial role in advising a listing applicant as a sponsor in completed initial public offering (“IPO”) transactions on the Main Board or the GEM Board of the Stock Exchange of Hong Kong Limited during the 5 year period prior to the submission of this form to the Commission (most recent years first), in the table below.

Listing Date (DD/MM/YYYY)	
Name of company listed	
Type of board	<input type="checkbox"/> Main Board <input type="checkbox"/> GEM Board
Stock Code	
Named sponsor on the transaction	
Role undertaken by the sponsor	
Your role and details of experience*	

* In respect of each IPO listed in this table, please provide:

- (a) a team structure chart in respect of the IPO illustrating the names, reporting line and business titles of all team members within the transaction team; and
- (b) details of your role and responsibilities in the IPO.

Section 16: Relevant Corporate Finance Experience

16.1 Please provide details of your experience in relevant corporate finance experience derived in respect of companies listed on the Main Board and/or GEM Board of the Stock Exchange of Hong Kong Limited over the 5 year period prior to the submission of this form to the Commission in the table below.

Local/overseas market*	
Name of regulatory authority	
Announcement and completion date (DD/MM/YYYY)	
Name of listed issuer and stock code	
Nature of transaction**	
Named advisers on the transaction	
Role undertaken	
Details of experience	

* Please (i) include the name of the relevant regulatory authority that had oversight of the transaction; and (ii) specify the market where such corporate finance experience was acquired by you. In considering this form, the Commission may take into account, without limitation, experience in markets other than Hong Kong provided that these markets have comparable legal and regulatory standards for the listing of companies and public offers of securities, the conduct regulation of sponsors (or their functional equivalents) and the enforcement of rules and regulations governing these areas.

** The transactions completed must have an element of equity-fund raising from the public by the listed issuers.



Section 17: IPO Due Diligence and Corporate Finance Experience* *(applicable to individuals seeking to be a Principal under Option 2)*

17.1 Please provide details of your experience to demonstrate that you are highly experienced in the area of due diligence as a result of leading IPO transactions in Australia, the United Kingdom, or the United States of America.

17.2 Please provide details of your experience to demonstrate that you are highly experienced in the area of corporate finance in respect of companies listed in Australia, the United Kingdom, or the United States of America.

* Please provide details such as the role undertaken, business title and the name of the entity of which you were accredited at the time of undertaking the transaction, the name of the listed issuer, the name of the stock exchange and the respective jurisdiction, and the number of years of corporate finance experience in respect of companies listed in Australia, the United Kingdom, or the United States of America.



Section 18: Refresher Course

18.1 Have you completed the refresher course on ethics, sponsor work, and the legal and regulatory requirements governing the conduct of IPO transactions in Hong Kong within the 6 months preceding your appointment as a Principal?

Yes.

No.

Section 19: Examination

19.1 Have you passed the examination on ethics, sponsor work, and the legal and regulatory requirements governing the conduct of IPO transactions in Hong Kong within the 6 months preceding your appointment as a Principal?

Yes.

No.

Section 20: Supporting Documentation

20.1 For each of the transactions listed in section 15.4 above, please include a copy of the front page of, and an extract from, the relevant document that states the date of the document and name of the firm that acted as sponsor (if the front page does not describe this information) and submit it with this form.

Section 21: Compliance History

21.1 Have you ever been involved in any IPO transaction where you or your firm committed a breach of your/its obligations as an advisor in respect of the IPO transaction?

Yes. In a separate document, please disclose all relevant details of the transaction and the breach, and of your involvement in the breach (if any).

No.

Section 22: Other Information

22.1 Please provide any other information (other than information which you have otherwise disclosed to the Commission) you think will be relevant to us in considering this application, including information which may materially affect your eligibility to act as a Principal of a sponsor.



Part VI: Disclosure

Sections 23.1 to 26.1 are about your activities both in **Hong Kong and elsewhere**. If there are ongoing investigations which you cannot lawfully disclose, you should notify the Commission of the results within 7 business days after the completion of the investigations.

Section 23: Disciplinary Actions and Investigations

- 23.1** Have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management;
- or
- a company of which you are or were a substantial shareholder, ever been refused or restricted from the right to carry on any trade, business or profession for which a specific licence, registration or other authorisation is required by law by—
- (a) the Commission¹; or Yes No
- (b) any professional or regulatory body (including a stock or futures exchange)? Yes No
- 23.2** In the past five years, have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management;
- or
- a company of which you are or were a substantial shareholder,
- been—
- censured, disciplined or disqualified by—
- (a) the Commission¹; or Yes No
- (b) any professional or regulatory body (including a stock or futures exchange) in relation to any trade, business or profession; or Yes No
- the subject of an investigation conducted by—
- (a) the Commission¹; or Yes No
- (b) any regulatory, criminal investigatory or professional body (e.g. disciplinary tribunal, examination authority, inspector appointed under any enactment)²? Yes No
- 23.3** Are there any disciplinary actions or proceedings pending against—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management;
- or
- a company of which you are or were a substantial shareholder,
- in relation to any trade, business or profession? Yes No

¹ You must answer this question and there is no need to seek the Commission's specific consent. Please refer to <https://www.sfc.hk/web/EN/regulatory-functions/enforcement/secretary-provision.html> for more information or seek independent legal advice.

² Where:

(i) there has been no further disciplinary or enforcement action taken by the regulatory, criminal investigatory or professional body as a result of the investigation for a prolonged period, or you (or the company) have been informed by the regulatory, criminal investigatory or professional body that no such action would be taken, **and**

(ii) where you wish to maintain confidentiality in relation to such investigation,

you may do so by checking "No". However you are obliged to disclose details of the investigation to the Commission in a separate submission, which you must sign, date and send directly to the Commission, within two business days of the date when this application is submitted.

- 23.4** Have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management;
- or
- a company of which you are or were a substantial shareholder,
- ever been—
- (a) investigated about any offence involving fraud or dishonesty³; or Yes No
- (b) adjudged by a court to be civilly liable for fraud, dishonesty or misfeasance? Yes No
- 23.5** Have you ever been disqualified by a court from being a director of a corporation, or the equivalent in another jurisdiction? Yes No

If you answer "Yes" to any of the questions in sections 23.1 to 23.5, please provide the following information in a tabular format:-

- date of event
- name of regulatory, criminal investigatory or professional body
- description of the case
- your role or involvement in the case
- outcome or current status (e.g. ongoing, settled, etc.)
- contingent liability (if any)

Section 24: Financial Status

- 24.1** In the past five years, have you been a defendant or respondent⁴ to—
- (a) any dispute, civil litigation, arbitration or mediation, the nature of which involves fraud, dishonesty or misfeasance; or Yes No
- (b) any dispute, civil litigation, arbitration or mediation with any person(s) in relation to the provision of financial services and such dispute, civil litigation, arbitration or mediation involves claim(s), liability or contingent liability of an amount in excess of HK\$100,000 or equivalent? Yes No
- 24.2** In the past five years, have you—
- (a) been a party to a scheme of arrangement; or Yes No
- (b) entered into any form of compromise with your creditor, involving an amount in excess of HK\$100,000 or equivalent? Yes No
- 24.3** Are there any judgments or court orders with which you have not complied? Yes No
- 24.4** Have you ever been bankrupt, or served with a bankruptcy petition? Yes No
- 24.5** Have you ever been a director, substantial shareholder, or involved in the management of a corporation which was wound up other than by a members' voluntary wind up? Yes No

³ Where:

- (i) you (or the company) have been investigated about any such offence but no prosecution has been instituted as a result of the investigation for a prolonged period, or you (or the company) have been informed that such prosecution would not be instituted, or the investigation of any such offence resulted in a conviction which was subsequently spent or quashed, and
- (ii) you wish to maintain confidentiality in relation to such investigation or conviction, you may do so by checking "No". However, you are obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission. It should be noted that the protection under the Rehabilitation of Offenders Ordinance (Cap. 297) does not apply to proceedings relating to a person's suitability to be granted a licence. You are therefore required to provide the relevant details in a separate submission, which you must sign, date and send directly to the Commission, within two business days of the date when this application is submitted.

⁴ This includes a claim or counterclaim.



24.6 Have you ever been a partner of a firm which was dissolved other than with the consent of all the partners? Yes No

If you answer "Yes" to the question in section 24.1, please provide the following information in a tabular format:-

- date of event
- description of the case
- amount or estimated amount involved
- financial implication of the claims, liabilities or contingent liabilities (amount or estimated amount involved as a % of your personal wealth)
- outcome or current status of the case (e.g. dismissed, settled, under appeal, etc.)

If you answer "Yes" to the question in section 24.2, please provide the following information in a tabular format:-

- the nature and purpose of scheme of arrangement
- party(ies) in the arrangement
- date of arrangement
- total amount
- outstanding amount
- repayment schedule or details

If you answer "Yes" to any of the questions in sections 24.3 to 24.6, please provide details of the case or matter.

Section 25: Character

25.1 Have you ever been charged with any criminal offence other than a minor offence (as defined under section 2 of the Securities and Futures (Licensing and Registration) (Information) Rules ("Information Rules")⁵? Yes No

25.2 Have you ever been convicted of any criminal offence other than a minor offence (as defined under section 2 of the Information Rules)⁶? Yes No

25.3 Have you ever been subject to any order of the court or other competent authority for fraud, dishonesty or misfeasance? Yes No

If you answer "Yes" to any of the questions in sections 25.1 to 25.3, please provide details of the case or matter.

Section 26: Mental Health

26.1 Have you ever been a patient as defined in section 2 of the Mental Health Ordinance? Yes No

⁵ Where:

- you have been charged with any such offence but not convicted, or the offence charged resulted in a conviction which was subsequently spent (see Footnote 3 above) or quashed; **and**
- you wish to maintain confidentiality in relation to such prosecution or conviction, you may do so by checking "No". However, you are obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission in a separate submission, which you must sign, date and send directly to the Commission, within two business days of the date when this application is submitted.

⁶ Where:

- the conviction of any such offence was subsequently spent (see Footnote 3 above) or quashed; **and**
- you wish to maintain confidentiality in relation to such conviction, you may do so by checking "No". However, you are obliged to disclose details of the offence involved and the relevant conviction to the Commission in a separate submission, which you must sign, date and send directly to the Commission, within two business days of the date when this application is submitted.



Section 27: Additional Information

Under the Ordinance, you are required to satisfy the Commission that you are a fit and proper person to be licensed.

27.1 Have you answered “Yes” to any of sections 23.1 to 26.1?

- Yes. Please explain why you are fit and proper to be licensed or remain licensed in the light of your “Yes” answer(s). You may wish to refer to the [Fit and Proper Guidelines](#).

- No.

27.2 Please provide any information you consider relevant to your application that we would reasonably expect you to give which you have not provided elsewhere.



Part VII: Declaration

Section 28: Applicant's Declaration

I, _____
Name of applicant

- **Have completed** Part(s) _____ of this application.
- **Declare** that all the information provided in this application form and any associated documentation is complete, true and correct.
- **Understand** that providing false or misleading information in support of this application is an offence under sections 383 and/or 384 of the Ordinance.
- **Understand** that the Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, this application.
- **Understand** that if any information contained in this application, or any associated documentation changes prior to the Commission making a decision in respect of this application, I should notify the Commission in writing immediately of the changes.
- **Confirm** that I have read and understood the attached Personal Information Collection Statement.
- **Consent** to the Commission using any personal information I have provided in this application, or any associated documentation, and any personal information I may provide in the future, for the purposes described in the Personal Information Collection Statement.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.
- **Declare** that the Board of Directors has passed a board resolution appointing me as the corporation's:
 - Principal as stipulated under the Sponsor Guidelines.
 - Director and responsible officer to supervise the regulated activities for which I will be responsible (where the applicant is a director).
 - Responsible officer and granting me sufficient authority to supervise the regulated activities for which I will be responsible (where the applicant is not a director).

Signature

Date



Section 29: Declaration of corporation/licensed corporation in respect of the Application

We:

• **Have reviewed:**

- The information provided in this form (including all associated documentation).
- The documents evidencing the applicant's academic, professional and industry qualifications in this form (including all associated documentation).

• **confirm** that the other principal(s) and/or proposed principal(s) of the individual has/have also agreed to the information (where such information relates to such principal(s)) stated in the corresponding application / notification and any associated documentation.

• **For an applicant who will act as a Principal:**

- Are satisfied that this individual is qualified as a Principal for the purpose of the Sponsor Guidelines, and endorse this form and its associated documentation, and their accuracy.
- Confirm that the Principal nominated in this form will discharge his/her role in supervising the transaction team handling initial public offerings in a full-time capacity.
- Confirm that the firm has/will have at least one individual who is eligible to act as a Principal pursuant to Option 1 of paragraph 3.2.3 of the Sponsor Guidelines.
- Confirm that the firm has put in place effective internal systems and controls pursuant to paragraph 17 of Code of Conduct and Sponsor Guidelines.

• **For an applicant who will be an itinerant professional :**

- Undertake to assume full responsibility for the supervision of the individual's activities during her/his stay in Hong Kong and ensure s/he complies with the relevant rules and regulations at all times.

• **For an applicant who will be an itinerant professional to only provide services to professional investors or to provide services to any person other than a professional investor unless with a chaperon:**

- Undertake to provide training in the form of a structured course to the individual to ensure that s/he is fully aware of the Hong Kong regulatory framework before s/he commences carrying out regulated activity(ies) in Hong Kong; and
- Undertake to comply with the requirements set out under paragraph 4.4.3.2(c) of the Guidelines on Competence, in which we will arrange at least one approved responsible officer for the regulated activity to directly supervise or otherwise responsible for advising the individual in conducting regulated activity in Hong Kong.

• **Believe** that the applicant is a fit and proper person to be licensed as our licensed representative and/or responsible officer, and endorse this application.

For and on behalf of:

Name of corporation/licensed corporation

Name of director/responsible officer/person authorised by the board of directors*
* Select as appropriate

Signature

Date



Vetting Authorisation

I, _____ hereby authorise the Commissioner of Police/any local or overseas criminal /investigatory body or regulatory authority, or their representatives, to release full particulars of any pertinent information and materials including all criminal convictions recorded against me to the Securities and Futures Commission. My personal particulars are as follows:

Name

Date of birth (DD/MM/YYYY)

Hong Kong identity card number

Chinese Commercial Code

People's Republic of China resident
identity card number (if applicable)

Passport number*

Passport issuing place*

Number of other identification
document

Place of birth

Signature of applicant

Date

Witness by**

Signature of witness

Name of witness

Designation

Company name

Notary Public number
(if applicable)

Hong Kong identity card number

Passport number*

Passport issuing place*



- * Applicable to individuals who are non-Hong Kong permanent residents only.
- ** The witness must be one of the following persons:
 - (i) a practicing solicitor, notary public or Justice of the Peace; or
 - (ii) a director or responsible officer of the licensed corporation/corporation applying for a licence.



Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data¹ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:

- to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:

the Securities and Futures Ordinance ("SFO");
the Fit and Proper Guidelines;
the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
the Management, Supervision and Internal Control Guidelines;
the Codes on Takeovers and Mergers and Share Buy-backs;
the Code on Unit Trusts and Mutual Funds.

- to process any application you may make under the relevant Ordinances;
 - to assess your fitness and properness in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and properness to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching² those data.

¹ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO")

² "Matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:

The Data Privacy Officer
Securities and Futures Commission
54/F, One Island East
18 Westlands Road
Quarry Bay, Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available upon request.



Post-licence application for Responsible Officer or Licensed Representative

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of applicant	English	
	Chinese	
CE number		
Application for (you may select more than one item)	<input type="checkbox"/> Transfer of accreditation under section 122(2) of the Ordinance as a licensed representative	
	<input type="checkbox"/> Addition of accreditation under section 122(1) of the Ordinance as a licensed representative	
	<input type="checkbox"/> Addition of regulated activity under section 127(1) of the Ordinance as a licensed representative	
	<input type="checkbox"/> Approval as a responsible officer under section 126(1) of the Ordinance <i>(Applicable to licensed representatives only)</i>	
	<input type="checkbox"/> Principal as stipulated under the Sponsor Guidelines	
	<input type="checkbox"/> TCRO as stipulated under the TC Adviser Guidelines	
Contact person regarding any queries on this form	<input type="checkbox"/> Change of licensing condition under section 134(1) of the Ordinance	
	<input type="checkbox"/> Reduction of regulated activity under section 127(1) of the Ordinance <i>(except for the last activity)</i>	
	English name	Chinese name
	Business title	Firm name
	Relationship with the applicant	
Mobile number	E-mail address	

Interpretations

1. "Code of Conduct" refers to the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission ("Commission").
2. "Codes on Takeovers" refers to the Codes on Takeovers and Mergers and Shares Buy-backs.
3. "Completed TC Transaction" means a TC Transaction which involves the issue, and was so issued, of an offer document, offeree board circular, whitewash circular, share buy-back offer document or off-market share buy-back circular.
4. "Director" is defined under Part 1 of Schedule 1 to the Ordinance.
5. "Executive", under Part V of this form, is as defined under the Codes on Takeovers.
6. "Extra CPT" means that the applicant must complete 5 continuous professional training hours ("CPT") for each regulated activity he or she applies for, which is a one-off requirement. The additional CPT hours should be taken within 6 months preceding the submission of the application.
7. "Licensed corporation" in this form refers to the corporation licensed under section 116(1) of the Ordinance.
8. "Licensed representative" means a person performing a regulated function for his/her principal which is a licensed corporation in relation to a regulated activity carried on as a business approved by the Commission under sections 120(1) or 120(2) or 121 of the Ordinance.
9. "London Takeover Panel" refers to The Panel on Takeovers and Mergers in the United Kingdom.
10. "Non-sole capacity", under Part V of this form, means the responsible officer is subject to a licensing condition that he or she must in the capacity as an adviser to a client on matters or transactions falling within the ambit of the Codes on Takeovers, act together with another adviser (to the client) not subject to the same condition.
11. "Principal", under Part VI of this form, means an individual that meets the criteria stipulated under the Sponsor Guidelines and appointed by a sponsor to supervise the Transaction Team in respect of a listing assignment.
12. "Responsible officer" means a person who is a licensed representative and is approved by the Commission under section 126(1) of the Ordinance to act as a responsible officer. He/she should have sufficient authority to supervise the regulated activity. He/she may or may not be an executive director as defined under section 113 of the Ordinance.
13. "Sole capacity", under Part V of this form, means the responsible officer is not subject to any condition in relation to undertaking activities in connection with matters regulated by the Codes on Takeovers.
14. "Sponsor Guidelines" refers to the "Additional competence requirements for corporations and individuals engaging in sponsor and compliance adviser work", which is Appendix A to the [Guidelines on Competence](#).
15. "Substantial shareholder" is defined under section 6 of Part 1 of Schedule 1 to the Ordinance.
16. "TC Adviser" means a corporation that is permitted under its licence to advise on matters or transactions falling within the ambit of the Codes on Takeovers.
17. "TC Adviser Guidelines" refer to the "Additional competence requirements for corporations and individuals which undertake activities in connection with matters regulated by the Codes on Takeovers and Mergers and Share Buy-backs", which is Appendix B to the [Guidelines on Competence](#).

18. "TCRO" means a responsible officer for Type 6 regulated activity who is eligible to advise on matters or transactions falling within the ambit of the Codes on Takeovers in a sole capacity.
19. "TC Transaction" means a transaction falling within the ambit of the Codes on Takeovers.
20. "Transaction team", under Part VI of this form, means the staff appointed by a sponsor to carry out a listing assignment.
21. "You" in this form refers to the applicant.

Instructions

1. This form is to be filled in by an individual (i) applying for transfer of accreditation; (ii) applying for variation of regulated activity or addition of accreditation; (iii) applying to be a responsible officer; (iv) applying for change of licensing condition; or (v) being appointed as Principal as stipulated under the Sponsor Guidelines.
2. Please refer to the Completion Guidelines to identify which Part(s) of the form to fill in and ensure that (i) your identification document (e.g. Hong Kong identity card); (ii) other documents required in this form; and (iii) correct application fee have been enclosed.
3. Incomplete form may increase the time taken for the Commission to process your related application or the related application may be returned. Please refer to [Licensing Handbook](#) on the Commission's website (www.sfc.hk) for the return policy.
4. If there is not enough space, please use separate sheets of paper and clearly mark each separate sheet of paper with the relevant section number.
5. If you are a licensed person, please ensure your contact information (e.g. email address, address and telephone number) is maintained up-to-date with the Commission. If you need to update your contact information, please submit a notification to the Commission via Notification 1U.
6. If the Commission is satisfied that a person has **substantial practical difficulties** in complying with any of the requirements under this form, it may exercise its discretion to dispense with the requirements to such extent as it considers necessary. If you consider that you have **substantial practical difficulties** in complying with any requirements under this form, please enclose a separate document setting out your **substantial practical difficulties** for the Commission's consideration. Please note that the Commission would only exercise its discretion under special circumstances.
7. If there are any changes to the information provided in support of your application or appointment before it is concluded, you should notify the Commission in writing immediately after the changes takes place. Any changes in information may result in delay in processing.

Warning

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

"A person commits an offence if –

- **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**
- **he knows that, or is reckless as to whether, the representation is false or misleading in a material particular."**

Section 384(1) of the Ordinance states:

“A person commits an offence if –

- he, in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions, provides to a specified recipient any information which is false or misleading in a material particular; and
- he knows that, or is reckless as to whether, the information is false or misleading in a material particular.”

Section 384(3) of the Ordinance states:

“A person commits an offence if –

- he, otherwise than in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions but in connection with the performance by a specified recipient of a function under any of the relevant provisions, provides to the specified recipient any record or document which is false or misleading in a material particular; and
- he –
 - knows that, or is reckless as to whether, the record or document is false or misleading in a material particular; and
 - has, in relation to the provision of the record or document, received prior written warning from the specified recipient to the effect that the provision of any record or document which is false or misleading in a material particular in the circumstances of the case would constitute an offence under this subsection.”

The punishment for the above offences is a fine of up to HK\$1 million and imprisonment for up to 2 years.

Index

Part	Details
I	Application for Transfer/Addition of Accreditation, Addition/Reduction of Regulated Activity as Licensed Representative or Responsible Officer
II	Application for Change of Licensing Condition
III	Educational and Industry Qualifications
IV	Proposed Duties and Industry Experience
V	Experience relating to the Codes on Takeovers
VI	Experience of a Principal as stipulated under the Sponsor Guidelines
VII	Disclosure
VIII	Declaration

Completion Guidelines

Please fill in the relevant parts of this form which are applicable to your application or appointment:

Part	Application for transfer/addition of accreditation, addition of regulated activity as licensed representative	Application for transfer/addition of accreditation, addition of regulated activity and approval as responsible officer	Application for reduction of regulated activity	Application for change of licensing condition	To be appointed as a Principal*** (see note 11 of the Interpretations)
I	✓	✓	✓		
II				✓	
III	✓	✓		✓	
IV	✓	✓		✓	
V		✓*		✓*	
VI		✓**			✓
VII	✓	✓	✓	✓	✓
VIII	✓	✓	✓	✓	✓

* Applicable if you are applying as a responsible officer for Type 6 regulated activity and will undertake activities in connection with matters regulated by the Codes on Takeovers.

** Applicable if you are applying as a responsible officer for Type 6 regulated activity and will be appointed as a Principal as stipulated under the Sponsor Guidelines.

*** Applicable if you are currently a responsible officer for Type 6 regulated activity and will be appointed as a Principal as stipulated under the Sponsor Guidelines.



Part I: Application for Transfer/Addition of Accreditation, Addition/Reduction of Regulated Activity as Licensed Representative or Responsible Officer

Please ensure your contact information is maintained up-to-date with the Commission (see note 5 of the Instructions).

Section 1: Transfer of Accreditation as Licensed Representative and/or Approval as a Responsible Officer

1.1 Please provide the following information on all the regulated activities that are currently licensed for.

Type(s) of regulated activity			
Name of current or last principal		CE Number	
Last accreditation date (DD/MM/YYYY)			
Reason for leaving	<input type="checkbox"/> Resignation <input type="checkbox"/> Expiry of contract (Expiry date:) <input type="checkbox"/> Job rotation (New job title:) <input type="checkbox"/> Redundancy <input type="checkbox"/> Dismissal, please specify date and cause: <input type="text"/> <input type="checkbox"/> Others, please specify details: <input type="text"/>		

Type(s) of regulated activity			
Name of current or last principal		CE Number	
Last accreditation date (DD/MM/YYYY)			
Reason for leaving	<input type="checkbox"/> Resignation <input type="checkbox"/> Expiry of contract (Expiry date:) <input type="checkbox"/> Job rotation (New job title:) <input type="checkbox"/> Redundancy <input type="checkbox"/> Dismissal, please specify date and cause: <input type="text"/> <input type="checkbox"/> Others, please specify details: <input type="text"/>		

- 1.2 If you are applying for transfer of accreditation as licensed representative only, please complete this section.

Type(s) of regulated activity	Name of proposed principal(s)	CE number (if applicable)	Proposed date of accreditation (DD/MM/YYYY)	Job title

- 1.3 If you are applying for transfer of accreditation and approval as responsible officer, please complete this section.

Type(s) of regulated activity	Name of proposed principal(s)	CE number (if applicable)	Proposed date of accreditation (DD/MM/YYYY)	Job title

- 1.4 Are you a Board of Director of any of the proposed principal(s) stated under section 1.2 and/or 1.3 above?

- Yes. In general, every executive director of the licensed corporation needs to be approved by the Commission as a responsible officer of the corporation in relation to the regulated activity. The term 'executive director' is defined in section 113 of the Ordinance. Please review your answer provided under section 1.2.

Name of proposed principal(s)	CE number

- No.

- 1.5 If you have more than one principal, please state the name of your primary principal and its CE number.

Name of primary principal	CE number



1.6 If you have more than one principal, do all your proposed principals belong to the same group of companies?

Yes.

No. Please explain how you intend to resolve the possible conflicts of interest and supervision issues arising from working simultaneously for different principals.

--

1.7 Are you currently residing in Hong Kong?

Yes. Please go to section 2.

No. Please go to section 1.7.1.

1.7.1 Do you intend to reside in Hong Kong?

Yes. From (DD/MMYYYY) _____

No

1.7.2 Please provide the name(s) and the respective CE number(s) of your supervising responsible officer(s).

Full name	
CE number	

1.7.3 How often do you intend to travel to Hong Kong and what is the duration of each stay to carry out regulated activities?

Frequency	<input type="checkbox"/> Daily <input type="checkbox"/> Weekly <input type="checkbox"/> Monthly <input type="checkbox"/> Half-yearly <input type="checkbox"/> Annually <input type="checkbox"/> Others, please specify:
Duration of stay (days)	

1.7.4 Are you an itinerant professional? *(Applicable if you are applying to be a licensed representative only)*

Yes. Please go to section 1.7.5.

No. Please go to section 2.



1.7.5 Which type of itinerant professional* are you? (Applicable if you are applying to be a licensed representative only)

* Please refer to 'itinerant professionals' section in the [Licensing Handbook](#) for details of the condition that the Commission may impose on the licence and the respective undertaking(s) required.

- Itinerant professional who will not carry out regulated activity(ies) in Hong Kong for more than 30 days in each calendar year and will be accompanied by a licensed person in performing the regulated activity(ies) in Hong Kong.

The Commission intends to impose the following licensing condition on your licence:

"The licensee shall not carry out the regulated activity(ies) in Hong Kong for more than 30 days in each calendar year and shall at all times be accompanied by a licensed person in performing the regulated activity(ies) in Hong Kong."

In relation to the imposition and revocation of the above licensing condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.

I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.

Do you accept the above arrangement?

- Accept.
- Not accept. Please explain:

- Itinerant professional who will not carry out regulated activity(ies) in Hong Kong for more than 30 days in each calendar year and will not provide related services to any person other than a professional investor.

The Commission intends to impose the following licensing condition on your licence:

"The licensee shall not carry out the regulated activity(ies) in Hong Kong for more than 30 days in each calendar year and shall not provide related services to any person other than a professional investor. The term "professional investor" is as defined in Part 1 of Schedule 1 to the Securities and Futures Ordinance but does not include any person of a class which is prescribed by the Securities and Futures (Professional Investor) Rules."

In relation to the imposition and revocation of the above licensing condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.

I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.



Do you accept the above arrangement?

- Accept.
- Not accept. Please explain:

- Itinerant professional who will not carry out regulated activity(ies) in Hong Kong for more than 30 days in each calendar year and will not provide related services to any person other than a professional investor unless accompanied at all times by a licensed person in performing the regulated activity(ies) in Hong Kong.

The Commission intends to impose the following licensing condition on your licence:

"The licensee: (1) shall not carry out the regulated activity(ies) in Hong Kong for more than 30 days in each calendar year; and (2) shall not provide related services to any person other than a professional investor unless the licensee is accompanied at all times by a licensed person in performing the regulated activity(ies) in Hong Kong. The term "professional investor" is as defined in Part 1 of Schedule 1 to the Securities and Futures Ordinance but does not include any person of a class which is prescribed by the Securities and Futures (Professional Investor) Rules."

In relation to the imposition and revocation of the above licensing condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.

I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.

Do you accept the above arrangement?

- Accept.
- Not accept. Please explain:

Section 2: Addition of Accreditation as Licensed Representative and/or Approval as a Responsible Officer

- 2.1 If you are applying for addition of accreditation as licensed representative only, please complete this section.

Type(s) of regulated activity	Name of proposed principal(s)	CE number (if applicable)	Proposed date of accreditation (DD/MM/YYYY)	Job title

- 2.2 If you are applying for addition of accreditation and approval as responsible officer, please complete this section.

Type(s) of regulated activity	Name of proposed principal(s)	CE number (if applicable)	Proposed date of accreditation (DD/MM/YYYY)	Job title

- 2.3 Are you a Board of Director of any of the proposed principal(s) stated under section 2.1 and/or 2.2 above?

- Yes. In general, every executive director of the licensed corporation needs to be approved by the Commission as a responsible officer of the corporation in relation to the regulated activity. The term 'executive director' is defined in section 113 of the Ordinance. Please review your answer provided under section 2.2.

Name of proposed principal(s)	CE number

- No.



2.4 If you have more than one principal, please state the name of your primary principal and its CE number.

Name of primary principal	CE number

2.5 If you have more than one principal, do all your proposed principals belong to the same group of companies?

Yes.

No. Please explain how you intend to resolve the possible conflicts of interest and supervision issues arising from working simultaneously for different principals.

--

Section 3: Addition of Regulated Activity as Licensed Representative and/or Approval as a Responsible Officer

- 3.1 If you are applying for addition of regulated activity as licensed representative only, please complete this section. This will also serve as an application for approval of accreditation to a licensed corporation(s) under section 122(1) of the Ordinance. No separate application fee is required.

Type(s) of regulated activity	Name of proposed principal(s)	CE number (if applicable)	Proposed date of accreditation (DD/MM/YYYY)	Job title

- 3.2 If you are applying for addition of regulated activity and approval as responsible officer, please complete this section. This will also serve as an application for approval of accreditation to a licensed corporation(s) under section 122(1) of the Ordinance. No separate application fee is required.

Type(s) of regulated activity	Name of proposed principal(s)	CE number (if applicable)	Proposed date of accreditation (DD/MM/YYYY)	Job title

- 3.3 Are you a Board of Director of any of the proposed principal(s) stated under section 3.1 and/or 3.2 above?

- Yes. In general, every executive director of the licensed corporation needs to be approved by the Commission as a responsible officer of the corporation in relation to the regulated activity. The term 'executive director' is defined in section 113 of the Ordinance. Please review your answer provided under section 3.2.

Name of proposed principal(s)	CE number

- No.



3.4 If you have more than one principal, please state the name of your primary principal and its CE number.

Name of primary principal	CE number

3.5 If you have more than one principal, do all your proposed principals belong to the same group of companies?

Yes.

No. Please explain how you intend to resolve the possible conflicts of interest and supervision issues arising from working simultaneously for different principals.

--

Section 4: Reduction of Regulated Activity (except for the last activity)

4.1 Please tick “✓” the regulated activities you want to cease.

Regulated activity		Proposed effective date (DD/MM/YYYY)
<input type="checkbox"/>	Type 1 (dealing in securities)	
<input type="checkbox"/>	Type 2 (dealing in futures contracts)	
<input type="checkbox"/>	Type 3 (leverage foreign exchange trading)	
<input type="checkbox"/>	Type 4 (advising on securities)	
<input type="checkbox"/>	Type 5 (advising on futures contracts)	
<input type="checkbox"/>	Type 6 (advising on corporate finance)	
<input type="checkbox"/>	Type 7 (providing automated trading services)	
<input type="checkbox"/>	Type 8 (securities margin financing)	
<input type="checkbox"/>	Type 9 (asset management)	
<input type="checkbox"/>	Type 10 (providing credit rating services)	

4.2 Please state the reason for ceasing the above regulated activities.

<input type="checkbox"/>	Resignation
<input type="checkbox"/>	Expiry of contract
<input type="checkbox"/>	Job rotation (specify new job title:)
<input type="checkbox"/>	Principal's reduction of regulated activity
<input type="checkbox"/>	Others (please specify:)



Part II: Application for Change of Licensing Condition

Section 5: Details about the Change of Licensing Condition

5.1 Please set out the proposed change and reason for the change. Please provide in Part IV your proposed duties and your recent relevant industry experience that may be relevant to your application.

Type(s) of regulated activity	
Licensing condition to be changed	
Nature of the proposed change	<input type="checkbox"/> Cancellation <input type="checkbox"/> Modification (please specify):
Reason for the change	

Type(s) of regulated activity	
Licensing condition to be changed	
Nature of the proposed change	<input type="checkbox"/> Cancellation <input type="checkbox"/> Modification (please specify):
Reason for the change	



Part III: Educational and Industry Qualifications

Section 6: Qualifications

6.1 Please indicate below the option referred to in paragraph 4.3.1.2 or 4.2.1.2 of Guidelines on Competence under which you have satisfied to act as a licensed representative or responsible officer.

- Option A
- Option B
- Option C
- Grandfathering (only applicable to applicant who has been granted a licence under the previous Option 3 before 1 January 2022)

6.2 Do you have any new academic or vocational qualifications you have obtained in support of your application?

- No.
- Yes. Please provide details as follows:

Full name of qualification	Type of qualification	Name of institution	Country or region where the qualification was awarded	Year awarded
	<input type="checkbox"/> Degree or recognised post-graduate diploma or certificate in designated field <ul style="list-style-type: none"> <input type="checkbox"/> Accounting <input type="checkbox"/> Business Administration <input type="checkbox"/> Economics <input type="checkbox"/> Finance <input type="checkbox"/> Law <input type="checkbox"/> Degree or recognised post-graduate diploma or certificate not in designated field but with passes in at least two courses in designated fields Name of course 1: Name of course 2: <input type="checkbox"/> Other degree Please specify:			

Full name of qualification	Type of qualification	Name of institution	Country or region where the qualification was awarded	Year awarded
	<input type="checkbox"/> Degree or recognised post-graduate diploma or certificate in designated field <input type="checkbox"/> Accounting <input type="checkbox"/> Business Administration <input type="checkbox"/> Economics <input type="checkbox"/> Finance <input type="checkbox"/> Law <input type="checkbox"/> Degree or recognised post-graduate diploma or certificate not in designated field but with passes in at least two courses in designated fields Name of course 1: Name of course 2: <input type="checkbox"/> Other degree Please specify:			

6.3 Do you have any new professional qualifications you have obtained in support of your application?

No.

Yes. Please provide details as follows:

Qualification	Name of institution	Country or region where the qualification was awarded	Year awarded



6.4 Do you have any new relevant Extra CPT you have completed in support of your application?

No

Yes. Date of completion (DD/MM/YYYY) _____

6.5 Do you have any new recognised industry qualifications you have obtained in support of your application?

No.

Yes. Please provide details as follows:

Course or examination name	Name of institution	Paper number or series	Date awarded, passed or completed (DD/MM/YYYY)

6.6 Do you intend to apply for exemption from recognised industry qualification or local regulatory framework paper requirements?

No.

Yes. Please provide details as follows:

Name of course or examination which you intend to be exempted from	Name of institution	Paper number or series	Justification on your eligibility for the exemption



6.7 Do you meet the required local regulatory framework paper requirements?

Yes. Please provide details as follows:

Examination name	Date passed (DD/MM/YYYY)

No. Please complete sections 6.7.1 and 6.7.2 (as applicable).

6.7.1 In view that you i) do not meet the required local regulatory framework paper requirements and ii) do not intend to apply for exemption, the Commission intends to impose the following licensing condition on your licence:

"This licence, in relation to Type _____ regulated activity, shall lapse and cease to have effect:

- i. upon the licensee ceasing to act for or on behalf of his/her principal(s) in respect of that regulated activity; or*
- ii. 6 months after the grant of the licence for carrying on that regulated activity (or any later date as the Commission may agree in writing), whichever occurs earlier, unless the licensee has by that time passed the relevant recognised local regulatory framework paper(s) pursuant to the Guidelines on Competence issued by the Commission and informed the Commission of the examination result."*

I acknowledge that any granting of the above grace period for passing the relevant recognised local regulatory framework paper(s), should be regarded as a one-off occasion. Such a grace period will not normally be granted again in my future licence applications, if any, in respect of the same examination paper(s).

In relation to the imposition and revocation of the above licensing condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.

I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.

Do you accept the above arrangement?

Accept.

Not accept. Please explain:



6.7.2 If you are seeking approval as a responsible officer, the Commission also intends to impose the following licensing condition on your licence:

"For Type _____ regulated activity ("the activity"), the licensee must in his capacity as a responsible officer, when actively participating in or when directly supervising the business of the activity, do so under the advice of another responsible officer who is:

- (a) accredited to the principal concerned of the licensee in respect of the activity; and*
- (b) not subject to this condition."*

In relation to the imposition and revocation of the above licensing condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.

I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.

Do you accept the above arrangement?

Accept.

Not accept. Please explain:

Section 7: Other Directorship or Business Interests

7.1 If you are currently a director, partner or proprietor of any firm, please provide details of your directorships or business interests:

Name of the firm	Principal business	Your relationship with the firm (e.g. director / partner / proprietor / shareholder, others.)	Relationship between your principal and the firm	Effective date (DD/MM/YYYY)	Have you notified the Commission before?	Does the firm fall within the specified category*?
					<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
					<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
					<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
					<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No

* Specified categories: a) licensed corporation; b) corporation intending to apply or applying for a licence ("licence corporation applicant"); c) corporate director of licensed corporation or licensed corporation applicant; or d) corporate substantial shareholder of licensed corporation or licensed corporation applicant.

7.2 Please elaborate on your roles and responsibilities in each of the firm(s) above.

7.3 Please explain how you intend to resolve the possible conflicts of interest arising from your proposed role as a licensed representative or responsible officer and your other directorship(s) or business interests, if any.



7.4 Please advise on the time allocation between your proposed duties as a licensed representative or responsible officer and your duties for each of the firm(s) above.

--

Section 8: Other Employment

8.1 If you have other employment(s), please provide the following details:

	1	2	3
Name of employer			
Nature of business	<input type="checkbox"/> Financial industry <input type="checkbox"/> Banking <input type="checkbox"/> Insurance <input type="checkbox"/> Investment service <input type="checkbox"/> Securities <input type="checkbox"/> Others (Please specify) <input type="text"/> <input type="checkbox"/> Investment holding company <input type="checkbox"/> Trust/Trustee <input type="checkbox"/> Others (Please specify) <input type="text"/>	<input type="checkbox"/> Financial industry <input type="checkbox"/> Banking <input type="checkbox"/> Insurance <input type="checkbox"/> Investment service <input type="checkbox"/> Securities <input type="checkbox"/> Others (Please specify) <input type="text"/> <input type="checkbox"/> Investment holding company <input type="checkbox"/> Trust/Trustee <input type="checkbox"/> Others (Please specify) <input type="text"/>	<input type="checkbox"/> Financial industry <input type="checkbox"/> Banking <input type="checkbox"/> Insurance <input type="checkbox"/> Investment service <input type="checkbox"/> Securities <input type="checkbox"/> Others (Please specify) <input type="text"/> <input type="checkbox"/> Investment holding company <input type="checkbox"/> Trust/Trustee <input type="checkbox"/> Others (Please specify) <input type="text"/>
Job title			
Period of service	From _____ (DD/MM/YYYY) To _____ (DD/MM/YYYY)	From _____ (DD/MM/YYYY) To _____ (DD/MM/YYYY)	From _____ (DD/MM/YYYY) To _____ (DD/MM/YYYY)
Reason for leaving			

8.2 Is this company your accredited principal(s) for the current application?

- Yes. Please go to Part IV.
 No. Please go to section 8.3.



8.3 Please elaborate on your roles and responsibilities in each of the firm(s) above.

8.4 Please explain how you intend to resolve the possible conflicts of interest arising from your proposed role as a licensed representative or responsible officer and your other employment, if any.

8.5 Please advise on the time allocation between your proposed duties as a licensed representative or responsible officer and your duties for each of the firm(s) above.



Part IV: Proposed Duties and Industry Experience

Section 9: Duties and Experience

9.1 Please state the proposed duties and details of your relevant industry experience with respect to each type of regulated activity you propose to carry on:

Type(s) of regulated activity	
Proposed Duties	
Relevant Industry Experience	Period (MM/YYYY - MM/YYYY)
Management Experience <i>(Applicable to responsible officers only.)</i>	Period (MM/YYYY - MM/YYYY)

Type(s) of regulated activity	
Proposed Duties	
Relevant Industry Experience	Period (MM/YYYY - MM/YYYY)
Management Experience <i>(Applicable to responsible officers only.)</i>	Period (MM/YYYY - MM/YYYY)

9.2 If you propose to carry on Type 3 regulated activity (leveraged foreign exchange trading), will you offer discretionary account services to your clients?

- Yes. Please describe whether you have obtained three more years of direct foreign exchange trading experience in the inter-bank foreign exchange market or currency futures market, or its equivalent, over the past six years.

- No.

In view that you will not offer discretionary account services to your clients, the Commission intends to impose the following licensing condition on your licence to limit your scope of services:

"For Type 3 regulated activity, the licensee shall not provide discretionary account services to clients."

In relation to the imposition and revocation of the above licensing condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.

I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.

Do you accept the above arrangement?

- Accept.
- Not accept. Please explain:

If you are not applying as a responsible officer for Type 6 regulated activity, please go to Part VII.

9.4 If you propose to be a responsible officer for Type 6 regulated activity (advising on corporate finance), will you undertake activities in connection with matters regulated by the Codes on Takeovers?

- Yes. Please complete Part V of this form – Experience relating to the Codes on Takeovers
- No.

The Commission intends to impose the following licensing conditions on your licence given that you will not undertake activities in connection with matters regulated by the Codes on Takeovers:

"For Type 6 regulated activity, the licensee shall not advise on matters/transactions falling within the ambit of the Codes on Takeovers and Mergers and Share Buy-backs issued by the Commission."



In relation to the imposition of the above licensing on condition on my licence where the Commission considers appropriate, I hereby consent to the arrangement of dispensing with the procedural requirements provided under section 140 of the Securities and Futures Ordinance.

I further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on my licence. In addition, in case that the Commission considers it appropriate to impose any other conditions on my licence, the standard procedural requirements whereby I will be given the opportunity of being heard will be followed.

Do you accept the above arrangement?

Accept.

Not accept. Please explain:

9.5 If you propose to be a responsible officer for Type 6 regulated activity (advising on corporate finance), will you become a Principal as stipulated under the Sponsor Guidelines?

Yes. Please complete Part VI of this form – Experience of a Principal as stipulated under the Sponsor Guidelines.

No

If you are not applying as a responsible officer for Type 6 regulated activity or you will not undertake activities in connection with matters regulated by the Codes on Takeovers and will not become a Principal, please go to Part VII.



Part V: Experience relating to the Codes on Takeovers

Section 10: Hong Kong Takeovers and Mergers Panel

10.1 Have you ever been a member of the Hong Kong Takeovers and Mergers Panel?

- Yes. Please complete section 10.2 and go to section 13.
- No. Please go to section 11.

10.2 Please state your period of appointment as a member of the Hong Kong Takeovers and Mergers Panel.

From _____ To _____
(DD/MM/YYYY) (DD/MM/YYYY)

Section 11: London Takeover Panel or Overseas Experience

(Note: We may take into account any substantive experience in overseas jurisdictions with a takeovers regime similar to that of Hong Kong. However, such overseas experience will not be regarded as direct relevant experience and your licence, if approved, will be subject to a "non-sole capacity" condition.)

11.1 Have you ever been a member, executive or secondee of the London Takeover Panel or of a similar overseas regulatory authority?

- Yes. Please complete sections 11.2 and 11.3 and go to section 13.
- No. Please go to section 12.

11.2 Please provide the following information.

Name of regulatory authority				
Period of appointment in such authority (DD/MM/YYYY)	From		To	
Your title and a brief description of your role and responsibilities				

11.3 In a separate document, please provide details of your experience in overseas jurisdictions with a takeovers regime similar to that of Hong Kong.

Section 12: Experience Relating to the Codes on Takeovers

12.1 Do you have experience relating to the Codes on Takeovers?

- Yes.
- No. Please go to section 13.

12.2 (a) In a separate document, please provide a list showing your experience in supervising completed TC Transactions under the Codes on Takeovers which involved the issue of an offer document, offeree board circular, whitewash document, share buy-backs offer document or off-market share buy-backs circular after 1 April 1992 (a transaction aborted prior to the issue of the relevant document is not recognised as a completed transaction). Please provide the dates of the transactions, names of the target companies and other relevant parties, and a brief description of the transactions. If you were only involved in giving an independent financial adviser's opinion, such experience would not be considered relevant.

(b) In a separate document, please provide a list and details of your corporate finance experience derived in respect of companies listed on the Main Board and/or GEM of the Stock Exchange of Hong Kong over the 5 year period immediately prior to the submission of this form to the Commission.

12.3 From the list under 12.2(a), select at least two completed TC Transactions to illustrate that you have the experience in supervising completed TC Transactions under the Codes on Takeovers during the 5 year period prior to submission of this form to the Commission, and provide the following in connection with each of the transactions.

- (a) Detailed description of the transaction, the steps and Codes on Takeovers related issues involved and the advice provided or solutions suggested by you.
- (b) Detailed description of any advice given by you to the clients under the Codes on Takeovers.
- (c) Names of all team members involved in the transaction identifying those under your supervision.
- (d) Detailed description as to how you supervised your team members and how you ensured that the team members and the clients understood and complied with the Codes on Takeovers.
- (e) Estimated number of working hours spent by you in the transaction and estimated total number of working hours spent by the whole team in the transaction.

Section 13: Compliance History

13.1 Have you ever been involved in any transaction where you or your firm committed a breach of the Codes on Takeovers?

- Yes. In a separate document, please disclose all relevant details of the transaction and of your involvement in such breach (if any).
- No.



13.2 Has the Executive ever raised any concerns that your conduct or your firm's conduct fell below the standard expected or required by the Codes on Takeovers?

Yes. In a separate document, please disclose all relevant details.

No.



Part VI: Experience of a Principal as stipulated under the Sponsor Guidelines

Section 14: Eligibility

14.1 Please indicate below the option referred to in paragraph 3.2.3 of the Sponsor Guidelines under which you are eligible to act as a Principal:

- Option 1 (please complete sections 15, 16, 18, 21 to 23)
- Option 2 (please complete sections 17, 18, 19 or 20, 22 to 23)
- Option 3 (please complete sections 15, 16, 18, 20 to 23)

Section 15: Experience in Sponsor Work

15.1 Have you ever been appointed as a Principal for an approved sponsor firm?

- Yes. Please indicate the option referred to in paragraph 3.2.3 of the Sponsor Guidelines under which you were eligible:
 - Option 1
 - Option 2
 - Option 3
- No. Please go to section 15.4.

15.2 If you are/were formerly a Principal, please indicate whether:

- you now seek to be eligible as a Principal under a different option. Please go to section 15.4.
- you now seek to be eligible as a Principal under the same option. Please go to section 15.3.

15.3 Are you currently a Principal of an approved sponsor?

- Yes. Please go to section 22.
- No. Ceased to act as a Principal within 3 years on _____ (cessation date). Please go to section 22.
- No. Ceased to act as a Principal more than 3 years prior to the submission of this application on _____ (cessation date). Please complete the remaining sections specified for your option in section 14.1.



15.4 Please provide details of your experience in playing a substantial role in advising a listing applicant as a sponsor in completed initial public offering (“IPO”) transactions on the Main Board or the GEM Board of the Stock Exchange of Hong Kong Limited during the 5 year period prior to the submission of this form to the Commission (most recent years first), in the table below.

Listing Date (DD/MM/YYYY)	
Name of company listed	
Type of board	<input type="checkbox"/> Main Board <input type="checkbox"/> GEM Board
Stock Code	
Named sponsor on the transaction	
Role undertaken by the sponsor	
Your role and details of experience*	

* In respect of each IPO listed in this table, please provide:

- (a) a team structure chart in respect of the IPO illustrating the names, reporting line and business titles of all team members within the transaction team; and
- (b) details of your role and responsibilities in the IPO.

Section 16: Relevant Corporate Finance Experience

16.1 Please provide details of your experience in relevant corporate finance experience derived in respect of companies listed on the Main Board and/or GEM Board of the Stock Exchange of Hong Kong Limited over the 5 year period prior to the submission of this form to the Commission in the table below.

Local/overseas market*	
Name of regulatory authority	
Announcement and completion date (DD/MM/YYYY)	
Name of listed issuer and stock code	
Nature of transaction**	
Named advisers on the transaction	
Role undertaken	
Details of experience	

* Please (i) include the name of the relevant regulatory authority that had oversight of the transaction; and (ii) specify the market where such corporate finance experience was acquired by you. In considering this form, the Commission may take into account, without limitation, experience in markets other than Hong Kong provided that these markets have comparable legal and regulatory standards for the listing of companies and public offers of securities, the conduct regulation of sponsors (or their functional equivalents) and the enforcement of rules and regulations governing these areas.

** The transactions completed must have an element of equity-fund raising from the public by the listed issuers.



Section 17: IPO Due Diligence and Corporate Finance Experience*
(applicable to individuals seeking to be a Principal under Option 2)

17.1 Please provide details of your experience to demonstrate that you are highly experienced in the area of due diligence as a result of leading IPO transactions in Australia, the United Kingdom, or the United States of America.

17.2 Please provide details of your experience to demonstrate that you are highly experienced in the area of corporate finance in respect of companies listed in Australia, the United Kingdom, or the United States of America.

* Please provide details such as the role undertaken, business title and the name of the entity of which you were accredited at the time of undertaking the transaction, the name of the listed issuer, the name of the stock exchange and the respective jurisdiction, and the number of years of corporate finance experience in respect of companies listed in Australia, the United Kingdom, or the United States of America.



Section 18: Current Job Duties as Responsible Officer
(applicable if you are a current responsible officer)

Type(s) of regulated activity licensed	
Accreditation*	
Effective date (DD/MM/YYYY)	
Job duties	

* Name and CE number of licensed corporation to which you are accredited to.

Section 19: Refresher Course

19.1 Have you completed the refresher course on ethics, sponsor work, and the legal and regulatory requirements governing the conduct of IPO transactions in Hong Kong within the 6 months preceding your appointment as a Principal?

Yes.

No.

Section 20: Examination

20.1 Have you passed the examination on ethics, sponsor work, and the legal and regulatory requirements governing the conduct of IPO transactions in Hong Kong within the 6 months preceding your appointment as a Principal?

Yes.

No.

Section 21: Supporting Documentation

21.1 For each of the transactions listed in section 15.4 above, please include a copy of the front page of, and an extract from, the relevant document that states the date of the document and name of the firm that acted as sponsor (if the front page does not describe this information) and submit it with this form.

Section 22: Compliance History

22.1 Have you ever been involved in any IPO transaction where you or your firm committed a breach of your/its obligations as an advisor in respect of the IPO transaction?

Yes. In a separate document, please disclose all relevant details of the transaction and the breach, and of your involvement in the breach (if any).

No.

Section 23: Other Information

23.1 Please provide any other information (other than information which you have otherwise disclosed to the Commission) you think will be relevant to us in considering this application, including information which may materially affect your eligibility to act as a Principal of a sponsor.



Part VII: Disclosure

Sections 24.1 to 27.1 are about your activities both in **Hong Kong and elsewhere**. If there are ongoing investigations which you cannot lawfully disclose, you should notify the Commission of the results within 7 business days after the completion of the investigations.

Section 24: Disciplinary Actions and Investigations

- 24.1** Have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management;
- or
- a company of which you are or were a substantial shareholder, ever been refused or restricted from the right to carry on any trade, business or profession for which a specific licence, registration or other authorisation is required by law by—
- (a) the Commission¹; or Yes No
- (b) any professional or regulatory body (including a stock or futures exchange)? Yes No
- 24.2** In the past five years, have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management;
- or
- a company of which you are or were a substantial shareholder,
- been—
- censured, disciplined or disqualified by—
- (a) the Commission¹; or Yes No
- (b) any professional or regulatory body (including a stock or futures exchange) in relation to any trade, business or profession; or Yes No
- the subject of an investigation conducted by—
- (a) the Commission¹; or Yes No
- (b) any regulatory, criminal investigatory or professional body (e.g. disciplinary tribunal, examination authority, inspector appointed under any enactment)²? Yes No
- 24.3** Are there any disciplinary actions or proceedings pending against—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management;
- or
- a company of which you are or were a substantial shareholder,
- in relation to any trade, business or profession? Yes No

¹ You must answer this question and there is no need to seek the Commission's specific consent. Please refer to <https://www.sfc.hk/web/EN/regulatory-functions/enforcement/secretary-provision.html> for more information or seek independent legal advice.

² Where:

(i) there has been no further disciplinary or enforcement action taken by the regulatory, criminal investigatory or professional body as a result of the investigation for a prolonged period, or you (or the company) have been informed by the regulatory, criminal investigatory or professional body that no such action would be taken, **and**

(ii) where you wish to maintain confidentiality in relation to such investigation, you may do so by checking "No". However you are obliged to disclose details of the investigation to the Commission in a separate submission, which you must sign, date and send directly to the Commission, within two business days of the date when this application is submitted.

- 24.4** Have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management;
- or
- a company of which you are or were a substantial shareholder,
- ever been—
- (a) investigated about any offence involving fraud or dishonesty³; or Yes No
- (b) adjudged by a court to be civilly liable for fraud, dishonesty or misfeasance? Yes No
- 24.5** Have you ever been disqualified by a court from being a director of a corporation, or the equivalent in another jurisdiction? Yes No

If you answer “Yes” to any of the questions in sections 24.1 to 24.5, please provide the following information in a tabular format:-

- date of event
- name of regulatory, criminal investigatory or professional body
- description of the case
- your role or involvement in the case
- outcome or current status (e.g. ongoing, settled, etc.)
- contingent liability (if any)

Section 25: Financial Status

- 25.1** In the past five years, have you been a defendant or respondent⁴ to—
- (a) any dispute, civil litigation, arbitration or mediation, the nature of which involves fraud, dishonesty or misfeasance; or Yes No
- (b) any dispute, civil litigation, arbitration or mediation with any person(s) in relation to the provision of financial services and such dispute, civil litigation, arbitration or mediation involves claim(s), liability or contingent liability of an amount in excess of HK\$100,000 or equivalent? Yes No
- 25.2** In the past five years, have you—
- (a) been a party to a scheme of arrangement; or Yes No
- (b) entered into any form of compromise with your creditor, involving an amount in excess of HK\$100,000 or equivalent? Yes No
- 25.3** Are there any judgments or court orders with which you have not complied? Yes No
- 25.4** Have you ever been bankrupt, or served with a bankruptcy petition? Yes No
- 25.5** Have you ever been a director, substantial shareholder, or involved in the management of a corporation which was wound up other than by a members’ voluntary wind up? Yes No

³ Where:

(i) you (or the company) have been investigated about any such offence but no prosecution has been instituted as a result of the investigation for a prolonged period, or you (or the company) have been informed that such prosecution would not be instituted, or the investigation of any such offence resulted in a conviction which was subsequently spent or quashed, **and**

(ii) you wish to maintain confidentiality in relation to such investigation or conviction, you may do so by checking “No”. However, you are obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission. It should be noted that the protection under the Rehabilitation of Offenders Ordinance (Cap. 297) does not apply to proceedings relating to a person’s suitability to be granted a licence. You are therefore required to provide the relevant details in a separate submission, which you must sign, date and send directly to the Commission, within two business days of the date when this application is submitted.

⁴ This includes a claim or counterclaim.



- 25.6** Have you ever been a partner of a firm which was dissolved other than with the consent of all the partners? Yes No

If you answer "Yes" to the question in section 25.1, please provide the following information in a tabular format:-

- date of event
- description of the case
- amount or estimated amount involved
- financial implication of the claims, liabilities or contingent liabilities (amount or estimated amount involved as a % of your personal wealth)
- outcome or current status of the case (e.g. dismissed, settled, under appeal, etc.)

If you answer "Yes" to the question in section 25.2, please provide the following information in a tabular format:-

- the nature and purpose of scheme of arrangement
- party(ies) in the arrangement
- date of arrangement
- total amount
- outstanding amount
- repayment schedule or details

If you answer "Yes" to any of the questions in sections 25.3 to 25.6, please provide details of the case or matter.

Section 26: Character

- 26.1** Have you ever been charged with any criminal offence other than a minor offence (as defined under section 2 of the Securities and Futures (Licensing and Registration) (Information) Rules ("Information Rules"))? Yes No
- 26.2** Have you ever been convicted of any criminal offence other than a minor offence (as defined under section 2 of the Information Rules)? Yes No
- 26.3** Have you ever been subject to any order of the court or other competent authority for fraud, dishonesty or misfeasance? Yes No

If you answer "Yes" to any of the questions in sections 26.1 to 26.3, please provide details of the case or matter.

Section 27: Mental Health

- 27.1** Have you ever been a patient as defined in section 2 of the Mental Health Ordinance? Yes No

⁵ Where:

- (i) you have been charged with any such offence but not convicted, or the offence charged resulted in a conviction which was subsequently spent (see Footnote 3 above) or quashed, **and**
- (ii) you wish to maintain confidentiality in relation to such prosecution or conviction, you may do so by checking "No". However, you are obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission in a separate submission, which you must sign, date and send directly to the Commission, within two business days of the date when the application is submitted.

⁶ Where:

- (i) the conviction of any such offence was subsequently spent (see Footnote 3 above) or quashed, **and**
- (ii) you wish to maintain confidentiality in relation to such conviction, you may do so by checking "No". However, you are obliged to disclose details of the offence involved and the relevant conviction to the Commission in a separate submission, which you must sign, date and send directly to the Commission, within two business days of the date when this application is submitted.



Section 28: Additional Information

Under the Ordinance, you are required to satisfy the Commission that you are a fit and proper person to be licensed.

28.1 Have you answered “Yes” to any of sections 24.1 to 27.1?

- Yes. Please explain why you are fit and proper to be licensed or remain licensed in the light of your “Yes” answer(s). You may wish to refer to the [Fit and Proper Guidelines](#).

- No.

28.2 Please provide any information you consider relevant to your application that we would reasonably expect you to give which you have not provided elsewhere.



Part VIII: Declaration

Section 29: Applicant's Declaration

I, _____
Name of applicant

- **Have completed** Part(s) _____ of this application.
- **Declare** that all the information provided in this application form and any associated documentation is complete, true and correct.
- **Understand** that providing false or misleading information in support of this application is an offence under sections 383 and/or 384 of the Ordinance.
- **Understand** that the Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, this application.
- **Understand** that if any information contained in this application, or any associated documentation changes prior to the Commission making a decision in respect of this application, I should notify the Commission in writing immediately of the changes.
- **Confirm** that I have read and understood the attached Personal Information Collection Statement.
- **Consent** to the Commission using any personal information I have provided in this application, or any associated documentation, and any personal information I may provide in the future, for the purposes described in the Personal Information Collection Statement.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.
- **Declare** that the Board of Directors has passed a board resolution appointing me as the corporation's:
 - Principal as stipulated under the Sponsor Guidelines.
 - Director and responsible officer to supervise the regulated activities for which I will be responsible (where the applicant is a director).
 - Responsible officer and granting me sufficient authority to supervise the regulated activities for which I will be responsible (where the applicant is not a director).

Signature

Date



Section 30: Declaration of licensed corporation in respect of the Application

We:

• **Have reviewed:**

- The information provided in this form (including all associated documentation).
- The documents evidencing the applicant's academic, professional and industry qualifications in this form (including all associated documentation).

• **confirm** that the other principal(s) and/or proposed principal(s) of the individual has/have also agreed to the information (where such information relates to such principal(s)) stated in the corresponding application / notification and any associated documentation.

• **For an applicant who will act as a Principal:**

- Are satisfied that this individual is qualified as a Principal for the purpose of the Sponsor Guidelines, and endorse this form and its associated documentation, and their accuracy.
- Confirm that the Principal nominated in this form will discharge his/her role in supervising the transaction team handling initial public offerings in a full-time capacity.
- Confirm that the firm has/will have at least one individual who is eligible to act as a Principal pursuant to Option 1 of paragraph 3.2.3 of the Sponsor Guidelines.
- Confirm that the firm has put in place effective internal systems and controls pursuant to paragraph 17 of Code of Conduct and Sponsor Guidelines.

• **For an applicant who will be an itinerant professional :**

- Undertake to assume full responsibility for the supervision of the individual's activities during her/his stay in Hong Kong and ensure s/he complies with the relevant rules and regulations at all times.

• **For an applicant who will be an itinerant professional to only provide services to professional investors or to provide services to any person other than a professional investor unless with a chaperon:**

- Undertake to provide training in the form of a structured course to the individual to ensure that s/he is fully aware of the Hong Kong regulatory framework before s/he commences carrying out regulated activity(ies) in Hong Kong; and
- Undertake to comply with the requirements set out under paragraph 4.4.3.2(c) of the Guidelines on Competence, in which we will arrange at least one approved responsible officer for the regulated activity to directly supervise or otherwise responsible for advising the individual in conducting regulated activity in Hong Kong.

• **Believe** that the applicant is a fit and proper person to be licensed as our licensed representative and/or responsible officer, and endorse this application.

For and on behalf of:

Name of corporation/licensed corporation

Name of director/responsible officer/person
authorised by the board of directors*
* Select as appropriate

Signature

Date



Vetting Authorisation

I, _____ hereby authorise the Commissioner of Police/any local or overseas criminal /investigatory body or regulatory authority, or their representatives, to release full particulars of any pertinent information and materials including all criminal convictions recorded against me to the Securities and Futures Commission. My personal particulars are as follows:

Name

Date of birth (DD/MM/YYYY)

Hong Kong identity card number

Chinese Commercial Code

People's Republic of China resident
identity card number (if applicable)

Passport number*

Passport issuing place*

Number of other identification
document

Place of birth

Signature of applicant

Date

Witness by**

Signature of witness

Name of witness

Designation

Company name

Notary Public number
(if applicable)

Hong Kong identity card number

Passport number*

Passport issuing place*



- * Applicable to individuals who are non-Hong Kong permanent residents only.
- ** The witness must be one of the following persons:
 - (i) a practicing solicitor, notary public or Justice of the Peace; or
 - (ii) a director or responsible officer of the licensed corporation/corporation applying for a licence.



Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data¹ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:
 - to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:
 - the Securities and Futures Ordinance ("SFO");
 - the Fit and Proper Guidelines;
 - the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
 - the Management, Supervision and Internal Control Guidelines;
 - the Codes on Takeovers and Mergers and Share Buy-backs;
 - the Code on Unit Trusts and Mutual Funds.
 - to process any application you may make under the relevant Ordinances;
 - to assess your fitness and propriety in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and propriety to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching² those data.

¹ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO")

² "Matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:

The Data Privacy Officer
Securities and Futures Commission
54/F, One Island East
18 Westlands Road
Quarry Bay, Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available upon request.



New Substantial Shareholder Application

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of applicant(s)*	CE Number (if applicable)	Are you an associate of another substantial shareholder/substantial shareholder applicant?	Are you a: a) a licensed representative; b) a licensed corporation/ registered institution; or c) an approved substantial shareholder of a licensed corporation?***
		<input type="checkbox"/> Yes** <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No****
		<input type="checkbox"/> Yes** <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No****
		<input type="checkbox"/> Yes** <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No****
		<input type="checkbox"/> Yes** <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No****

Name of target licensed corporation(s) ("Licensed Corporation(s)")*	CE Number

** If an applicant ticks YES, please provide details of the associate relationship by completing section 1.6 of this form.

*** For an approved corporate substantial shareholder, please provide an updated list of directors in a separate document. If any director in the list has not previously submitted to the Commission a separate supplement as prescribed by the Commission and is not a person falling under (a), (b) or (c) as stated above, please arrange for such director to complete a Supplement 1U (for corporate) or Supplement 2U (for individual).

**** If an applicant ticks NO, please complete Supplement 1U (for corporate) or Supplement 2U (for individual) and refer to note 4 of the Instructions on page 2 of this form.

Contact person regarding any queries on this form	English name	Chinese name
	Business title	Firm name
	Relationship with the applicant(s)	
	Mobile number	E-mail address

Interpretations

1. "Associate" is defined under Part 1 of Schedule 1 to the Ordinance.
2. "Codes on Takeovers" refers to the Codes on Takeovers and Mergers and Share Buy-backs.
3. "Licensed Corporation(s)" in this form refers to the corporation(s) licensed under section 116(1) of the Ordinance of which you are applying to become or continue to be substantial shareholder(s).
4. "Substantial shareholder" is defined under section 6 of Part 1 of Schedule 1 to the Ordinance.
5. "You" in this form refers to each of the new substantial shareholder applicant(s) of the Licensed Corporation(s).

Instructions

1. This form can be completed by all the new substantial shareholders applicants of the same licensed corporation(s). Each of the applicants should separately complete the relevant declaration section (section 4.1 or section 4.2) and attach the signed declaration page to this form.
2. If you are not a licensed person, a registered institution or an approved substantial shareholder of a licensed corporation, you should additionally complete Supplement 1U (if you are a corporation) or Supplement 2U (if you are an individual).
3. If you are an approved corporate substantial shareholder of a licensed corporation(s), you should provide an updated list of directors on a separate document. If any director in the list has not previously submitted to the Commission a separate supplement prescribed by the Commission and is not a licensed person, a registered institution or an approved substantial shareholder of a licensed corporation(s), each of such directors should separately complete Supplement 1U (if the director is a corporation) or Supplement 2U (if the director is an individual).
4. For the purpose of completing this form, you will not be considered by the Commission to have a "close link" to the Licensed Corporation(s) if you:-
 - alone, do not have a direct or indirect interest in the Licensed Corporation(s) as described in section 6 of Part 1 of Schedule 1 to the Ordinance;
 - together with any of your associates, have a direct or indirect interest in the Licensed Corporation(s) as described in section 6 of Part 1 of Schedule 1 to the Ordinance;
 - are and will be controlled or influenced by another substantial shareholder(s) (including substantial shareholder applicant(s)) of the Licensed Corporation(s); and
 - do not and will not have any involvement in the management and operation of the Licensed Corporation(s).

If you do not have a close link to the Licensed Corporation(s), you may choose to complete Parts I, II and VII of Supplement 1U or Parts I, III and VI of Supplement 2U only, where applicable together with this form. However, the Commission may request that you provide additional information, or complete the remaining parts of the applicable supplement, if the Commission considers necessary.

5. Please fill in all parts of this form and ensure that (i) documents required in this form; and (ii) correct application fee have been enclosed. Application fee is payable on a per application basis regardless of the number of applicants and the number of licensed corporations involved.
6. Incomplete application may increase the time taken for the Commission to process your application or may be returned. Please refer to [Licensing Handbook](#) on the Commission's website (www.sfc.hk) for the return policy.

7. If the Commission is satisfied that a person has **substantial practical difficulties** in complying with any of the requirements under this form, it may exercise its discretion to dispense with the requirements to such extent as it considers necessary. If you consider that you have **substantial practical difficulties** in complying with any requirements under this form, please enclose a separate document setting out your **substantial practical difficulties** for the Commission's consideration. Please note that the Commission would only exercise its discretion under special circumstances.
8. If there are any changes to the information provided in support of this application before it is concluded, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.

Warning:

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

“A person commits an offence if –

- 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
- 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 HK\$1 million and imprisonment for up to 2 years.

(2) It is an offence under section 131(2) of the Ordinance if a person has become or continued to be a substantial shareholder of a licensed corporation without the Commission's approval under section 132(1)(b). The punishment for this offence is a fine of up to HK\$100,000 and a further fine of HK\$5,000 for every day during which the person continues to be such substantial shareholder without the Commission's approval under section 132(1)(b), and imprisonment for up to 2 years.



Index

Part	Details
I	Change to the Shareholding Structure of the Licensed Corporation(s)
II	Source of Funding
III	Information About Licensed Corporation(s) After the Shareholding Change
IV	Declaration



Part I: Change to the Shareholding Structure of the Licensed Corporation(s)

Section 1: Details of the Change

1.1 Please provide the following details:

- a) a shareholding chart showing all the corporate and individual shareholders of the Licensed Corporation(s) (with their percentage of holdings and complete official names) before the proposed shareholding change.
- b) a shareholding chart showing all the corporate and individual shareholders of the Licensed Corporation(s) (with their percentage of holdings and complete official names) after the proposed shareholding change and the following information:
- all ultimate beneficial owners;
 - all entities within the same corporate group that are listed companies or licensed/registered with any regulatory bodies or applying for licence/registration with any regulatory bodies; and
 - all "associate" relationship (as defined under Schedule 1 of the Ordinance).

1.2 Please state the reason or rationale of the change to the shareholding structure of the Licensed Corporation(s). You may select more than one item:

- Restructuring of shareholding structure within the corporate group
- Uninvited takeover
- Diversification/expansion of business
- Management buyout
- Improve financial strength of the Licensed Corporation(s)
- Personal investment by the new substantial shareholder(s)
- Others, please specify:

1.3 Will the ultimate beneficial owner(s) of the Licensed Corporation(s) remain unchanged after the proposed shareholding change?

- Yes
- No



1.4 Has the proposed shareholding change already taken place?

Yes, effective date (DD/MM/YYYY): _____

No, proposed effective date (DD/MM/YYYY): _____ .Please go to section 1.6.

1.5 Please explain why you did not apply for prior approval to become a substantial shareholder of the Licensed Corporation(s) from the Commission as required under section 131(1) of the Ordinance.

--

1.6 If you will become a substantial shareholder of the Licensed Corporation(s) pursuant to the definition of substantial shareholder under the Ordinance because you are associate(s) of another substantial shareholder(s) or substantial shareholder applicant(s), please provide details of the associate relationship in the table below.

Your name	Name of other substantial shareholder(s) or substantial shareholder applicant(s) that you are associated with	Type of associate relationship*

* Relationship type: (i) family member; (ii) companies within the same group of companies; (iii) employer and employee; (iv) a director and/or shareholder of the corporation; (v) trust, trustee and beneficiary owner; or (vi) others (please specify).



Part II: Source of Funding

Section 2: Details of Source of Funding

2.1 Do you require an approval from other authorities in Hong Kong or elsewhere before proceeding with the transaction?

Yes, please advise the authority name(s) and application status:

No.

2.2 Please state the total amount of consideration. HK\$ _____

2.3 Please state the basis in determining the consideration. You may select more than one item.

Net asset value of the Licensed Corporation(s)

Market price

Projected income of the Licensed Corporation(s)

Others, please specify:

2.4 Please provide information on each of the applicant(s) who finance the subscription/acquisition.

Name of person	
Class of shares to be subscribed/acquired/held*	
Number of shares to be subscribed/acquired/held*	
Respective cost of consideration (HK\$)	
<p>Source of funding of the person providing your financial support</p> <p><input type="checkbox"/> Personal savings</p> <p><input type="checkbox"/> Personal investment</p> <p><input type="checkbox"/> Internal capital</p> <p><input type="checkbox"/> Issuance of new shares</p> <p>No of shares to be issued/issued : <input type="text"/></p> <p>Total amount of capital raised (HK\$) : <input type="text"/></p> <p><input type="checkbox"/> Financial arrangement from group companies or other third party</p> <p>Name of the party providing the funding : <input type="text"/></p> <p>Nature of the financial arrangement :</p> <p><input type="checkbox"/> Secured loan <input type="checkbox"/> Unsecured loan <input type="checkbox"/> Subordinated loan <input type="checkbox"/> Others:</p> <p>Total amount provided by the party (HK\$) : <input type="text"/></p> <p>Tenor : <input type="text"/></p> <p>Repayment term : <input type="text"/></p> <p><input type="checkbox"/> Others, please provide details : <input type="text"/></p>	
Is the funding subject to any foreign exchange controls?	<input type="checkbox"/> Yes <input type="checkbox"/> No

* This refers to the shares of the corporation that the applicant proposes to subscribe/acquire/hold.

Part III: Information About Licensed Corporation(s) After the Shareholding Change

Section 3: Details of the Information

3.1 Will there be any changes to the business scope and operations of the Licensed Corporation(s) within 12 months after the proposed shareholding change?

Yes, please provide the information below:

Intended change code*	Name of the relevant Licensed Corporation(s)	Details of the changes**

* Intended change code

- (1) expand business scope which may constitute other types of regulated activities
- (2) expand business scope which may necessitate an application for waiver/modification of licensing conditions
- (3) expand business scope within the existing regulated activities
- (4) change in clientele
- (5) change in operations (e.g. holding client assets)
- (6) others (please specify)

** Other applications (such as addition/reduction of regulated activities or waiver/modification of licensing conditions) and other notifications of changes in business activity may be required.

No, there will not be any change to the business and operations of the Licensed Corporation(s).

3.2 Is there any intention to change the management team of the Licensed Corporation(s) within 12 months after the proposed shareholding change?

Yes, please provide the information below:

Intended timeline	Name of the relevant Licensed Corporation(s)	Details of the changes

No, there will not be any change to the management team of the Licensed Corporation(s).

3.3 Will you or your personnel be involved in the day-to-day business operations and management of the Licensed Corporation(s)?

Yes, please provide the following information:

Name of the person	Name of the relevant Licensed Corporation(s)	Proposed job title and duties in the relevant Licensed Corporations

No, my personnel and I will not be involved in the day-to-day business operations and management of the Licensed Corporation(s).

3.4 Did the Licensed Corporation(s) carry on regulated activity in the past six months?

Yes. Please go to Part IV.

No.

3.5 Please arrange with the Licensed Corporation(s) to provide the following information:

- Organisational chart depicting the management and governance structure, business and operational units and key human resources and their respective reporting lines of the Licensed Corporation(s). It should include all the Managers-In-Charge of Core Functions and their respective reporting lines (ie, the job titles of the persons to whom they report within the Licensed Corporation(s) and, if applicable, within the corporate group(s) of the Licensed Corporation(s)). It should also include the job titles of the persons reporting directly to them in relation to the operations of the Licensed Corporation(s).
- Operational flowcharts describing the business operations of the Licensed Corporation(s) in each of the regulated activities for which the Licensed Corporation(s) is/are licensed.

3.6 Please arrange with the Licensed Corporation(s) to complete Questionnaire 1U - General Business Profile and Internal Control Summary.

3.7 Please indicate whether the Licensed Corporation(s) will carry out the following business activity(ies).

- Asset management
- Securities or futures brokerage
- Securities margin financing
- Electronic trading or automated trading services

If yes, please arrange with the Licensed Corporation(s) to complete the relevant part(s) of Questionnaire 2U – Specific Business Profile and Internal Control Summary.

3.8 Please state the business activity(ies) the Licensed Corporation(s) intend(s) to carry out (you may select more than one item).

Broker/Introducing broker	“√”
Broking stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products*	<input type="checkbox"/>
Introducing brokerage	<input type="checkbox"/>
Broking futures contracts/futures derivatives*	<input type="checkbox"/>
Placing/underwriting securities	<input type="checkbox"/>
Market making – securities/ futures contracts*	<input type="checkbox"/>
Inter-dealer brokerage – securities/ futures contracts*	<input type="checkbox"/>
Serving as a central dealing function for group companies	<input type="checkbox"/>
Stock borrowing and lending	<input type="checkbox"/>
Providing incidental discretionary account service - securities/futures contracts*	<input type="checkbox"/>
Securities margin financing	<input type="checkbox"/>
Acting as listing agent of exchange-traded funds	<input type="checkbox"/>
Acting as custodians for private open-ended fund companies	<input type="checkbox"/>
Leveraged foreign exchange trading	
Leveraged foreign exchange trading	<input type="checkbox"/>
Providing incidental discretionary account service	<input type="checkbox"/>
Sales and advisory	
Giving advice on stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products/futures contracts*	<input type="checkbox"/>
Marketing/distributing unit trusts/mutual funds/structured products/virtual asset funds*	<input type="checkbox"/>
Publishing research or analyses on securities/futures contracts*	<input type="checkbox"/>
Robo-advisory service on stocks/unit trusts/mutual funds/debt securities/stock derivatives/structured products/futures contracts*	<input type="checkbox"/>
Undertaking activities in connection with matters regulated by the Codes on Takeovers	<input type="checkbox"/>
Sponsor/Compliance Adviser	<input type="checkbox"/>
Giving advice on other corporate finance matters	<input type="checkbox"/>
Electronic trading system/Automated trading services operator	
Internet trading/Direct market access/Algorithmic trading** for stocks/unit trusts/mutual funds/debt securities/stock derivatives/futures contracts/futures derivatives/leveraged foreign exchange contracts*	<input type="checkbox"/>
Alternative liquidity pool*	<input type="checkbox"/>
Operating a pre-initial public offering/odd-lot/bond trading platform*	<input type="checkbox"/>
Operating an equity crowd funding platform	<input type="checkbox"/>
Operating a virtual asset platform	<input type="checkbox"/>
Other automated trading services, please specify:	<input type="checkbox"/>
Asset manager	
Managing public funds/real estate investment scheme/open-ended fund companies/discretionary accounts/hedge funds /private equity and venture capital funds / other private funds /virtual asset funds*	<input type="checkbox"/>
Family office	<input type="checkbox"/>

Credit rating agency	
Providing credit rating services	<input type="checkbox"/>
Over-the-counter derivatives	
Dealing in/advising on over-the-counter derivatives products	<input type="checkbox"/>
Clearing over-the-counter derivatives products	<input type="checkbox"/>
Internet trading/Direct market access/Algorithmic trading* [^] for over-the-counter derivatives products	<input type="checkbox"/>
Managing portfolios of over-the-counter derivative transactions	<input type="checkbox"/>
Proprietary trading	
Proprietary trading in securities/futures contracts/over-the-counter derivatives products*	<input type="checkbox"/>
Others	
Selling insurance products/mandatory provident fund products/other pension products*	<input type="checkbox"/>
Providing custody	<input type="checkbox"/>
Other activities, please specify:	<input type="checkbox"/>

* Select where applicable

[^] Definitions of "internet trading", "direct market access" and "algorithmic trading" can be found in paragraph 18 of the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission ("Code of Conduct").

[#] Definition of "alternative liquidity pool" can be found in paragraph 19 of the Code of Conduct.



Part IV: Declaration

Each of the new substantial shareholder applicants should separately complete the applicable declaration section and attach the signed declaration page to this form.

Section 4.1: Corporate substantial shareholder applicant's declaration

We:

- **Have completed** all parts of this form.
- **Declare** that all the information provided in this application and any associated documentation 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 criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, an application.
- **Understand** that if any information contained in this application, or any associated documentation changes prior to the Commission making a decision in respect of this application, we should notify the Commission in writing immediately of the changes.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.

(This declaration must be signed by a director, responsible officer or person authorised by the board of directors of the corporate substantial shareholder applicant.)

For and on behalf of:

Name of corporation lodging the application

Name of director/responsible officer/executive officer/chief executive/person authorised by the board of directors*

Signature

Date

* Select where applicable.



Section 4.2: Individual substantial shareholder applicant's declaration

I, _____
Name of applicant

- **Have completed** all parts of this form
- **Declare** that all the information provided in this application and any associated documentation 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 criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, an application.
- **Understand** that if any information contained in this application, or any associated documentation changes prior to the Commission making a decision in respect of this application, I should notify the Commission in writing immediately of the changes.
- **Confirm** that I have read and understood the attached Personal Information Collection Statement.
- **Consent** to the Commission using any personal information I have provided in this application, or any associated documentation, and any personal information I may provide in the future, for the purposes described in the Personal Information Collection Statement.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.

Signature

Date



Consent to the Imposition of Condition

- If you are applying for approval to become a substantial shareholder of a licensed corporation(s), please complete this page.
- If you are applying for approval to continue to be a substantial shareholder of a licensed corporation(s), you are not required to complete this page.
- Each of the new substantial shareholder applicants who is required to complete this section should separately complete this page and attach the signed page to this form.

Consent to the Imposition of Condition

I/We, _____ refer to my/our application for approval to become a substantial shareholder of a corporation licensed under section 116 of the Securities and Futures Ordinance ("SFO") enclosed herewith.

To expedite the application process, I/we hereby agree to the arrangement that the Commission, having considered this application and all relevant circumstances, may impose on the approval under section 132 of the SFO the following condition in light that it is expected that the proposed share transfer as envisaged in this application will take place and complete within six months after the application is approved:

This approval shall lapse and cease to have effect unless the share transfer takes effect within six months after the date of approval by the Commission or within such further period as may be agreed by the Commission in writing.

In relation to the imposition of the above condition on the approval of my/our application where the Commission considers appropriate, I/we hereby consent with the arrangement to dispense with the procedural requirements provided under section 140 of the SFO.

I/We further acknowledge that after due consideration of the application, the Commission may or may not impose the above condition on the approval. In addition, in case that the Commission considers it appropriate to impose any other conditions on the approval, the standard procedural requirements whereby I/we will be given the opportunity of being heard will be followed.

For individual applicant

Signature of applicant:

HKID/Passport* number:

Date:

For corporate applicant

Signature of director/duly authorised person**:

Full Name:

Title:

HKID/Passport* number:

Date:

* Only applicable to individuals who are non-Hong Kong permanent residents.

** Select as appropriate.



Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data¹ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:
 - to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:
 - the Securities and Futures Ordinance ("SFO");
 - the Fit and Proper Guidelines;
 - the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
 - the Management, Supervision and Internal Control Guidelines;
 - the Codes on Takeovers and Mergers and Share Buy-backs;
 - the Code on Unit Trusts and Mutual Funds.
 - to process any application you may make under the relevant Ordinances;
 - to assess your fitness and propriety in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and propriety to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching² those data.

¹ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO")

² "matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:-

The Data Privacy Officer
Securities and Futures Commission
54th Floor, One Island East
18 Westlands Road
Quarry Bay
Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available upon request.



SECURITIES AND
FUTURES COMMISSION
證券及期貨事務監察委員會

Form 8U

Notification by Substantial Shareholder

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of substantial shareholder	English	
	Chinese	
CE number		
Name of the relevant licensed corporation(s)		
CE number of the relevant licensed corporation(s)		
Notification of	<input type="checkbox"/> Change in share capital	
	<input type="checkbox"/> Change in shareholding structure	
	<input type="checkbox"/> Change in contact information	
	<input type="checkbox"/> Change in particulars	
	<input type="checkbox"/> Others	
Contact person regarding any queries on this form	English name	Chinese name
	Business title	Firm name
	Relationship with the substantial shareholder	
	Mobile number	E-mail address

Interpretations

1. "Associate" is defined under Part 1 of Schedule 1 to the Ordinance.
2. "Contact information" refers to:
 - business addresses;
 - registered business address (only applicable to corporate substantial shareholder);
 - correspondence address;
 - residential address (only applicable to individual substantial shareholder);
 - website address (only applicable to corporate substantial shareholder); and
 - telephone, facsimile numbers and e-mail address.
3. "Licensed Corporation" in this form refers to the corporation licensed under section 116(1) of the Ordinance of which you are a substantial shareholder.
4. "Substantial shareholder" is defined under section 6 of Part 1 of Schedule 1 to the Ordinance.
5. "You" in this form refers to the substantial shareholder making the notification.

Instructions

1. This form is to be filled in by a substantial shareholder of a licensed corporation.
2. Please refer to the Completion Guidelines to identify which Part(s) of the form to fill in and ensure that other documents required in this form have been enclosed.
3. Incomplete notification may increase the time taken for the Commission to process your notification.
4. If the Commission is satisfied that a person has **substantial practical difficulties** in complying with any of the requirements under this form, it may exercise its discretion to dispense with the requirements to such extent as it considers necessary. If you consider that you have **substantial practical difficulties** in complying with any requirements under this form, please enclose a separate document setting out your **substantial practical difficulties** for the Commission's consideration. Please note that the Commission would only exercise its discretion under special circumstances.
5. If there are any changes to the information provided in support of this notification before it is concluded, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.
6. **You may use section 8 of this form to notify the changes stipulated in the Securities and Futures (Licensing and Registration) (Information) Rules.**

Warning

You must fill in this form accurately and truthfully.

Section 384(1) of the Ordinance states:

“A person commits an offence if –

- he, in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions, provides to a specified recipient any information which is false or misleading in a material particular; and
- he knows that, or is reckless as to whether, the information is false or misleading in a material particular.”

Section 384(3) of the Ordinance states:

“A person commits an offence if –

- he, otherwise than in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions but in connection with the performance by a specified recipient of a function under any of the relevant provisions, provides to the specified recipient any record or document which is false or misleading in a material particular; and
- he –
 - knows that, or is reckless as to whether, the record or document is false or misleading in a material particular; and
 - has, in relation to the provision of the record or document, received prior written warning from the specified recipient to the effect that the provision of any record or document which is false or misleading in a material particular in the circumstances of the case would constitute an offence under this subsection.”

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



Index

Part	Details
I	Change in Share Capital
II	Change in Shareholding Structure
III	Change in Contact Information
IV	Change in Particulars
V	Other Notifications
VI	Declaration



Completion Guidelines

Please fill in the relevant parts of this form which are applicable to your notifications:

Part	Change in share capital	Change in shareholding structure	Change in contact information	Change in particulars	Other notifications
I	✓				
II		✓			
III			✓		
IV				✓	
V					✓
VI	✓	✓	✓	✓	✓

Part I: Change in Share Capital

Section 1: Details of the Change

1.1 Please provide the following share capital information before and after the change.

Class of shares	Details	Before the change	After the change
<input type="checkbox"/> Ordinary	Number of issued shares		
<input type="checkbox"/> Preference	Issued share capital (HK\$)		
<input type="checkbox"/> Others (please specify):	Par value*		
<div style="border: 1px solid black; width: 150px; height: 100px; margin: 5px;"></div>	Number of authorised shares*		
	Authorised share capital (HK\$)*		
	Premium paid (HK\$)*		
	Paid-up share capital (HK\$)		
	Unpaid share capital (HK\$)		
Please state the effective date of the change (DD/MM/YYYY).			

Class of shares	Details	Before the change	After the change
<input type="checkbox"/> Ordinary	Number of issued shares		
<input type="checkbox"/> Preference	Issued share capital (HK\$)		
<input type="checkbox"/> Others (please specify):	Par value*		
<div style="border: 1px solid black; width: 150px; height: 100px; margin: 5px;"></div>	Number of authorised shares*		
	Authorised share capital (HK\$)*		
	Premium paid (HK\$)*		
	Paid-up share capital (HK\$)		
	Unpaid share capital (HK\$)		
Please state the effective date of the change (DD/MM/YYYY).			

* If applicable.



Part II: Change in Shareholding Structure

Section 2: Details of the Change

2.1 Please provide the following details:

- a) a shareholding chart showing the position of the Licensed Corporation(s) before the shareholding change, including the respective number of shares and percentage of shareholdings.
- b) a shareholding chart showing the position of the Licensed Corporation(s) after the shareholding change with percentage of holdings and include the following information:
 - all ultimate beneficiary owners;
 - all entities within the same corporate group that are listed companies or licensed/registered with any regulatory bodies or applying for licence or registration with any regulatory bodies; and
 - all "associate" relationship (as defined under Schedule 1 of the Ordinance).

2.2 Please state the effective date of the change (DD/MM/YYYY).

2.3 Please state the reason for changing the shareholding structure.



2.4 Did the change in shareholding structure result in new substantial shareholder(s) or existing substantial shareholder(s) cease to be substantial shareholder(s) of the Licensed Corporation(s)?

No.

Yes. Please provide details as follows:

New substantial shareholder(s)*, if any:

Name of entity(ies)	CE number, if applicable	Name of the relevant licensed corporation(s)	CE number of the relevant licensed corporation(s)

Ceased substantial shareholder(s), if any:

Name of entity(ies)	CE number, if applicable	Name of the relevant licensed corporation(s)	CE number of the relevant licensed corporation(s)

* The new substantial shareholder of a licensed corporation is required to apply for a prior approval to become substantial shareholder under section 132 of the Ordinance. Please complete Form 7U if the new substantial shareholder has not sought prior approval.



Part III: Change in Contact Information

Section 3: Details of the Change

3.1 Please describe the change in contact information.

Address (Please tick "✓" where applicable.) <input type="checkbox"/> Addition <input type="checkbox"/> Deletion		
<input type="checkbox"/> Principal place of business <input type="checkbox"/> Registered office <input type="checkbox"/> Correspondence <input type="checkbox"/> Other place of business <input type="checkbox"/> Residential		
	Address in English	Address in Chinese
Flat, floor and block number		
Building name		
Street number and name		
District and city		
State and country		
Postal code, if any		
Contact number		
Mobile number*		
Facsimile number		
E-mail address		
Website address		
Effective date (DD/MM/YYYY)		

* If applicable.



Part IV: Change in Particulars

Section 4: Change in Name

4.1 Please provide the following information:

Former name	
New name	
Effective date (DD/MM/YYYY)	
Reason for the change	

4.2 Please enclose the relevant supporting document(s), e.g. copy of the Certificate of Change of Name or other legal document for record.

Section 5: Change in Passport Information
(only applicable to individual substantial shareholder)

5.1 Please provide the following information:

Particulars to be changed	
Description of the change	
Effective date (DD/MM/YYYY)	

Particulars to be changed	
Description of the change	
Effective date (DD/MM/YYYY)	

Section 6: Others

6.1 Please provide the following information:

Particulars to be changed	
Description of the change	
Effective date (DD/MM/YYYY)	

Particulars to be changed	
Description of the change	
Effective date (DD/MM/YYYY)	



Part V: Other Notifications

Section 7: Details of the Change

7.1 Please provide the following information:

Particulars to be changed	
Description of the change	
Effective date (DD/MM/YYYY)	

Particulars to be changed	
Description of the change	
Effective date (DD/MM/YYYY)	



Part VI: Declaration

Section 8: Corporate Substantial Shareholder's Declaration

We:

- **Have completed** Part(s) _____ of this notification.
- **Declare** that all the information provided in this notification and any associated documentation is complete, true and correct.
- **Understand** that providing false or misleading information in this notification is an offence under section 384 of the Ordinance.
- **Understand** that the Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, this notification.
- **Understand** that if any information contained in this notification, or any associated documentation changes prior to the Commission making a decision in respect of any relating application, we should notify the Commission in writing immediately of the changes.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.

(This declaration must be signed by a director or person authorised by the Board of Directors of the relevant corporate substantial shareholder(s).)

For and on behalf of:

Name of corporation(s)

Name of director/person authorised by
the board of directors of the relevant
corporate substantial shareholder(s)*

Signature

Date

* Select as appropriate.



Section 9: Individual Substantial Shareholder's Declaration

I (We), _____

Name(s) of individual(s)

- **Have completed** Part(s) _____ of this notification.
- **Declare** that all the information provided in this notification and any associated documentation is complete, true and correct.
- **Understand** that providing false or misleading information in this notification is an offence under section 384 of the Ordinance.
- **Understand** that the Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, this notification.
- **Understand** that if any information contained in this notification, or any associated documentation changes prior to the Commission making a decision in respect of any relating application, I(we) should notify the Commission in writing immediately of the changes.
- **Confirm** that I(we) have read and understood the enclosed Personal Information Collection Statement.
- **Consent** to the Commission using any personal information I have provided in this notification, or any associated documentation, and any personal information I(we) may provide in the future, for the purposes described in the Personal Information Collection Statement.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.

Signature of (name of individual SSH)

Date



Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data¹ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:
 - to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:
 - the Securities and Futures Ordinance ("SFO");
 - the Fit and Proper Guidelines;
 - the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
 - the Management, Supervision and Internal Control Guidelines;
 - the Codes on Takeovers and Mergers and Share Buy-backs;
 - the Code on Unit Trusts and Mutual Funds.
 - to process any application you may make under the relevant Ordinances;
 - to assess your fitness and properness in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and properness to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching² those data.

¹ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO")

² "Matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:-

The Data Privacy Officer
Securities and Futures Commission
54/F, One Island East
18 Westlands Road
Quarry Bay
Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available upon request.



SECURITIES AND
FUTURES COMMISSION
證券及期貨事務監察委員會

Form 9U

Notification and Application by Associated Entity

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of corporation/applicant	English	
	Chinese	
CE number (if applicable)		
Notification of	<input type="checkbox"/> Becoming an associated entity	
	<input type="checkbox"/> Ceasing to be an associated entity	
	<input type="checkbox"/> Others	
Application for	<input type="checkbox"/> Change of financial year end under section 155(3) of the Ordinance	
	<input type="checkbox"/> Adoption of period exceeding 12 months as financial year under section 155(3) of the Ordinance	
	<input type="checkbox"/> Extension of deadline for submission of audited accounts and other documents under section 156(4) of the Ordinance	
Contact person regarding any queries on this form	English name	Chinese name
	Business title	Firm name
	Relationship with the corporation/applicant	
	Mobile number	E-mail address

Interpretations

1. "Associated entity" is defined under Part 1 of Schedule 1 to the Ordinance.
2. "Controlling entity" and "controlling entity relationship" are defined under Part 1 of Schedule 1 to the Ordinance.
3. "Executive officer" is defined under Part 1 of Schedule 1 to the Ordinance.
4. "Intermediary" is defined under Part 1 of Schedule 1 of the Ordinance.
5. "You" in this form refers to the applicant/corporation making the notification.

Instructions

1. This form is to be filled in by (i) a company, or a registered non-Hong Kong company as defined by section 2(1) of the Companies Ordinance (Cap. 622) making notification of becoming/ceasing to be an associated entity of an intermediary; (ii) an associated entity applying for change of financial year end; (iii) an associated entity applying for adoption of period exceeding 12 months as financial year; (iv) an associated entity applying for extension of deadline for submission of audited accounts; or (v) an associated entity making other notifications.
2. Please refer to the Completion Guidelines to identify which Part(s) of the form to fill in and ensure that (i) your identification document (e.g. certificate of incorporation); (ii) other documents required in this form have been enclosed; and (iii) correct application fee have been enclosed.
3. Incomplete notification/application may increase the time taken for the Commission to process your notification/application or may be returned. Please refer to [Licensing Handbook](#) on the Commission's website (www.sfc.hk) for the return policy.
4. If the Commission is satisfied that a person has **substantial practical difficulties** in complying with any of the requirements under this form, it may exercise its discretion to dispense with the requirements to such extent as it considers necessary. If you consider that you have **substantial practical difficulties** in complying with any requirements under this form, please enclose a separate document setting out your **substantial practical difficulties** for the Commission's consideration. Please note that the Commission would only exercise its discretion under special circumstances.
5. If there are any changes to the information provided in support of this notification/application before it is concluded, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.

Warning

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

“A person commits an offence if –

- 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
- he knows that, or is reckless as to whether, the representation is false or misleading in a material particular.”

Section 384(1) of the Ordinance states:

“A person commits an offence if –

- he, in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions, provides to a specified recipient any information which is false or misleading in a material particular; and
- he knows that, or is reckless as to whether, the information is false or misleading in a material particular.”

Section 384(3) of the Ordinance states:

“A person commits an offence if –

- he, otherwise than in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions but in connection with the performance by a specified recipient of a function under any of the relevant provisions, provides to the specified recipient any record or document which is false or misleading in a material particular; and
- he –
 - knows that, or is reckless as to whether, the record or document is false or misleading in a material particular; and
 - has, in relation to the provision of the record or document, received prior written warning from the specified recipient to the effect that the provision of any record or document which is false or misleading in a material particular in the circumstances of the case would constitute an offence under this subsection.”

The punishment for the above offences is a fine of up to HK\$1 million and imprisonment for up to 2 years.

Index

	Part	Details
Notification	I	Becoming an Associated Entity
	II	Ceasing to be an Associated Entity
	III	Others
Application	IV	Change of Financial Year End
	V	Adoption of Period Exceeding 12 Months as Financial Year
	VI	Extension of Deadline for Submission of Audited Accounts <u>and other documents</u> ¹
	VII	Declaration

¹ For the purpose of Part VI of this form, "Other Documents" refer to the documents specified under section 3(1) of the Securities and Futures (Accounts and Audit) Rules (Cap.571P).

Completion Guidelines

Please fill in the relevant parts of this form which are applicable to your notifications/applications:

Part	Notification			Application		
	Becoming an Associated Entity	Ceasing to be an Associated Entity	Others	Change of financial year end	Adoption of period exceeding 12 months as financial year	Extension of deadline for submission of audited accounts and other documents
I	✓					
II		✓				
III			✓			
IV				✓		
V					✓	
VI						✓
VII	✓	✓	✓	✓	✓	✓



Part I: Notification - Becoming an Associated Entity

Section 1: Background of the intermediary / corporation applying for a licence

1.1 Please state the name of the intermediary / corporation applying for a licence for which you propose to act as an associated entity.

Name of intermediary / corporation applying for a licence	CE number	Effective date (DD/MM/YYYY)

Section 2: Your Background

(Not applicable if you are a licensed corporation or registered institution except section 2.7 - List of executive officers)

2.1 Please provide the following information and supporting document(s):

- A copy of your certificate of incorporation/registration and business registration.
- If you have changed your name, please provide the relevant supporting documents.

Full name (in English)				
Full name (in Chinese)				
Business name (in English)				
Business name (in Chinese)				
Former name(s), if any				
English				
Chinese				
Effective period(s) (DD/MM/YYYY)	From		To	



Place of incorporation	
Date of incorporation (DD/MM/YYYY)	
Date of registration (DD/MM/YYYY)*	
Hong Kong certificate of incorporation number or company number for non-Hong Kong incorporated company	
Hong Kong business registration certificate number or equivalent for non-Hong Kong incorporated company	
Financial year end (DD/MM)	
Name of auditor	
Auditor appointment date** (DD/MM/YYYY)	

* Date of registration is only applicable to a "registered non-Hong Kong company" as defined under the Companies Ordinance (Cap. 622).

** Appointment date is the date on which a written agreement is signed with the auditor for the provision of services. Your attention is drawn to section 153(5) of the Ordinance which requires an associated entity to appoint an auditor within one month after it becomes licensed.



2.2 Contact information

Please provide information on your principal place of business, registered office, correspondence, e-mail and website addresses.

Please tick "✓" where applicable.		
<input type="checkbox"/> Principal place of business	<input type="checkbox"/> Registered office	<input type="checkbox"/> Correspondence address
	Address in English	Address in Chinese
Flat, floor and block number		
Building name		
Street number and name		
District and city		
State and country		
Postal code, if any		
Contact number		
Facsimile number		
E-mail address		
Website address		
Effective date (DD/MM/YYYY)		

2.3 Record keeping address

Please provide information on your premises for keeping books and records on the intermediaries' client assets received or held in Hong Kong.

Flat, floor and block number			
Building name			
Street number and name			
District			
Area	<input type="checkbox"/> HK	<input type="checkbox"/> KLN	<input type="checkbox"/> NT



Contact number	
Facsimile number	
Effective date (DD/MM/YYYY)	

2.4 Bank account details

Please provide information on your bank accounts for holding the intermediaries' client assets received or held in Hong Kong.

1	Name of bank	
	Account number	
2	Name of bank	
	Account number	
3	Name of bank	
	Account number	
4	Name of bank	
	Account number	

2.5 Financial status

Is there any matter that may render you insolvent or lead to the appointment of a liquidator?

Yes (please specify):

--

No

2.6 Circumstances of becoming an associated entity

Please describe your circumstances of becoming an associated entity of the intermediary specified in section 1.1.

--



2.7 List of executive officers

Please provide information on your director(s) who is/are responsible for directly supervising the receiving or holding of the intermediaries' client assets

Personal details	
Full name (in English)	
Full name (in Chinese)	
Hong Kong identity card number	
People's Republic of China identity card number, if applicable	
Passport number*	
Passport issuing place*	
Passport expiry date* (DD/MM/YYYY)	
Contact number	
Mobile number	
Facsimile number	
Email address	
Residential address	
Flat, floor and block number	
Building name	
Street number and name	
District and city	
State and country	
Postal code, if any	
Correspondence address	
Flat, floor and block number	
Building name	
Street number and name	
District and city	
State and country	
Postal code, if any	



* Only applicable to individuals who are non-Hong Kong permanent residents.

2.8 List of individual controlling entities

Please provide information on your individual controlling entities.

Personal details	
Full name (in English)	
Full name (in Chinese)	
Hong Kong identity card number	
People's Republic of China identity card number, if applicable	
Passport number*	
Passport issuing place*	
Passport expiry date* (DD/MM/YYYY)	
Contact number	
Mobile number	
Facsimile number	
E-mail address	
Residential address	
Flat, floor and block number	
Building name	
Street number and name	
District and city	
State and country	
Postal code, if any	
Correspondence address	
Flat, floor and block number	
Building name	
Street number and name	
District and city	
State and country	



Postal code, if any	
----------------------------	--

* Only applicable to individuals who are non-Hong Kong permanent residents.

2.9 List of corporate controlling entities

Please provide information on your corporate controlling entities.

Corporate details	
Full name (in English)	
Full name (in Chinese)	
Business registration number	
Principal business address	
Flat, floor and block number	
Building name	
Street number and name	
District and city	
State and country	
Postal code, if any	
Contact number	
Facsimile number	
E-mail address	
Website address	
Correspondence address	
Flat, floor and block number	
Building name	
Street number and name	
District and city	
State and country	
Postal code, if any	
Contact number	
Facsimile number	
E-mail address	



Website address	
------------------------	--



Part II: Notification - Ceasing to be an Associated Entity

Section 3: Background of the Intermediary

3.1 Please state the name of the intermediary for which you are ceasing to act as an associated entity.

Name of intermediary	CE number	Effective date (DD/MM/YYYY)

Section 4: Details of the Cessation

(Not applicable if you are a licensed corporation or registered institution)

4.1 Please state the circumstances under which you are ceasing to act as an associated entity of the above intermediary(ies)

4.2 Have you fully accounted for and properly disposed of all the clients' assets of the intermediary(ies) that are received or held by you prior to your cessation as an associated entity?

Yes

No. Please provide the particulars of all the clients' assets that you have not fully accounted for and properly disposed of, and your plan to safeguard such assets.



Part III: Other Notifications

Section 5: Details of the Notifications

5.1 Please provide details of the notifications and the effective dates.

--



Part IV: Application - Change of Financial Year End

Section 6: Details of the Change

6.1 Please provide the following information:

Existing financial year end (DD/MM)	
New financial year end (DD/MM)	
Reason for the change	



Part V: Application - Adoption of Period Exceeding 12 Months as Financial Year

Section 7: Details of the Adoption

7.1 Please provide the following information:

Existing financial reporting period (DD/MM/YYYY)	From		To	
New financial reporting period (DD/MM/YYYY)	From		To	
Reason for the change				



Part VI: Application - Extension of Deadline for Submission of Audited Accounts and Other Documents²

Section 8: Details of the Extension

8.1 Please provide the following information:

Type(s) of document	
Submission due date (DD/MM/YYYY)	
Proposed date of submission (DD/MM/YYYY)	
Reason for the extension	

² For the purpose of Part VI of this form, "Other Documents" refer to the documents specified under section 3(1) of the Securities and Futures (Accounts and Audit) Rules (Cap.571P).



Part VII: Declaration

We:

- **Have completed** Part(s) _____ of this form.
- **Declare** that all the information provided in this form and any associated documentation is complete, true and correct.
- **Understand** that providing false or misleading information in support of this form is an offence under section 384 or 383 of the Ordinance.
- **Understand** that the Securities and Futures Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of this notification/application.
- **Understand** that if any information contained in this notification/application, or any associated documentation changes prior to the Securities and Futures Commission making a decision in respect of any relating application, we should notify the Securities and Futures Commission in writing immediately of the changes.
- **Understand** that the Securities and Futures Commission may make such enquiries and seek such further information as it thinks appropriate.
- **Give consent** to the Securities and Futures Commission to release the particulars of the corporation to any local or overseas criminal investigatory body or regulatory authority, or their representatives for vetting purposes.
- **Authorise** any local or overseas criminal investigatory body or regulatory authority, or their representatives, to release full particulars of any pertinent information and materials on the Company, including all criminal convictions recorded against the corporation, to the Securities and Futures Commission.
-

(This declaration must be signed by a director, executive officer or person authorised by the board of directors of the associated entity.)

For and on behalf of:

Name of corporation/applicant

Name of director/executive officer/person authorised by the board of directors*

Signature

Date

* Select as appropriate.



Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data³ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:
 - to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:
 - the Securities and Futures Ordinance ("SFO");
 - the Fit and Proper Guidelines;
 - the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
 - the Management, Supervision and Internal Control Guidelines;
 - the Codes on Takeovers and Mergers and Share Buy-backs;
 - the Code on Unit Trusts and Mutual Funds.
 - to process any application you may make under the relevant Ordinances;
 - to assess your fitness and properness in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and properness to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching⁴ those data.

³ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO").

⁴ "Matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:-

The Data Privacy Officer
Securities and Futures Commission
54/F, One Island East
18 Westlands Road
Quarry Bay
Hong Kong

9. A copy of the Privacy Policy Statement adopted by the SFC is available upon request.



SECURITIES AND
FUTURES COMMISSION
證券及期貨事務監察委員會

Form

10U

Application

Officer for Signing Financial Resources Returns (other than Responsible Officer)

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance")
(Cap 571)

Name of licensed corporation	English	
	Chinese	
Name of proposed signatory	English	
	Chinese	
Contact person regarding any queries on this form	English name	Chinese name
	Business title	Firm name
	Relationship with the corporation	
	Mobile number	E-mail address



Interpretations

1. "You" in this application refers to the licensed corporation providing information.
2. "Proposed Signatory" in this application refers to the officer (other than a responsible officer) for whom the licensed corporation seeks approval to sign its financial resources returns.

Instructions

1. This application is to be filled in by the licensed corporation seeking approval for its Proposed Signatory to sign its financial resources returns under section 58(5)(e) of the Securities and Futures (Financial Resources) Rules.
2. Please fill in all parts of this form and ensure that (i) the required documents in this form and (ii) correct application fee are enclosed.
3. Incomplete form may increase the time taken for the Commission to process your related application or the related application may be returned. Please refer to Licensing Handbook on the Commission's website (www.sfc.hk) for the return policy.
4. If there are any changes to the information provided in support of this form before it is concluded, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.

Warning

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

"A person commits an offence if –

- **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**
- **he knows that, or is reckless as to whether, the representation is false or misleading in a material particular."**

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



Index

Part	Details
I	Personal Particulars
II	Contact information
III	Qualification and Experience
IV	Organizational Structure and Review Process
V	Declaration



Part I: Personal Particulars

Section 1: Personal Particulars of Proposed Signatory

1.1 Please provide the following information and supporting document(s):

- A copy of your Proposed Signatory's identification document (e.g. Hong Kong identity card, People's Republic of China identity card and/or passport).

Full name (in English)			
Full name (in Chinese)			
CE number, if any			
Hong Kong identity card number			
People's Republic of China identity card number, if applicable			
Passport number*		Date of expiry* (DD/MM/YYYY)	
Passport issuing country*			

* Applicable to individuals who are non-Hong Kong permanent residents only.



Part II: Contact Information

Section 2: Contact Information of Proposed Signatory

2.1 Please provide the residential, business and e-mail addresses, and contact and facsimile numbers of your Proposed Signatory.

<input type="checkbox"/> Residential	<input type="checkbox"/> Business
Flat, floor and block number	
Building name	
Street number and name	
District and city	
State and country	
Postal code, if any	
Contact number	
Mobile number	
Facsimile number	
E-mail address	
Effective date (DD/MM/YYYY)	

<input type="checkbox"/> Residential	<input type="checkbox"/> Business
Flat, floor and block number	
Building name	
Street number and name	
District and city	
State and country	
Postal code, if any	
Contact number	
Mobile number	
Facsimile number	
E-mail address	
Effective date (DD/MM/YYYY)	

Part III: Qualification and Experience

Section 3: Qualification and Experience

3.1 Please provide information on your Proposed Signatory's academic/vocational/professional/industry qualifications.

Qualification	Name of institution	Year awarded

3.2 Please provide information on your Proposed Signatory's employment history.

	1	2	3
Name of employer			
Nature of business	<input type="checkbox"/> Financial industry <input type="checkbox"/> Banking <input type="checkbox"/> Insurance <input type="checkbox"/> Investment service <input type="checkbox"/> Securities <input type="checkbox"/> Others (Please specify) <input type="text"/> <input type="checkbox"/> Investment holding company <input type="checkbox"/> Trust/Trustee <input type="checkbox"/> Others (Please specify) <input type="text"/>	<input type="checkbox"/> Financial industry <input type="checkbox"/> Banking <input type="checkbox"/> Insurance <input type="checkbox"/> Investment service <input type="checkbox"/> Securities <input type="checkbox"/> Others (Please specify) <input type="text"/> <input type="checkbox"/> Investment holding company <input type="checkbox"/> Trust/Trustee <input type="checkbox"/> Others (Please specify) <input type="text"/>	<input type="checkbox"/> Financial industry <input type="checkbox"/> Banking <input type="checkbox"/> Insurance <input type="checkbox"/> Investment service <input type="checkbox"/> Securities <input type="checkbox"/> Others (Please specify) <input type="text"/> <input type="checkbox"/> Investment holding company <input type="checkbox"/> Trust/Trustee <input type="checkbox"/> Others (Please specify) <input type="text"/>
Principal place of business			

Job title			
Period of service	From _____ MM/YYYY To _____ present	From _____ MM/YYYY To _____ MM/YYYY	From _____ MM/YYYY To _____ MM/YYYY
Reason for leaving			

- 3.3 Please elaborate your Proposed Signatory's knowledge and experience and explain how these will enable him to understand the contents of the financial returns and related regulatory requirements.

Part IV: Organizational Structure and Review Process

Section 4: Organizational Structure and Review Process

- 4.1 Please provide an organization chart depicting your Proposed Signatory's position and reporting line in your corporation.
- 4.2 Please explain how your corporation could ensure your Proposed Signatory will be able to exercise independent judgement as to the truth and correctness of your financial resources returns.



Part V: Declaration

Section 5: Declaration of licensed corporation

We:

- **Have reviewed** the information provided in this application including all associated documentation which includes documents evidencing the Proposed Signatory's academic/industry qualifications.
- **Declare** that all the information provided in this application and any associated documentation is complete, true and correct.
- **Declare** that the Proposed Signatory is fully aware of his responsibility in signing and submitting financial resources returns.
- **Declare** that the Proposed Signatory has sufficient knowledge and experience that would enable him to understand the contents of the financial resources returns and related regulatory requirements.
- **Declare** that the Proposed Signatory is in a sufficiently senior management position to exercise independent judgement as to the truth and correctness of the financial resources returns to be signed by him.
- **Understand** that providing false or misleading information in support of this application is an offence under section 383 of the Ordinance.
- **Understand** that the Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of this application.
- **Understand** that if any information contained in this application, or any associated documentation changes prior to the Commission making a decision in respect of any relating application, we should notify the Commission in writing immediately of the changes.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.
- **Endorse** this application.

(This declaration must be signed by a responsible officer, director or person authorised by the board of directors.)

For and on behalf of:

Name of corporation

Name of responsible officer/director/person authorised by the board of directors*

Signature

Date

* Select as appropriate.



Section 6: Declaration of Proposed Signatory

I, _____
Name of Proposed Signatory

- **Declare** that all the information provided in this application form and any associated documentation is complete, true and correct.
- **Declare** that I am fully aware of my responsibility in signing and submitting financial resources returns.
- **Declare** that I have sufficient knowledge and experience that would enable me to understand the contents of the financial resources returns and related regulatory requirements.
- **Declare** that my position allows me to exercise independent judgement as to the truth and correctness of the financial resources returns to be signed by me.
- **Understand** that providing false or misleading information in support of this application is an offence under section 383 of the Ordinance.
- **Understand** that the Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, this application/ supplement.
- **Understand** that if any information contained in this application or any associated documentation changes prior to the Commission making a decision in respect of this application/supplement, I should notify the Commission in writing immediately of the changes.
- **Confirm** that I have read and understood the attached Personal Information Collection Statement.
- **Consent** to the Commission using any personal information I have provided in this application/supplement, or any associated documentation, and any personal information I may provide in the future, for the purposes described in the Personal Information Collection Statement.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.
- **Acknowledge** my responsibility to ensure and certify the truth and correctness of the information reported in the financial resources returns signed and submitted by me, and that provision of information which is false or misleading in a material particular knowingly or recklessly is an offence under the Ordinance.
- **Declare** that the board of directors has passed a resolution approving me to sign and submit financial resources returns on behalf of the licensed corporation.

Signature

Date



Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data¹ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:

- to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:

the Securities and Futures Ordinance ("SFO");
the Fit and Proper Guidelines;
the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
the Management, Supervision and Internal Control Guidelines;
the Codes on Takeovers and Mergers and Share Buy-backs;
the Code on Unit Trusts and Mutual Funds.

- to process any application you may make under the relevant Ordinances;
 - to assess your fitness and propriety in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and propriety to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching² those data.

¹ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO")

² "Matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:-

The Data Privacy Officer
Securities and Futures Commission
54/F, One Island East
18 Westlands Road
Quarry Bay
Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available upon request.



Information on Corporation

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of corporation	English	
	Chinese	
CE number (if applicable)		
Name of licensed corporation/ licensed corporation applicant/ substantial shareholder/ substantial shareholder applicant associated with (see note 1 of the Instructions)	English	
	Chinese	
CE number (if applicable)		
Your role(s) (You may select more than one item)	<input type="checkbox"/> A substantial shareholder applicant that <u>has</u> a "close link" to the licensed corporation(s)/licensed corporation applicant(s) (see note 2 of the Instructions)	
	<input type="checkbox"/> A substantial shareholder applicant that <u>does not have</u> a "close link" to the licensed corporation(s)/licensed corporation applicant(s) (see note 2 of the Instructions)	
	<input type="checkbox"/> A corporate director of a licensed corporation/ licensed corporation applicant	
	<input type="checkbox"/> A corporate director of a substantial shareholder/ substantial shareholder applicant	
Contact person regarding any queries on this supplement	English name	Chinese name
	Business title	Firm name
	Relationship with the corporation providing information	
	Mobile number	E-mail address

Interpretations

1. "Associate" is defined under Part 1 of Schedule 1 to the Ordinance.
2. "Director" is defined under Part 1 of Schedule 1 to the Ordinance.
3. "Licensed Corporation(s)" in this supplement refers to the corporation(s) which is/are licensed under section 116(1) of the Ordinance that you are associated with.
4. "Licensed Corporation(s) Applicant(s)" in this supplement refers to the corporation(s) which is/are applying for a licence under section 116(1) of the Ordinance that you are associated with.
5. "Member" in this supplement refers to a member in a General Partnership or Limited Partnership.
6. "Substantial shareholder" is defined under section 6 of Part 1 of Schedule 1 to the Ordinance.
7. "You" in this supplement refers to the corporation providing information.

Instructions

1. This supplement is to be filled in by (i) a corporation applying to become or continue to be a substantial shareholder of a Licensed Corporation(s) under section 132(1) of the Ordinance; (ii) a corporation which is a substantial shareholder of a corporation applying for a licence under section 116(1) of the Ordinance; (iii) a corporate director of a corporation applying for a licence under section 116(1) of the Ordinance; (iv) a corporate director of a substantial shareholder of a Licensed Corporation(s); (v) a corporate director of a corporation applying to become or continue to be a substantial shareholder of a Licensed Corporation(s) under section 132(1) of the Ordinance; or (vi) a corporate director of a substantial shareholder of a corporation applying for a licence under section 116(1) of the Ordinance.
2. For the purpose of completing this supplement, you will not be considered by the Commission to have a "close link" to Licensed Corporation(s)/Licensed Corporation Applicant(s), if you:-
 - alone, do not have a direct or indirect interest in the Licensed Corporation(s)/Licensed Corporation Applicant(s) as described in section 6 of Part 1 of Schedule 1 to the Ordinance;
 - together with any of your associates, have a direct or indirect interest in the Licensed Corporation(s)/Licensed Corporation Applicant(s) as described in section 6 of Part 1 of Schedule 1 to the Ordinance;
 - are and will be controlled or influenced by another substantial shareholder(s) (including substantial shareholder applicant(s)) of the Licensed Corporation(s)/Licensed Corporation Applicant(s); and
 - do not and will not have any involvement in the management and operation of the Licensed Corporation(s)/Licensed Corporation Applicant(s).

If you do not have a close link to the Licensed Corporation(s)/Licensed Corporation Applicant(s), you may choose to complete Parts I, II and VII of this supplement only. However, the Commission may request that you provide additional information, or complete the remaining parts of this supplement, if the Commission considers necessary.

3. Please refer to the Completion Guidelines to identify which Part(s) of the supplement to fill in and ensure that (i) your identification document (e.g. certificate of incorporation); and (ii) other documents required in this supplement have been enclosed.
4. Incomplete supplement may increase the time taken for the Commission to process your related application or the related application may be returned. Please refer to Licensing Handbook on the Commission's website (www.sfc.hk) for the return policy.
5. If there is not enough space, please use separate sheets of paper and clearly mark each separate sheet of paper with the relevant section number.

6. If the Commission is satisfied that a person has **substantial practical difficulties** in complying with any of the requirements under this supplement, it may exercise its discretion to dispense with the requirements to such extent as it considers necessary. If you consider that you have **substantial practical difficulties** in complying with any requirements under this supplement, please enclose a separate document setting out your **substantial practical difficulties** for the Commission's consideration. Please note that the Commission would only exercise its discretion under special circumstances.
7. If there are any changes to the information provided in support of this supplement before it is concluded, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.

Warning

You must fill in this supplement accurately and truthfully. Section 383(1) of the Ordinance states:

“A person commits an offence if –

- 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
- he knows that, or is reckless as to whether, the representation is false or misleading in a material particular.”

Section 384(1) of the Ordinance states:

“A person commits an offence if –

- he, in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions, provides to a specified recipient any information which is false or misleading in a material particular; and
- he knows that, or is reckless as to whether, the information is false or misleading in a material particular.”

Section 384(3) of the Ordinance states:

“A person commits an offence if –

- he, otherwise than in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions but in connection with the performance by a specified recipient of a function under any of the relevant provisions, provides to the specified recipient any record or document which is false or misleading in a material particular; and
- he –
 - knows that, or is reckless as to whether, the record or document is false or misleading in a material particular; and
 - has, in relation to the provision of the record or document, received prior written warning from the specified recipient to the effect that the provision of any record or document which is false or misleading in a material particular in the circumstances of the case would constitute an offence under this subsection.”

The punishment for the above offences is a fine of up to HK\$1 million and imprisonment for up to 2 years.

Index

Part	Details
I	Background
II	Substantial Shareholders and Members
III	Management
IV	Financial Strength
V	Licence Record
VI	Disclosure
VII	Declaration

Completion Guidelines

Please fill in the relevant parts of this supplement which are applicable to you:

Part	A substantial shareholder applicant that <u>has</u> a “close link” to the Licensed Corporation(s)/Licensed Corporation Applicant(s) (see note 2 of the Instructions)	A substantial shareholder applicant that <u>does not have</u> a “close link” to the Licensed Corporation(s)/ Licensed Corporation Applicant(s) (see note 2 of the Instructions)	A corporate director of a licensed corporation applicant/substantial holder/substantial shareholder applicant
I	✓	✓	✓
II	✓	✓	✓ (Section 3 only)
III	✓		✓
IV	✓		
V	✓		✓
VI	✓		
VII	✓	✓	✓



Part I: Background

Section 1: Corporate Information

1.1 Please provide the following information and supporting document(s):

- A copy of your certificate of incorporation/registration and business registration.
- If you have changed your name, please provide the relevant supporting documents.

1.2 Corporate details

Full name (in English)				
Full name (in Chinese)				
Business name (in English)				
Business name (in Chinese)				
Former name(s), if any				
English				
Chinese				
Effective period(s) (DD/MM/YYYY)	From		To	
Place of incorporation/registration				
Date of incorporation (DD/MM/YYYY)				
Date of registration (DD/MM/YYYY)*				
Hong Kong certificate of incorporation number or company number for non-Hong Kong company, if applicable				
Hong Kong business registration certificate number, if applicable				

* Date of registration is only applicable to a "registered non-Hong Kong company" as defined in the Companies Ordinance (Cap. 622).



1.3 Your Entity Type:

- Government authority
- Joint-venture
- Partnership
- Private limited company
- Public limited company
- Sole proprietorship
- Unlimited company
- Others please specify:

1.4 Are you a state-owned entity?

- Yes
 - By central government
 - By regional/provincial/municipal government
 - Others. Please specify:

- No



1.5 Your Business Nature:

- Financial industry
 - Banking
 - Insurance
 - Investment service
 - Securities
 - Others. Please specify:

- Investment holding company
- Trust/Trustee
- Others please specify:



1.6 Contact Information

Please provide your contact and facsimile numbers, e-mail, website and business addresses below.

E-mail Address	
Website Address	

Please tick "✓" where applicable.		
<input type="checkbox"/> Principal place of business	<input type="checkbox"/> Registered office	<input type="checkbox"/> Correspondence address
	Address in English	Address in Chinese
Flat, floor and block number		
Building name		
Street number and name		
District and city		
State and country		
Postal code, if any		
Contact number		
Facsimile number		
Effective date (DD/MM/YYYY)		



Part II: Substantial Shareholders and Members

Section 2: Associates

- 2.1 Are you an associate of another substantial shareholder(s)/substantial shareholder applicant(s) of the Licensed Corporation(s)/Licensed Corporation Applicant(s)?**
- Yes
- No. Please go to section 3.1.
- 2.2 Do you have a close link to the Licensed Corporation(s)/Licensed Corporation Applicant(s) of which you are applying to become or continue to be a substantial shareholder? (see note 2 of the Instructions)**
- Yes
- No. Please go to Part VII.

Section 3: Substantial Shareholders and Members

Please complete section 3.1 or 3.2 where applicable.

- 3.1 Please provide the following information on your substantial shareholders, if applicable.**

Name of substantial shareholder(s)	Class of share and percentage of shareholding		Is the person: a) a licensed representative; b) a licensed corporation/ registered institution; or c) an approved substantial shareholder of a licensed corporation?*
		%	<input type="checkbox"/> Yes, CE No. <input type="checkbox"/> No**
		%	<input type="checkbox"/> Yes, CE No. <input type="checkbox"/> No**
		%	<input type="checkbox"/> Yes, CE No. <input type="checkbox"/> No**
		%	<input type="checkbox"/> Yes, CE No. <input type="checkbox"/> No**

* For an approved corporate substantial shareholder, please provide an updated list of directors. If any director in the list has not previously submitted to the Commission a separate supplement prescribed by the Commission and is not a person falling under (a), (b) or (c) as stated above, please arrange for such director to complete another Supplement 1U (for corporate) or Supplement 2U (for individual).

** If you tick NO to any of the above,

- Please arrange for your **corporate substantial shareholder(s)** to complete another Supplement 1U.
- Please arrange for your **individual substantial shareholder(s)** to complete Supplement 2U.

3.2 If you are a substantial shareholder and general partner or limited partner, please provide the following information.

Name of member	General partner (GP)/ Limited partner (LP)	Is the person: a) a licensed representative; b) a licensed corporation/ registered institution; or c) an approved substantial shareholder of a licensed corporation?*
	<input type="checkbox"/> GP <input type="checkbox"/> LP	<input type="checkbox"/> Yes, CE No. <input type="checkbox"/> No**
	<input type="checkbox"/> GP <input type="checkbox"/> LP	<input type="checkbox"/> Yes, CE No. <input type="checkbox"/> No**
	<input type="checkbox"/> GP <input type="checkbox"/> LP	<input type="checkbox"/> Yes, CE No. <input type="checkbox"/> No**
	<input type="checkbox"/> GP <input type="checkbox"/> LP	<input type="checkbox"/> Yes, CE No. <input type="checkbox"/> No**

* For an approved corporate substantial shareholder, please provide an updated list of directors. If any director in the list has not previously submitted to the Commission a separate supplement prescribed by the Commission and is not a person falling under (a), (b) or (c) as stated above, please arrange for such director to complete another Supplement 1U (for corporate) or Supplement 2U (for individual).

** If you tick NO to any of the above,

- Please arrange for your **corporate substantial shareholder(s)** to complete another Supplement 1U.
- Please arrange for your **individual substantial shareholder(s)** to complete Supplement 2U.

Section 4: Supplementary Information

4.1 Are you listed in Hong Kong or elsewhere?

Yes

Name of the exchange	
Stock code	

No

4.2 Are you part of a corporate group?

Yes.

Name of the corporate group	
Principal business of the group	

No

4.3 Are you a trustee holding the shares of the Licensed Corporation(s) directly or indirectly on behalf of the beneficiary(ies)?

Yes

No. Please go to section 4.6.

4.4 Are you a professional trustee company?

Yes

No

4.5 Please provide the following information.

Name of the trust		
Is the trust a discretionary trust?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
Name of beneficiary(ies)		



4.6 Please describe your business activities (if applicable).

4.7 Will there be any interconnectedness (for example, business/operational/financial cooperation and other resources sharing arrangement) between you and the Licensed Corporation(s)/Licensed Corporation Applicant(s)?

Yes

No

Part III: Management

Section 5: Management

5.1 Please provide the following information on your directors.

Name of director	Is/ will the director be involved in the daily operations and management of the Licensed Corporation(s) /Licensed Corporation Applicant(s)?	Is the director: a) a licensed representative; b) a licensed corporation/ registered institution; or c) an approved substantial shareholder of a licensed corporation?*
	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes, CE No. <input type="checkbox"/> No**
	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes, CE No. <input type="checkbox"/> No**
	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes, CE No. <input type="checkbox"/> No**
	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes, CE No. <input type="checkbox"/> No**

* For an approved corporate substantial shareholder, please provide an updated list of directors. If any director in the list has not previously submitted to the Commission a separate supplement prescribed by the Commission and is not a person falling under (a), (b) or (c) as stated above, please arrange for such director to complete another Supplement 1U (for corporate) or Supplement 2U (for individual).

** If you tick NO to any of the above,

- Please arrange for your **corporate director(s)** to complete another Supplement 1U.
- Please arrange for your **individual director(s)** to complete Supplement 2U.

Part IV: Financial Strength

Section 6: Details of the Share Capital

6.1 Please provide details of your share capital.

Class of shares <input type="checkbox"/> Ordinary <input type="checkbox"/> Preference <input type="checkbox"/> Others (please specify): <div style="border: 1px solid black; height: 80px; width: 200px; margin-top: 5px;"></div>	Number of issued shares	
	Issued share capital (HK\$)	
	Par value*	
	Number of authorised shares*	
	Authorised share capital (HK\$)*	
	Premium paid (HK\$)*	
	Paid-up share capital (HK\$)	
	Unpaid share capital (HK\$)	

Class of shares <input type="checkbox"/> Ordinary <input type="checkbox"/> Preference <input type="checkbox"/> Others (please specify): <div style="border: 1px solid black; height: 80px; width: 200px; margin-top: 5px;"></div>	Number of issued shares	
	Issued share capital (HK\$)	
	Par value*	
	Number of authorised shares*	
	Authorised share capital (HK\$)*	
	Premium paid (HK\$)*	
	Paid-up share capital (HK\$)	
	Unpaid share capital (HK\$)	

* If applicable.



6.2 Have any shares been issued for consideration other than cash?

- Yes. Please provide details (including the class of shares, number of shares, and type and value of consideration).

- No



Part V: Licence Record

Section 7: Licence Record

7.1 Have you ever been licensed by or registered with the Commission and/or any regulatory body (including any stock or futures exchanges), in Hong Kong or elsewhere, to engage in any regulated or similarly regulated activity?

No

Yes. Please provide details as follows:

Licence/Registration	
Name of regulatory authority	
Place of regulatory authority	
Type of licence/registration	
Date of approval (DD/MM/YYYY)	
Licence or registration number (eg. CRD number, firm registration number with Financial Conduct Authority, etc.)	
Conditions attached to the licence or registration, if any	
Is the licence or registration still valid?	<input type="checkbox"/> Yes <input type="checkbox"/> No
Date of expiry, if applicable (DD/MM/YYYY)	

Licence/Registration	
Name and place of regulatory authority	
Type of licence/registration	
Date of approval (DD/MM/YYYY)	
Licence or registration number (eg. CRD number, firm registration number with Financial Conduct Authority, etc.)	
Conditions attached to the licence or registration, if any	
Is the licence or registration still valid?	<input type="checkbox"/> Yes <input type="checkbox"/> No
Date of expiry, if applicable (DD/MM/YYYY)	



Part XI: Disclosure

Sections 8.1 to 10.3 are about your activities both in **Hong Kong and elsewhere**. If there are ongoing investigations which you cannot lawfully disclose, you should notify the Commission of the results within 7 business days after the completion of the investigations.

Section 8: Disciplinary Actions and Investigations

- 8.1** Have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- ever been refused or restricted from the right to carry on any trade, business or profession for which a specific licence, registration or other authorisation is required by law by—
- (a) the Commission¹; or Yes No
- (b) any professional or regulatory body (including a stock or futures exchange)? Yes No
- 8.2** In the past five years, have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- been—
- censured, disciplined or disqualified by—
 - (a) the Commission¹; or Yes No
 - (b) any professional or regulatory body (including a stock or futures exchange) in relation to any trade, business or profession; or Yes No
 - the subject of an investigation conducted by—
 - (a) the Commission¹; or Yes No
 - (b) any regulatory, criminal investigatory or professional body (e.g. disciplinary tribunal, inspector appointed under any enactment)²? Yes No
- 8.3** Are there any disciplinary actions or proceedings pending against—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management; or
 - a company of which you are or were a substantial shareholder,
- in relation to any trade, business or profession? Yes No

¹ You must answer this question and there is no need to seek the Commission's specific consent. Please refer to https://www.sfc.hk/web/EN/regulatory_functions/enforcement/secretcy-provision.html for more information or seek independent legal advice.

² Where there has been no further disciplinary or enforcement action taken by the regulatory, criminal investigatory or professional body as a result of the investigation for a prolonged period, or you (or the company) have been informed by the regulatory, criminal investigatory or professional body that no such action would be taken, you are still obliged to disclose details of the investigation to the Commission.



8.4 Have—

- you;
- a company of which you are or were a director;
- a company of which you are or were involved in the management; or
- a company of which you are or were a substantial shareholder,

ever been—

- (a) investigated about any offence involving fraud or dishonesty³; or Yes No
(b) adjudged by a court to be civilly liable for fraud, dishonesty or misfeasance? Yes No

If you answer "Yes" to any of the questions in sections 8.1 to 8.4, please provide the following information in a tabular format:-

- date of event
- name of regulatory, criminal investigatory or professional body
- description of the case
- your role or involvement in the case
- outcome or current status (e.g. ongoing, settled, etc.)
- contingent liability (if any)

Section 9: Financial Status

- 9.1** In the past five years, have you been a defendant or respondent⁴ to—
- (a) any dispute, civil litigation, arbitration or mediation, the nature of which involves fraud, dishonesty or misfeasance; or Yes No
- (b) any dispute, civil litigation, arbitration or mediation with any person(s) in relation to the provision of financial services⁵ and such dispute, civil litigation, arbitration or mediation is of material financial implication (e.g. involves either (i) claim(s), liability or contingent liability of an amount which is equal to or greater than 1% of your current shareholders' equity or net assets, or (ii) case(s) that is/are disclosed in your audited annual financial statements)? Yes No
- 9.2** In the past five years, have you—
- (a) been a party to a scheme of arrangement; or Yes No
- (b) entered into any form of compromise with your creditor, Yes No
- involving an amount which is equal to or greater than 1% of your current shareholders' equity or net assets?
- 9.3** Are there any judgments or court orders with which you have not complied? Yes No
- 9.4** Have you ever had a receiver, administrator or liquidator appointed to manage your affairs? Yes No

³ Where you (or the company) have been investigated about any such offence but no prosecution has been instituted as a result of the investigation for a prolonged period, or you (or the company) have been informed that such prosecution would not be instituted, or the investigation of any such offence resulted in a conviction which was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission.

⁴ This includes a claim or counterclaim.

⁵ Where there are more than three closed disputes, litigation, arbitration or mediation, please only provide:

- (i) details of the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved;
- (ii) the total number of cases (excluding the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved); and
- (iii) the total amount or estimated amount involved (excluding the three most significant disputes, litigation, arbitration or mediation in terms of monetary amount involved).

For avoidance of doubt, if you are a defendant or respondent of

- (i) any ongoing dispute, litigation, arbitration or mediation; or
 - (ii) any dispute, litigation, arbitration or mediation which involves fraud, dishonesty or misfeasance,
- please provide details of each of the cases.



- 9.5 Have you ever been served with a winding-up petition? Yes No
- 9.6 Have you ever been a director, substantial shareholder, or involved in the management of a corporation which was wound up other than by a members' voluntary wind up? Yes No
- 9.7 Have you ever been a partner of a firm which was dissolved other than with the consent of all the partners? Yes No

If you answer "Yes" to the question in section 9.1, please provide the following information in a tabular format:-

- date of event
- description of the case
- amount or estimated amount involved
- financial implication of the claims, liabilities or contingent liabilities (amount or estimated amount involved as a % of your current shareholders' equity or net assets)
- outcome or current status of the case (e.g. dismissed, settled, under appeal, etc.)

If you answer "Yes" to the question in section 9.2, please provide the following information in a tabular format:-

- the nature and purpose of scheme of arrangement
- party(ies) in the arrangement
- date of arrangement
- total amount
- outstanding amount
- repayment schedule or details

If you answer "Yes" to any of the questions in sections 9.3 to 9.7, please provide details of the case or matter.

Section 10: Character

- 10.1 Have you ever been charged with any criminal offence other than a minor offence (as defined under section 2 of the Securities and Futures (Licensing and Registration) (Information) Rules ("Information Rules")⁶)? Yes No
- 10.2 Have you ever been convicted of any criminal offence other than a minor offence (as defined under section 2 of the Information Rules)⁷? Yes No
- 10.3 Have you ever been subject to any order of the court or other competent authority for fraud, dishonesty or misfeasance? Yes No

If you answer "Yes" to any of the questions in sections 10.1 to 10.3, please provide details of the case or matter.

⁶ Where you have been charged with any such offence but not convicted, or the offence charged resulted in a conviction which was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission.

⁷ Where the conviction of any such offence was subsequently quashed, you are still obliged to disclose details of the offence involved and the relevant conviction to the Commission.



Section 11: Additional Information

Under the Ordinance, you are required to satisfy the Commission that you are a fit and proper person.

11.1 Have you answered “Yes” to any of sections 8.1 to 10.3?

- Yes. Please explain why your association with the Licensed Corporation(s)/Licensed Corporation Applicant(s) will not affect its fitness and properness in the light of your “Yes” answers. You may wish to refer to the Fit and Proper Guidelines.

- No

11.2 Please provide any information you consider relevant to your application/notification that we would reasonably expect you to give which you have not provided elsewhere.



Part VII: Declaration

We:

- **Have completed** Part(s) _____ of this supplement.
- **Declare** that all the information provided in this supplement and any associated documentation is complete, true and correct.
- **Understand** that providing false or misleading information in support of this supplement or its relating application or notification is an offence under section 383 and/or 384 of the Ordinance.
- **Understand** that the Securities and Futures Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, this supplement or its relating application or notification.
- **Understand** that if any information contained in this supplement, or any associated documentation changes prior to the Securities and Futures Commission making a decision in respect of any relating application, we should notify the Commission in writing immediately of the changes.
- **Understand** that the Securities and Futures Commission may make such enquiries and seek such further information as it thinks appropriate.
- **Give consent** to the Securities and Futures Commission to release the particulars of the corporation to the Commissioner of Police/any local or overseas criminal investigatory body or regulatory authority, or their representatives for vetting purposes.
- **Authorise** the Commissioner of Police/any local or overseas criminal investigatory body or regulatory authority, or their representatives, to release full particulars of any pertinent information and materials on the Company, including all criminal convictions recorded against the corporation, to the Securities and Futures Commission.

(To be signed by two directors* or person authorised by the board of directors of the corporation.)

For and on behalf of:

Name of corporation

Name of director/person authorised by
the board of directors**

Signature

Date

Name of director/person authorised by
the board of directors**

Signature

Date

* Can be signed by one director if the corporation has only one director.
Select as appropriate.



Personal Information

Specified under section 402 of the Securities and Futures Ordinance (“Ordinance”) (Cap 571)

Name of individual	English	
	Chinese	
CE number (if applicable)		
Name of licensed corporation/ licensed corporation applicant/ substantial shareholder/ substantial shareholder applicant associated with (see note 1 of the Instructions)	English	
	Chinese	
CE number (if applicable)		
Your role(s) (You may select more than one item)	<input type="checkbox"/> A substantial shareholder applicant that <u>has</u> a “close link” to the licensed corporation(s)/licensed corporation applicant(s) (see note 2 of the Instructions)	
	<input type="checkbox"/> A substantial shareholder applicant that <u>does not have</u> a “close link” to the licensed corporation(s)/licensed corporation applicant(s) (see note 2 of the Instructions)	
	<input type="checkbox"/> A director of a licensed corporation/licensed corporation applicant	
	<input type="checkbox"/> A director of a substantial shareholder/substantial shareholder applicant	
Contact person regarding any queries on this supplement	English name	Chinese name
	Business title	Firm name
	Relationship with the individual providing information	
	Mobile number	E-mail address

Interpretations

1. "Associate" is defined under Part 1 of Schedule 1 to the Ordinance.
2. "Director" is defined under Part 1 of Schedule 1 to the Ordinance.
3. "Licensed Corporation(s)" in this supplement refers to the corporation(s) which is/are licensed under section 116(1) of the Ordinance that you are associated with.
4. "Licensed Corporation Applicant(s)" in this supplement refers to the corporation(s) which is/are applying for a licence under section 116(1) of the Ordinance that you are associated with.
5. "Substantial shareholder" is defined under section 6 of Part 1 of Schedule 1 to the Ordinance.
6. "You" in this supplement refers to the individual providing information.

Instructions

1. This supplement is to be filled in by (i) an individual applying to become or continue to be a substantial shareholder of a Licensed Corporation(s) under section 132(1) of the Ordinance; (ii) an individual who is a substantial shareholder of a corporation applying for a licence under section 116(1) of the Ordinance; (iii) an individual director of a corporation applying for a licence under section 116(1) of the Ordinance; (iv) an individual director of a corporate substantial shareholder of a Licensed Corporation(s); (v) an individual director of a corporation applying to become or continue to be a substantial shareholder of a Licensed Corporation(s) under section 132(1) of the Ordinance; or (vi) an individual director of a substantial shareholder of a corporation applying for a licence under section 116(1) of the Ordinance.
2. For the purpose of completing this supplement, you will not be considered by the Commission to have a "close link" to the Licensed Corporation(s)/Licensed Corporation Applicant(s) if you:-
 - alone, do not have a direct or indirect interest in the Licensed Corporation(s)/Licensed Corporation Applicant(s) as described in section 6 of Part 1 of Schedule 1 to the Ordinance;
 - together with any of your associates, have a direct or indirect interest in the Licensed Corporation(s)/Licensed Corporation Applicant(s) as described in section 6 of Part 1 of Schedule 1 to the Ordinance;
 - are and will be controlled or influenced by another substantial shareholder(s) (including substantial shareholder applicant(s)) of the Licensed Corporation(s)/Licensed Corporation Applicant(s); and
 - do not and will not have any involvement in the management and operation of the Licensed Corporation(s)/Licensed Corporation Applicant(s).

If you do not have a close link to the Licensed Corporation(s)/Licensed Corporation Applicant(s), you may choose to complete Parts I, III and VI of this supplement only. However, the Commission may request that you provide additional information, or complete the remaining parts of this supplement, if the Commission considers necessary.

3. Please refer to the Completion Guidelines to identify which Part(s) of the supplement to fill in and ensure that (i) your identification document (e.g. Hong Kong identity card); and (ii) other documents required in this supplement have been enclosed.
4. Incomplete supplement may increase the time taken for the Commission to process your related application or the related application may be returned. Please refer to [Licensing Handbook](#) on the Commission's website (www.sfc.hk) for the return policy.

5. If the Commission is satisfied that a person has **substantial practical difficulties** in complying with any of the requirements under this supplement, it may exercise its discretion to dispense with the requirements to such extent as it considers necessary. If you consider that you have **substantial practical difficulties** in complying with any requirements under this supplement, please enclose a separate document setting out your **substantial practical difficulties** for the Commission's consideration. Please note that the Commission would only exercise its discretion under special circumstances.
6. If there are any changes to the information provided in support of this supplement before it is concluded, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.

Warning

You must fill in this supplement accurately and truthfully. Section 383(1) of the Ordinance states:

“A person commits an offence if –

- 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
- he knows that, or is reckless as to whether, the representation is false or misleading in a material particular.”

Section 384(1) of the Ordinance states:

“A person commits an offence if –

- he, in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions, provides to a specified recipient any information which is false or misleading in a material particular; and
- he knows that, or is reckless as to whether, the information is false or misleading in a material particular.”

Section 384(3) of the Ordinance states:

“A person commits an offence if –

- he, otherwise than in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions but in connection with the performance by a specified recipient of a function under any of the relevant provisions, provides to the specified recipient any record or document which is false or misleading in a material particular; and
- he –
 - knows that, or is reckless as to whether, the record or document is false or misleading in a material particular; and
 - has, in relation to the provision of the record or document, received prior written warning from the specified recipient to the effect that the provision of any record or document which is false or misleading in a material particular in the circumstances of the case would constitute an offence under this subsection.”

The punishment for the above offences is a fine of up to HK\$1 million and imprisonment for up to 2 years.



Index

Part	Details
I	Personal Particulars
II	Employment Record and Qualification
III	Supplementary Information for an Individual Substantial Shareholder
IV	Licence Record
V	Disclosure
VI	Declaration



Completion Guidelines

Please fill in the relevant parts of this supplement which are applicable to you:

Part	A substantial shareholder applicant that <u>has</u> a “close link” to the Licensed Corporation(s)/Licensed Corporation Applicant(s) (see note 2 of the Instructions)	A substantial shareholder applicant that <u>does not have</u> a “close link” to the Licensed Corporation(s)/ Licensed Corporation Applicant(s) (see note 2 of the Instructions)	A director of a licensed corporation applicant/ substantial shareholder/ substantial shareholder applicant
I	✓	✓	✓
II	✓		✓
III	✓	✓	
IV	✓		✓
V	✓		✓
VI	✓	✓	✓



Part I: Personal Particulars

Section 1: Details of the Personal Particulars

1.1 Please provide the following information and supporting document(s):

- A copy of your identification document (e.g. Hong Kong identity card, People's Republic of China identity card or passport).

Full name (in English)			
Full name (in Chinese)			
Chinese commercial code			
Aliases (if any)			
Gender	<input type="checkbox"/> Male	<input type="checkbox"/> Female	
Date of birth (DD/MM/YYYY)			
Place of birth			
Nationality			
Hong Kong identity card number			
People's Republic of China identity card number, if applicable			
Passport number*		Date of expiry* (DD/MM/YYYY)	
Passport issuing place*			

* Applicable to individuals who are non-Hong Kong permanent residents only.



Section 2: Contact Information

- 2.1 Please provide your residential, business, correspondence and e-mail addresses, and contact and facsimile numbers.

<input type="checkbox"/> Residential	<input type="checkbox"/> Business	<input type="checkbox"/> Correspondence
Flat, floor and block number		
Building name		
Street number and name		
District and city		
State and country		
Postal code, if any		
Contact number		
Mobile number		
Facsimile number		
E-mail address		
Effective date (DD/MM/YYYY)		

<input type="checkbox"/> Residential		<input type="checkbox"/> Business		<input type="checkbox"/> Correspondence	
Flat, floor and block number					
Building name					
Street number & name					
District and city					
State and country					
Postal code, if any					
Contact number					
Mobile number					
Facsimile number					
E-mail address					
Effective date (DD/MM/YYYY)					

Part II: Employment Record and Qualification

Section 3: Details of the Employment Record and Qualification

3.1 Please provide information on your employment history for the past 5 years. Please also specify any period in the past 5 years during which you were not employed.

	1	2	3
Name of employer			
Nature of business	<input type="checkbox"/> Financial industry <input type="checkbox"/> Banking <input type="checkbox"/> Insurance <input type="checkbox"/> Investment service <input type="checkbox"/> Securities <input type="checkbox"/> Others (Please specify) <input type="text"/> <input type="checkbox"/> Investment holding company <input type="checkbox"/> Trust/Trustee <input type="checkbox"/> Others (Please specify) <input type="text"/>	<input type="checkbox"/> Financial industry <input type="checkbox"/> Banking <input type="checkbox"/> Insurance <input type="checkbox"/> Investment service <input type="checkbox"/> Securities <input type="checkbox"/> Others (Please specify) <input type="text"/> <input type="checkbox"/> Investment holding company <input type="checkbox"/> Trust/Trustee <input type="checkbox"/> Others (Please specify) <input type="text"/>	<input type="checkbox"/> Financial industry <input type="checkbox"/> Banking <input type="checkbox"/> Insurance <input type="checkbox"/> Investment service <input type="checkbox"/> Securities <input type="checkbox"/> Others (Please specify) <input type="text"/> <input type="checkbox"/> Investment holding company <input type="checkbox"/> Trust/Trustee <input type="checkbox"/> Others (Please specify) <input type="text"/>
Principal place of business			
Job title			
Period of service	From _____ MM/YYYY To _____ MM/YYYY	From _____ MM/YYYY To _____ MM/YYYY	From _____ MM/YYYY To _____ MM/YYYY
Reason for leaving			



3.2 Please provide information on your highest academic or vocational qualification.

Qualification	Name of institution	Year awarded

3.3 Please provide information on your professional qualification.

Qualification	Name of institution	Year awarded



Part III: Supplementary Information for an Individual Substantial Shareholder

Section 4: Associate

4.1 Are you an associate of another substantial shareholder(s)/substantial shareholder applicant(s) of the Licensed Corporation(s)/Licensed Corporation Applicant(s)?

- Yes.
- No. Please go to section 5.1.

4.2 Do you have a close link to the Licensed Corporation(s)/Licensed Corporation Applicant(s) of which you are applying to become or continue to be a substantial shareholder? (see note 2 of the Instructions)

- Yes.
- No. Please go to Part VI.

Section 5: Supplementary Information

5.1 Are you the ultimate beneficial owner of your shareholding (direct or indirect) in the Licensed Corporation(s)/Licensed Corporation Applicant(s)?

- Yes.
- No.

5.2 Will you be involved in the business operations and management of the Licensed Corporation(s)/Licensed Corporation Applicant(s)?

- Yes, please describe your role and job duties:

- No.



5.3 Is the acquisition of the Licensed Corporation(s) or setting up the new corporation(s) for licence(s) wholly funded by you without any financial accommodations from third party?

- Yes.
- No.
- Not applicable, please explain why:

5.4 Please provide your source of income (you may select more than one item).

- Remuneration from your employment (including salary, commission, bonus, etc.)
- Interest on savings
- Investment return
- Rental income
- Business profit
- Others, please specify:

5.5 Please state your annual income for the past 3 years.

	1	2	3
Period	From: _____ MM/YYYY	From: _____ MM/YYYY	From: _____ MM/YYYY
	To: _____ MM/YYYY	To: _____ MM/YYYY	To: _____ MM/YYYY
Annual income	<input type="checkbox"/> below HK\$1M <input type="checkbox"/> HK\$1M to 5M <input type="checkbox"/> HK\$5M to 10M <input type="checkbox"/> HK\$10M or above	<input type="checkbox"/> below HK\$1M <input type="checkbox"/> HK\$1M to 5M <input type="checkbox"/> HK\$5M to 10M <input type="checkbox"/> HK\$10M or above	<input type="checkbox"/> below HK\$1M <input type="checkbox"/> HK\$1M to 5M <input type="checkbox"/> HK\$5M to 10M <input type="checkbox"/> HK\$10M or above



5.6 Please disclose your directorship or business interest in a corporation (if any) that

- (i) engages in financial services industry;
- (ii) is listed in Hong Kong or elsewhere; or
- (iii) you are involved in its daily operations or management.

Name of corporation		
Your relationship with the corporation	<input type="checkbox"/> Sole proprietor <input type="checkbox"/> Partner <input type="checkbox"/> Shareholder (% of ownership:)) <input type="checkbox"/> Executive director <input type="checkbox"/> Non-executive director <input type="checkbox"/> Alternate director <input type="checkbox"/> Shadow director	
Effective date (DD/MM/YYYY)		
Business nature	<input type="checkbox"/> Financial industry <input type="checkbox"/> Banking <input type="checkbox"/> Insurance <input type="checkbox"/> Investment service <input type="checkbox"/> Securities <input type="checkbox"/> Others, please specify: <input type="checkbox"/> Investment holding company <input type="checkbox"/> Trust/Trustee <input type="checkbox"/> Others, please specify:	
Principal place of business		
Is/was the corporation listed in Hong Kong or elsewhere?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	Name of exchange: <input type="text"/> Stock code: <input type="text"/>	
Is/was the corporation licensed/registered with any regulatory body?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	Name of regulator: <input type="text"/>	



Part IV: Licence Record

Section 6: Licence Record

6.1 Have you ever been licensed by or registered with the Commission and/or any regulatory body (including any stock or futures exchanges), in Hong Kong or elsewhere, to engage in any regulated or similarly regulated activity?

No.

Yes. Please provide details as follows:

Licence/Registration	
Name of regulatory authority	
Place of regulatory authority	
Type of licence/registration	
Date of approval (DD/MM/YYYY)	
Licence or registration number (eg. CRD number, firm registration number with Financial Conduct Authority, etc.)	
Conditions attached to the licence or registration, if any	
Is the licence or registration still valid?	<input type="checkbox"/> Yes <input type="checkbox"/> No
Date of expiry, if applicable (DD/MM/YYYY)	

Licence/Registration	
(If there is not enough space, please copy this section and provide the required information.)	
Name of regulatory authority	
Place of regulatory authority	
Type of licence/registration	
Date of approval (DD/MM/YYYY)	
Licence or registration number (eg. CRD number, firm registration number with Financial Conduct Authority, etc.)	
Conditions attached to the licence or registration, if any	
Is the licence or registration still valid?	<input type="checkbox"/> Yes <input type="checkbox"/> No
Date of expiry, if applicable (DD/MM/YYYY)	



Part V: Disclosure

Sections 7.1 to 10.1 are about your activities both in **Hong Kong and elsewhere**. If there are ongoing investigations which you cannot lawfully disclose, you should notify the Commission of the results within 7 business days after the completion of the investigations.

Section 7: Disciplinary Actions and Investigations

- 7.1 Have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management;
- or
- a company of which you are or were a substantial shareholder, ever been refused or restricted from the right to carry on any trade, business or profession for which a specific licence, registration or other authorisation is required by law by—
- (a) the Commission¹; or Yes No
- (b) any professional or regulatory body (including a stock or futures exchange)? Yes No
- 7.2 In the past five years, have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management;
- or
- a company of which you are or were a substantial shareholder,
- been—
- censured, disciplined or disqualified by—
- (a) the Commission¹; or Yes No
- (b) any professional or regulatory body (including a stock or futures exchange) in relation to any trade, business or profession; or Yes No
- the subject of an investigation conducted by—
- (a) the Commission¹; or Yes No
- (b) any regulatory, criminal investigatory or professional body (e.g. disciplinary tribunal, examination authority, inspector appointed under any enactment)? Yes No
- 7.3 Are there any disciplinary actions or proceedings pending against—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management;
- or
- a company of which you are or were a substantial shareholder,
- in relation to any trade, business or profession? Yes No

¹ You must answer this question and there is no need to seek the Commission's specific consent. Please refer to <https://www.sfc.hk/web/EN/regulatory-functions/enforcement/secretary-provision.html> for more information or seek independent legal advice.

² Where:

(i) there has been no further disciplinary or enforcement action taken by the regulatory, criminal investigatory or professional body as a result of the investigation for a prolonged period, or you (or the company) have been informed by the regulatory, criminal investigatory or professional body that no such action would be taken, **and**

(ii) where you wish to maintain confidentiality in relation to such investigation, you may do so by checking "No". However you are obliged to disclose details of the investigation to the Commission in a separate submission, which you must sign, date and send directly to the Commission, **within two business days** of the date when this application is submitted.



- 7.4 Have—
- you;
 - a company of which you are or were a director;
 - a company of which you are or were involved in the management;
- or
- a company of which you are or were a substantial shareholder,
- ever been—
- (a) investigated about any offence involving fraud or dishonesty³; or Yes No
- (b) adjudged by a court to be civilly liable for fraud, dishonesty or misfeasance? Yes No
- 7.5 Have you ever been disqualified by a court from being a director of a corporation, or the equivalent in another jurisdiction? Yes No

If you answer "Yes" to any of the questions in sections 7.1 to 7.5, please provide the following information in a tabular format:-

- date of event
- name of regulatory, criminal investigatory or professional body
- description of the case
- your role or involvement in the case
- outcome or current status (e.g. ongoing, settled, etc.)
- contingent liability (if any)

Section 8: Financial Status

- 8.1 In the past five years, have you been a defendant or respondent⁴ to—
- (a) any dispute, civil litigation, arbitration or mediation, the nature of which involves fraud, dishonesty or misfeasance; or Yes No
- (b) any dispute, civil litigation, arbitration or mediation with any person(s) in relation to the provision of financial services and such dispute, civil litigation, arbitration or mediation involves claim(s), liability or contingent liability of an amount in excess of HK\$100,000 or equivalent? Yes No
- 8.2 In the past five years, have you—
- (a) been a party to a scheme of arrangement; or Yes No
- (b) entered into any form of compromise with your creditor, involving an amount in excess of HK\$100,000 or equivalent? Yes No
- 8.3 Are there any judgments or court orders with which you have not complied? Yes No
- 8.4 Have you ever been bankrupt, or served with a bankruptcy petition? Yes No
- 8.5 Have you ever been a director, substantial shareholder, or involved in the management of a corporation which was wound up other than by a members' voluntary wind up? Yes No

³ Where:

- (i) you (or the company) have been investigated about any such offence but no prosecution has been instituted as a result of the investigation for a prolonged period, or you (or the company) have been informed that such prosecution would not be instituted, or the investigation of any such offence resulted in a conviction which was subsequently spent or quashed, and
- (ii) you wish to maintain confidentiality in relation to such investigation or conviction, you may do so by checking "No". However, you are obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission. It should be noted that the protection under the Rehabilitation of Offenders Ordinance (Cap. 297) does not apply to proceedings relating to a person's suitability to be granted a licence. You are therefore required to provide the relevant details in a separate submission, which you must sign, date and send directly to the Commission, within two business days of the date when this application is submitted.

⁴ This includes a claim or counterclaim.



- 8.6 Have you ever been a partner of a firm which was dissolved other than with the consent of all the partners? Yes No

If you answer "Yes" to the question in section 8.1, please provide the following information in a tabular format:-

- date of event
- description of the case
- amount or estimated amount involved
- financial implication of the claims, liabilities or contingent liabilities (amount or estimated amount involved as a % of your personal wealth)
- outcome or current status of the case (e.g. dismissed, settled, under appeal, etc.)

If you answer "Yes" to the question in section 8.2, please provide the following information in a tabular format:-

- the nature and purpose of scheme of arrangement
- party(ies) in the arrangement
- date of arrangement
- total amount
- outstanding amount
- repayment schedule or details

If you answer "Yes" to any of the questions in sections 8.3 to 8.6, please provide details of the case or matter.

Section 9: Character

- 9.1 Have you ever been charged with any criminal offence other than a minor offence (as defined under section 2 of the Securities and Futures (Licensing and Registration) (Information) Rules ("**Information Rules**")⁵? Yes No
- 9.2 Have you ever been convicted of any criminal offence other than a minor offence (as defined under section 2 of the Information Rules)⁶? Yes No
- 9.3 Have you ever been subject to any order of the court or other competent authority for fraud, dishonesty or misfeasance? Yes No

If you answer "Yes" to any of the questions in sections 9.1 to 9.3, please provide details of the case or matter.

Section 10: Mental Health

- 10.1 Have you ever been a patient as defined in section 2 of the Mental Health Ordinance? Yes No

Section 11: Additional Information

Under the Ordinance, you are required to satisfy the Commission that you are a fit and proper person.

⁵ Where:

- (i) you have been charged with any such offence but not convicted, or the offence charged resulted in a conviction which was subsequently spent (see Footnote 3 above) or quashed, **and**
- (ii) you wish to maintain confidentiality in relation to such prosecution or conviction, you may do so by checking "No". However, you are obliged to disclose details of the offence involved and the relevant conviction (if any) to the Commission in a separate submission, which you must sign, date and send directly to the Commission, within two business days of the date when this application is submitted.

⁶ Where:

- (i) the conviction of any such offence was subsequently spent (see Footnote 3 above) or quashed, **and**
- (ii) you wish to maintain confidentiality in relation to such conviction, you may do so by checking "No". However, you are obliged to disclose details of the offence involved and the relevant conviction to the Commission in a separate submission, which you must sign, date and send directly to the Commission, within two business days of the date when this application is submitted.



11.1 Have you answered “Yes” to any of sections 7.1 to 10.1?

- Yes. Please explain why your association with the Licensed Corporation(s)/Licensed Corporation Applicant(s) will not affect its fitness and propriety in the light of your “Yes” answers. You may wish to refer to the Fit and Proper Guidelines.

- No.

11.2 Please provide any information you consider relevant to your application/notification that we would reasonably expect you to give which you have not provided elsewhere.



Part VI: Declaration

Section 12: Declaration

I, _____
Name of individual

- **Have completed** Part(s) _____ of this supplement.
- **Declare** that all the information provided in this supplement and any associated documentation is complete, true and correct.
- **Confirm** that I have read and understood the enclosed Personal Information Collection Statement.
- **Consent** to the Securities and Futures Commission using any personal information I have provided in this supplement, or any associated documentation, and any personal information I may provide in the future, for the purposes described in the Personal Information Collection Statement.
- **Understand** that providing false or misleading information in support of this supplement or its relating application or notification is an offence under section 383 and/or 384 of the Ordinance.
- **Understand** that the Securities and Futures Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, this supplement or its relating application or notification.
- **Understand** that if any information contained in this supplement, or any associated documentation changes prior to the Securities and Futures Commission making a decision in respect of any relating application, I should notify the Commission in writing immediately of the changes.
- **Understand** that the Securities and Futures Commission may make such enquiries and seek such further information as it thinks appropriate.

Signature

Date



Vetting Authorisation

I, _____ hereby authorise the Commissioner of Police/any local or overseas criminal investigatory body or regulatory authority, or their representatives, to release full particulars of any pertinent information and materials including all criminal convictions recorded against me to the Securities and Futures Commission. My personal particulars are as follows:

Name	
Date of birth (DD/MM/YYYY)	
Hong Kong identity card number	
Chinese Commercial Code	
People's Republic of China identity card number (if applicable)	
Passport number*	
Country of issue*	
Place of birth	

Signature of applicant

Date

Witness by:**

Signature of witness:	
Name of witness:	
Designation:	
Company name:	
Notary public number (if applicable):	
Hong Kong identity card number:	
Passport number*:	
Country of issue*:	

* Applicable to individuals who are non-Hong Kong permanent residents only.

** The witness must be one of the following persons:

- (i) a practicing solicitor, notary public or Justice of the Peace; or
- (ii) a director or responsible officer of the licensed corporation/corporation applying for a licence.



Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data¹ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:
 - to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:
 - the Securities and Futures Ordinance ("SFO");
 - the Fit and Proper Guidelines;
 - the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
 - the Management, Supervision and Internal Control Guidelines;
 - the Codes on Takeovers and Mergers and Share Buy-backs;
 - the Code on Unit Trusts and Mutual Funds.
 - to process any application you may make under the relevant Ordinances;
 - to assess your fitness and properness in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and properness to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching² those data.

¹ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO")

² "Matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:

The Data Privacy Officer
Securities and Futures Commission
54/F, One Island East
18 Westlands Road
Quarry Bay
Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available upon request.



Bank Accounts and Financial Information

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of corporation	English	
	Chinese	
CE number (if applicable)		
Your role(s) (You may select more than one item)	<input type="checkbox"/> A corporation applying for a licence under section 116(1) of the Ordinance	
	<input type="checkbox"/> A licensed corporation applying for addition of regulated activity under section 127(1) of the Ordinance	
	<input type="checkbox"/> A licensed corporation applying for change of licensing condition under section 134(1) of the Ordinance	
Contact person regarding any queries on this supplement	English name	Chinese name
	Business title	Firm name
	Relationship with the corporation	
	Mobile number	E-mail address

Interpretations

1. "Licensed corporation" in this supplement refers to the corporation(s) which is/are licensed under section 116(1) of the Ordinance.
2. "Liquid assets" is defined under section 2 of the Cap 571N Securities and Futures (Financial Resources) Rules (the "FRR").
3. "Liquid capital" is defined under section 2 of the FRR.
4. "Ranking liabilities" is defined under section 2 of the FRR.
5. "Required liquid capital" is defined under section 2 of the FRR.
6. "You" in this supplement refers to the corporation providing information.

Instructions

1. This supplement is to be filled in by (i) a corporation applying for a licence under section 116(1) of the Ordinance; (ii) a licensed corporation applying for addition of regulated activity under section 127(1) of the Ordinance; or (iii) a licensed corporation applying for change of licensing condition under section 134(1) of the Ordinance. You should use this supplement to provide your bank accounts details and/or financial information.
2. Please complete this supplement with reference to the requirements of the FRR.
3. Please refer to the Completion Guidelines to identify which Part(s) of the supplement to fill in and ensure that other documents required in this supplement have been enclosed.
4. Incomplete supplement may increase the time taken for the Commission to process your related application or the related application may be returned. Please refer to [Licensing Handbook](#) on the Commission's website (www.sfc.hk) for the return policy.
5. If the Commission is satisfied that a person has **substantial practical difficulties** in complying with any of the requirements under this supplement, it may exercise its discretion to dispense with the requirements to such extent as it considers necessary. If you consider that you have **substantial practical difficulties** in complying with any requirements under this supplement, please enclose a separate document setting out your **substantial practical difficulties** for the Commission's consideration. Please note that the Commission would only exercise its discretion under special circumstances.
6. If there are any changes to the information provided in support of this supplement before it is concluded, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.

Warning

You must fill in this supplement accurately and truthfully. Section 383(1) of the Ordinance states:

“A person commits an offence if –

- 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
- he knows that, or is reckless as to whether, the representation is false or misleading in a material particular.”

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



Index

Part	Details
I	Bank Accounts Details
II	Liquid Capital and Balance Sheet
III	Financial Projection
IV	Declaration



Completion Guidelines

Please fill in the relevant parts of this supplement which are applicable to you:

Part	Application for a licence	Application for addition of regulated activity	Application for change of licensing condition
I	✓		
II	✓	✓	✓
III	✓	✓	✓
IV	✓	✓	✓



Part I: Bank Accounts Details

Section 1: Bank Account

Type of account: <input type="checkbox"/> Current <input type="checkbox"/> Savings <input type="checkbox"/> Others (please specify) <input style="width: 150px; height: 20px;" type="text"/>	Name of bank	
	Account number	
	Date opened (DD/MM/YYYY)	
	Currency	
	Is it a segregated trust account?	<input type="checkbox"/> Yes <input type="checkbox"/> No

Type of account: <input type="checkbox"/> Current <input type="checkbox"/> Savings <input type="checkbox"/> Others (please specify) <input style="width: 150px; height: 20px;" type="text"/>	Name of bank	
	Account number	
	Date opened (DD/MM/YYYY)	
	Currency	
	Is it a segregated trust account?	<input type="checkbox"/> Yes <input type="checkbox"/> No

Type of account: <input type="checkbox"/> Current <input type="checkbox"/> Savings <input type="checkbox"/> Others (please specify) <input style="width: 150px; height: 20px;" type="text"/>	Name of bank	
	Account number	
	Date opened (DD/MM/YYYY)	
	Currency	
	Is it a segregated trust account?	<input type="checkbox"/> Yes <input type="checkbox"/> No

* A licensed corporation is required to establish and maintain in Hong Kong one or more segregated accounts with an authorized financial institution for client money in accordance with section 4(2) of the Securities and Futures (Client Money) Rules.



Part II: Liquid Capital and Balance Sheet

Section 2: Details of Financial Information		
As at (DD/MM/YYYY): _____	Amounts (in HK\$'000)	
	Liquid Capital	Balance Sheet
Assets		
Cash at banks and in hand		
Proprietary positions in listed securities		
Amounts receivable from related parties		
Other receivables and assets		
Fixed assets		
Total liquid assets		
Total assets		
Liabilities		
Bank loans and overdrafts		
Amounts payable to shareholders and other related parties		
Other payables and liabilities		
Ranking liabilities relating to financial adjustments		
Total ranking liabilities		
Total liabilities		
*Liquid capital		
**Net assets/(liabilities)		
Shareholders' equity:		
Share capital		
Share premium (where applicable)		
Other reserves		
Retained profits/losses		
Shareholders' equity		
Required liquid capital		
Excess/(deficiency) in liquid capital		

* Total liquid assets minus total ranking liabilities

** Total assets minus total liabilities



Part III: Financial Projection

Section 3: Details of Financial Projection

If you are applying for a licence, please complete sections 3.1 and 3.2.

If you are applying for addition of regulated activity or change of licensing condition, please complete sections 3.3 and 3.4.

3.1 Are there any changes to your projection of total major operating expenses provided in section 15.2 of Form 1U previously submitted to the Commission for the purpose of your current application?

Yes. Please provide the updated details:

Details	(HK\$'000)
Office rental and utilities	
Salary and staff benefits	
Others, please specify	
Total	

No.

3.2 If your excess liquid capital provided in section 2 of this supplement cannot cover the projected total major operating expenses incurred during the first six months after the approval of the current application, if granted, please provide a funding plan* to demonstrate that you will be able to meet the minimum capital requirement under the FRR.

* The funding plan should set out the sources and size of funding support available to you, being supported by proper documentation of liquidity facilities and commitments by the funding provider(s).



3.3 Are there any changes to your projection of liquid capital provided in section 1.5 or 3.5 of Form 2U previously submitted to the Commission for the purpose of your current application?

Yes. Please provide the updated details:

Details	Projected figure as at six months after the approval of the current application, if granted (HK\$'000)
Liquid capital computation	
Total liquid assets	
Total ranking liabilities	
Liquid capital	
Required liquid capital	
Excess/(deficiency) in liquid capital	

No.

3.4 If you have projected deficiency in liquid capital during the first six months after the approval of the current application, if granted, please provide a funding plan* to demonstrate that you will be able to meet the minimum capital requirement under the FRR.

* The funding plan should set out the sources and size of funding support available to you, being supported by proper documentation of liquidity facilities and commitments by the funding provider(s).



Part IV: Declaration

We:

- **Have completed** Part(s) _____ of this supplement.
- **Declare** that all the information provided in this supplement and any associated documentation is complete, true and correct.
- **Understand** that providing false or misleading information in support of this supplement or its relating application is an offence under section 383 of the Ordinance.
- **Understand** that the Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, this supplement or its relating application.
- **Understand** that if any information contained in this supplement, or any associated documentation changes prior to the Commission making a decision in respect of any relating application, we should notify the Commission in writing immediately of the changes.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.

(To be signed by a director, responsible officer or person authorized by the Board of Directors.)

For and on behalf of:

Name of corporation

Name of director/responsible
officer/person authorized by the board of
directors*

Signature

Date

* Select as appropriate.



SECURITIES AND
FUTURES COMMISSION
證券及期貨事務監察委員會

Supplement

4U

Manager-In-Charge of Core Functions

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of corporation	English	
	Chinese	
Contact person regarding any queries on this supplement	English/Chinese name	
	Business title/Firm name	
	Relationship with the corporation	
	Mobile number	E-mail address

Interpretations

1. "Manager-In-Charge of Core Function(s)" or "MIC", refers to an individual appointed by a corporation to be principally responsible, either alone or with others, for managing the Core Functions (see the following description of each Core Function) of the corporation.

Overall Management Oversight

A function responsible for directing and overseeing the effective management of the overall operations of the corporation on a day-to-day basis.

Key responsibilities may include:

- developing the corporation's business model and associated objectives, strategies, organisational structure, controls and policies;
- developing and promoting sound corporate governance practices, culture and ethics; and
- executing and monitoring the implementation of business objectives, strategies and plans approved by the board of directors ("Board"), and the effectiveness of the organisational structure and controls.

(Example*: Chief Executive Officer, President)

Key Business Line

A function responsible for directing and overseeing a line of business which comprises one or more types of regulated activities.

(Example*: Chief Investment Officer, Head of Equity, Head of Corporate Finance, Chief Rating Analyst, Head of Fund Marketing)

Operational Control and Review

A function responsible for:

- establishing and maintaining adequate and effective systems of controls over the corporation's operations; and
- reviewing the adherence to, and the adequacy and effectiveness of, the corporation's internal control systems.

(Example*: Chief Operating Officer, Head of Operations, Head of Internal Audit)

Risk Management

A function responsible for the identification, assessment, monitoring and reporting of risks arising from the corporation's operations.

(Example*: Chief Risk Officer, Head of Risk Management)

Finance and Accounting

A function responsible for ensuring the timely and accurate financial reporting and analyses of the operational results and financial positions of the corporation.

(Example*: Chief Finance Officer, Financial Controller, Finance Director)

Information Technology

A function responsible for the design, development, operation and maintenance of the computer systems of the corporation.

(Example*: Chief Information Officer, Head of Information Technology)

Compliance

A function responsible for:

- setting the policies and procedures for adherence to legal and regulatory requirements in the jurisdiction(s) where the corporation operates;
- monitoring the corporation's compliance with the established policies and procedures; and
- reporting on compliance matters to the Board and senior management.

(Example*: Chief Compliance Officer, Head of Legal and Compliance)

Anti-Money Laundering and Counter-Terrorist Financing

A function responsible for establishing and maintaining internal control procedures to safeguard the corporation against involvement in money laundering activities or terrorist financing.

(Example*: Head of Financial Crime Prevention, Head of Compliance)

2. "You" in this supplement refers to the corporation providing information.

* These examples of job title are for illustration only and are not exhaustive. A corporation is not required to appoint Managers-in-Charge bearing the same job titles. However, there should be at least one individual to manage each Core Function as described above, and the corporation may adopt any job title relevant to that MIC's position and duties as it considers appropriate.

Instructions

1. This supplement is to be filled in by a corporation applying for a licence under section 116 of the Ordinance. You should use this supplement to provide information about each of your Managers-In-Charge of Core Functions who is not a responsible officer.
2. If you are an existing licensed corporation applying for addition of regulated activity, you are not required to complete this supplement. However, you should notify the Commission of any relevant changes in your Managers-In-Charge of Core Functions.
3. In determining whether an individual is an MIC of a particular Core Function, you should take into account the apparent or actual authority of that individual in relation to that Core Function. For example, an individual may be an MIC of a particular Core Function if he or she has one or more of the following attributes:
 - (i) occupies a position within the corporation which is of sufficient authority to enable the individual to exert a significant influence on the conduct of that Core Function;
 - (ii) has authority to make decisions (e.g. assume business risks within pre-set parameters or limits) for that Core Function;
 - (iii) has authority to allocate resources or incur expenditures in connection with the particular department, division or functional unit carrying on that Core Function; and
 - (iv) has authority to represent the particular department, division or functional unit carrying on that Core Function, e.g., in senior management meetings or in meetings with outside parties.

4. A corporation should also take into account an individual's seniority. In this regard, the Commission generally expects that an MIC should:
 - (i) report directly to the Board of the corporation, or to the MIC who assumes the Overall Management Oversight function of the corporation; and
 - (ii) be accountable for the performance or achievement of business objectives set by the Board, or by the MIC who assumes the Overall Management Oversight function.
5. Please fill in all parts of this supplement.
6. Incomplete supplement may increase the time taken for the Commission to process your related application or the related application may be returned. Please refer to [Licensing Handbook](#) on the Commission's website (www.sfc.hk) for the return policy.
7. If there is not enough space, please use separate sheets of paper and clearly mark each separate sheet of paper with the relevant section number.
8. If the Commission is satisfied that a person has **substantial practical difficulties** in complying with any of the requirements under this supplement, it may exercise its discretion to dispense with the requirements to such extent as it considers necessary. If you consider that you have **substantial practical difficulties** in complying with any requirements under this supplement, please enclose a separate document setting out your **substantial practical difficulties** for the Commission's consideration. Please note that the Commission would only exercise its discretion under special circumstances.
9. If there are any changes to the information provided in support of this supplement before it is concluded, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.

Warning

All information and documents submitted to the Commission must be true, accurate and complete.

Under section 383(1) of the Ordinance, a person commits an offence if –

- **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**
- **he knows that, or is reckless as to whether, the representation is false or misleading in a material particular.**



Index

Part	Details
I	Particulars of Manager-In-Charge of Core Functions
II	Declaration



Part I: Particulars of Manager-In-Charge of Core Functions

Please tick “✓” the Core Function(s) to be supervised by this individual:

Overall Management Oversight

Key Business Line

Operational Control and Review

Risk Management

Finance and Accounting

Information Technology

Compliance

Anti-Money Laundering and Counter – Terrorist Financing

Please provide the particulars of the individual you have appointed to be principally responsible for managing any of your Core Functions. If you have appointed two or more individuals to act as your Managers-In-Charge of Core Functions, please submit a separate Supplement 4U for each of them.

Full name (in English)			
Full name (in Chinese)			
Hong Kong identity card number			
Passport number*		Date of expiry* (DD/MM/YYYY)	
Passport issuing country*			
CE number, if any			
Place of residence (Country/Region)			
Job title**			
Mobile number			
Email address			

* Only applicable to individuals who are non-Hong Kong permanent residents.

** The job title should indicate an individual’s position and his or her particular business or operational area (eg, Chief Executive Officer, Chief Investment Officer, Chief Administrative Officer, Head of Risk Management and Head of Corporate Finance).



Part II: Declaration

We:

- **Have completed** all parts of this supplement.
- **Declare** that all the information provided in this supplement and any associated documentation is complete, true and correct.
- **Confirm** that the individual whose particulars contained in Part I has been informed of and acknowledged (a) his or her appointment as a Manager-In-Charge of the corporation and (b) the particular Core Function(s) which he or she is principally responsible for managing.
- **Understand** that providing false or misleading information in support of this supplement is an offence under section 383 of the Ordinance.
- **Understand** that the Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of this application.
- **Understand** that if any information contained in this application, or any associated documentation changes prior to the Commission making a decision in respect of any relating application, we should notify the Commission in writing immediately of the changes.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.

(This declaration must be signed by a director or person authorised by the board of directors.)

For and on behalf of:

Name of corporation

Name of director/person authorised by
the board of directors*

Signature

Date

* Delete where not applicable.



Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data¹ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:
 - to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:
 - the Securities and Futures Ordinance ("SFO");
 - the Fit and Proper Guidelines;
 - the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
 - the Management, Supervision and Internal Control Guidelines;
 - the Codes on Takeovers and Mergers and Share Buy-backs; and
 - the Code on Unit Trusts and Mutual Funds.
 - to process any application you may make under the relevant Ordinances;
 - to assess your fitness and properness in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and properness to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching² those data.

¹ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO")

² "Matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:-

The Data Privacy Officer
Securities and Futures Commission
54/F, One Island East
18 Westlands Road
Quarry Bay
Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available upon request.



SECURITIES AND
FUTURES COMMISSION
證券及期貨事務監察委員會

Questionnaire

1U

General Business Profile and Internal Control Summary

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of licensed corporation/ licensed corporation applicant	English	
	Chinese	
CE number (if applicable)		
Contact person regarding any queries on this questionnaire	English/Chinese name	
	Business title/Firm name	
	Relationship with the applicant	
	Mobile number	E-mail address

Interpretations

1. "Code of Conduct" in this questionnaire refers to Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission.
2. "AMLO" in this questionnaire refers to Anti-Money Laundering and Counter-Terrorist Financing Ordinance.
3. "You" in this questionnaire refers to the corporation providing information.
4. Unless otherwise specified or the context otherwise required, words and phrases in this questionnaire shall be interpreted by reference to any definition of such word or phrase in Part 1 of Schedule 1 to the Ordinance or Code of Conduct.

Instructions

1. This questionnaire aims to obtain information about your business profile and internal controls, including policies and control procedures in ensuring compliance with the regulatory requirements. The questionnaire may also be used as a self-assessment tool for you to understand your business profile and assess the relevant risk management measures and internal controls. You are expected to complete the questionnaire to the best of your knowledge in order to accurately reflect your own operations and controls.
2. The Commission recognises that licensed corporations may adopt different policies and control procedures given that significant differences exist in the nature and scope of their business activities, their organisational and legal structures as well as their management and supervisory measures. Therefore, the questions in this questionnaire are not intended to imply, nor should be construed as, a single set of generally acceptable internal control or risk management practices.
3. Please fill in all parts of this questionnaire. Before submission to the Commission, please sign the declaration and ensure that the relevant supporting documents have been enclosed.
4. Incomplete application/notification will increase the time taken for the Commission to process your application/notification or may be returned. Please refer to [Licensing Handbook](#) on the Commission's website (www.sfc.hk) for the return policy.
5. If there is not enough space, please use separate sheets of paper and clearly mark each separate sheet of paper with the relevant section number.
6. The information sought in the questionnaire is not meant to be exhaustive. The Commission may request further information, including but not limited to your written policies, procedural manuals and documentation supporting your answers to the questionnaire, during the course of handling your application/notification.
7. If there are any changes to the information provided in, or in support of this questionnaire, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.

Warning

All information and documents submitted to the Commission must be true, accurate and complete.

Under section 383(1) of the Ordinance, a person commits an offence if —

- 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
- he knows that, or is reckless as to whether, the representation is false or misleading in a material particular.

Under section 384(1) of the Ordinance, subject to section 384(2), a person commits an offence if —

- he, in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions, provides to a specified recipient any information which is false or misleading in a material particular; and
- he knows that, or is reckless as to whether, the information is false or misleading in a material particular.

Under section 384(3) of the Ordinance, subject to section 384(4), a person commits an offence if —

- he, otherwise than in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions but in connection with the performance by a specified recipient of a function under any of the relevant provisions, provides to the specified recipient any record or document which is false or misleading in a material particular; and
- he —
 - knows that, or is reckless as to whether, the record or document is false or misleading in a material particular; and
 - has, in relation to the provision of the record or document, received prior written warning from the specified recipient to the effect that the provision of any record or document which is false or misleading in a material particular in the circumstances of the case would constitute an offence under this subsection.

A “specified recipient” includes the Commission.

Index

Part	Details
I	Business Profile
II	Corporate Governance
III	Risk Management
IV	Operational Control and Review
V	Know Your Client ("KYC") and Client Onboarding
VI	Managing Conflicts of Interest
VII	Safeguarding of Client Assets
VIII	Compliance
IX	Anti-Money Laundering ("AML") and Counter-Terrorist Financing ("CTF")
X	Personnel and Training
XI	Declaration



Part I: Business Profile

Please specify the business activity you propose to carry out:

Business Activity 1	
Business Activity 2	
Business Activity 3	

	Business Activity 1	Business Activity 2	Business Activity 3
1 Please indicate the types of your clients.			
a) your group companies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) retail clients			
i) Hong Kong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) overseas	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) corporate professional investors			
i) Hong Kong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) overseas	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) institutional professional investors			
i) Hong Kong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) overseas	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) individual professional investors			
i) Hong Kong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) overseas	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Please indicate the geographical location of your overseas clients.			
a) Mainland China	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) Asia (other than Mainland China)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) Europe	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) United States	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	Business Activity 1	Business Activity 2	Business Activity 3
e) others, please specify: <div style="border: 1px solid black; height: 25px; width: 350px; margin-top: 5px;"></div>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Please indicate the source of your clients.			
a) walk-in customers	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) referral from your group companies, staff members or shareholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) referral from other licensed corporations, please specify: <div style="border: 1px solid black; height: 25px; width: 350px; margin-top: 5px;"></div>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) others, please specify: <div style="border: 1px solid black; height: 25px; width: 350px; margin-top: 5px;"></div>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Please indicate the product types in which you will conduct business activity.			
a) shares, equity derivatives and exchange-traded funds ("ETF")			
i) listed in Hong Kong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) listed in Mainland China	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) listed in overseas	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) private equity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) futures contracts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) debt securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) foreign exchange contracts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) over-the-counter derivatives	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
g) cash and money market instruments	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
h) funds other than ETF	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) open-ended fund companies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
j) contract for difference	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	Business Activity 1	Business Activity 2	Business Activity 3
k) virtual assets	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
l) others, please specify: <input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 Please indicate your remuneration model and basis of calculation.			
a) brokerage fee basis of calculation: <input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) advisory fee basis of calculation: <input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) asset management fee basis of calculation: <input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) performance fee basis of calculation: <input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) commission or rebate basis of calculation: <input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) interest basis of calculation: <input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
g) others, please specify: _____ basis of calculation: <input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



	Business Activity 1	Business Activity 2	Business Activity 3
6 Please project the number of staff members during the first six months of your proposed business in respect of			
a) each of your business activities; and			
b) the following functions.			
i) overall management oversight			
ii) operational control and review			
iii) risk management			
iv) finance and accounting			
v) information technology			
vi) compliance			
vii) AML and CFT			
		<u>Yes</u>	<u>No</u>
7 Please indicate whether you will			
a) refer or introduce your clients to other financial services entities located outside Hong Kong;		<input type="checkbox"/>	<input type="checkbox"/>
b) market and introduce the financial services provided by other entities located outside Hong Kong to your clients; and		<input type="checkbox"/>	<input type="checkbox"/>
c) market your service to or solicit clients outside Hong Kong.		<input type="checkbox"/>	<input type="checkbox"/>
If yes, please provide details of the entities and the related business arrangement.			
8 Please indicate whether you will receive or hold			
a) client monies; and		<input type="checkbox"/>	<input type="checkbox"/>
b) client securities.		<input type="checkbox"/>	<input type="checkbox"/>
If yes, please indicate the location where you will hold client monies or securities.			
a) accounts maintained with local or overseas clearing houses		<input type="checkbox"/>	<input type="checkbox"/>
b) authorized financial institutions		<input type="checkbox"/>	<input type="checkbox"/>
c) other licensed corporations		<input type="checkbox"/>	<input type="checkbox"/>
d) overseas licensed or authorised intermediaries		<input type="checkbox"/>	<input type="checkbox"/>
e) associated entities		<input type="checkbox"/>	<input type="checkbox"/>
f) independent custodians		<input type="checkbox"/>	<input type="checkbox"/>
g) others, please specify:		<input type="checkbox"/>	<input type="checkbox"/>



- | | <u>Yes</u> | <u>No</u> |
|---|--------------------------|--------------------------|
| 9 Please indicate whether you will outsource the following functions. | | |
| a) conduct of regulated activity | <input type="checkbox"/> | <input type="checkbox"/> |
| b) operational control and review | <input type="checkbox"/> | <input type="checkbox"/> |
| c) risk management | <input type="checkbox"/> | <input type="checkbox"/> |
| d) finance and accounting | <input type="checkbox"/> | <input type="checkbox"/> |
| e) information technology | <input type="checkbox"/> | <input type="checkbox"/> |
| f) compliance | <input type="checkbox"/> | <input type="checkbox"/> |
| g) AML and CFT | <input type="checkbox"/> | <input type="checkbox"/> |
| h) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |

If yes, please provide details of the related outsourced functions and the name of the outsourced party.

- | | | |
|---|--------------------------|--------------------------|
| 10 Please indicate whether you intend to set up a branch in the coming 12 months in | | |
| a) Hong Kong; and | <input type="checkbox"/> | <input type="checkbox"/> |
| b) places other than Hong Kong, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |

If yes, please indicate the activities that your branch will engage in.

Supplementary information



Part II: Corporate Governance

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
1 Do you have any written policies and control procedures to ensure that your board of directors			
a) establish a management structure which includes the roles, responsibilities, accountability and reporting lines of your senior management;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) oversee the appointment of your senior management;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) establish systems and controls to supervise your senior management and supervisory staff members who act under the delegated authority by your board of directors;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) establish systems and controls to monitor and regularly evaluate the performance of your senior management in their respective areas of responsibility; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) establish policies to ensure that the senior management have access to regular training to maintain and enhance their competencies and to keep themselves updated on industry and regulatory developments relevant to their respective areas of responsibility?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 How often will your board of directors evaluate the performance of your senior management in their respective areas of responsibility?			
3 Do you have any written policies and control procedures to ensure that your senior management			
a) have a sound understanding of your business activities and their associated risks;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) oversee the development and implementation of risk management policies and control procedures to ensure that your risks can be identified, monitored and controlled and that financial and management information is reliable, timely and complete;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) establish policies to ensure that your risk management, compliance, operational control and review functions are properly positioned, staffed and resourced and carry out their responsibilities independently, objectively and effectively; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) review and update regularly your risk management measures to ensure that they remain adequate and consistent with your operating environment, and are able to support business expansion?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	Yes	No*	N/A#
4 Do you have any written policies and control procedures on the following functions?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
If yes, please indicate how often such policies and control procedures will be reviewed and updated by your senior management.			
a) each of your key business lines	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
frequency of review:			
<input type="text"/>			
b) operational control and review	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
frequency of review:			
<input type="text"/>			
c) risk management	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
frequency of review:			
<input type="text"/>			
d) finance and accounting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
frequency of review:			
<input type="text"/>			
e) information technology	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
frequency of review:			
<input type="text"/>			
f) compliance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
frequency of review:			
<input type="text"/>			
g) AML and CFT	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
frequency of review:			
<input type="text"/>			

- | | <u>Yes</u> | <u>No*</u> | <u>N/A#</u> |
|---|--------------------------|--------------------------|--------------------------|
| 5 Do you have any written policies and control procedures to ensure that your senior management provide regular, adequate and comprehensive information to your board of directors in relation to the following matters? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| If yes, please indicate how often such matters will be reported to your board of directors. | | | |
| a) implementation of, and adherence to business objectives, strategies and plans
frequency of reporting:
<div style="border: 1px solid black; height: 20px; width: 100%; margin-top: 5px;"></div> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b) business performance
frequency of reporting:
<div style="border: 1px solid black; height: 20px; width: 100%; margin-top: 5px;"></div> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| c) risks associated with business operations and financial position
frequency of reporting:
<div style="border: 1px solid black; height: 20px; width: 100%; margin-top: 5px;"></div> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| d) internal control deficiencies identified
frequency of reporting:
<div style="border: 1px solid black; height: 20px; width: 100%; margin-top: 5px;"></div> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| e) compliance issues with laws, rules, regulations, codes and internal policies and control procedures
frequency of reporting:
<div style="border: 1px solid black; height: 20px; width: 100%; margin-top: 5px;"></div> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6 Do you have any written policies and control procedures to ensure that | | | |
| a) a management structure that clearly defined reporting lines of staff members with supervisory and reporting responsibilities appropriately assigned is implemented; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b) authorisations and approvals, and the authority of key positions are clearly defined and communicated to and followed by staff members; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| c) only persons, who are fit and proper to perform the duties for which they are employed, are employed and that such persons are duly registered with all applicable regulatory bodies as required; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| d) management and supervisory functions are performed by qualified and experienced individuals; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |



Yes **No*** **N/A#**

e) adequate training suitable for the specific duties which staff members perform is provided both initially and on an ongoing basis?

7 How often will your senior management evaluate the performance of your staff members performing management and supervisory functions?

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

Part III: Risk Management

	Yes	No*	N/A#
<u>Risk management policies and control procedures</u>			
1 Do your risk management policies and control procedures cover			
a) the appointment of a risk manager who has the appropriate qualifications to oversee and monitor the risk exposures and systems;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) the presence of clear reporting lines for the risk manager;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) the way that risk exposure limits are set and communicated to the responsible persons;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) the way that risks are being measured and monitored;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) the procedures to deal with exceptions to risk limits; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) processes to ensure that you regularly carry out stress testing using appropriate measures?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Do you have any written policies and control procedures to ensure that your risk management policies will be			
a) monitored by a risk management function which consists of a sufficient number of suitably qualified and experienced professionals; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) subject to comprehensive reviews at suitable intervals, and wherever there is significant change in the business, operations or key personnel, to ensure that your risk of suffering losses, whether financial or otherwise, as a result of fraud, errors and omissions, interruptions or other operational or control failures are maintained at acceptable and appropriate levels?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Who will be responsible for reviewing your risk management policies and control procedures? (Please specify title and name if available.)			
4 Do you have any written policies and control procedures to ensure that your staff members performing risk management function are independent of the front office and reporting directly to senior management?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Market risk

5 Does your market risk management function cover the following areas?			
a) performance evaluation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) price verification	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	Yes	No*	N/A#
c) model risk monitoring	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) risk management methodology and system	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) new products	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 Will you adopt any risk pricing model (e.g. value-at-risk, economic value of equity models, etc.) as primary risk measurement and management tool?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 If you answer "Yes" to section 6, do you have any written policies and control procedures for			
a) testing and authorisation of risk pricing models and valuation systems used by front and back office personnel;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) controlling any alteration, release, update and maintenance of the risk pricing model; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) verification of accuracy of the risk pricing model through regular backtesting programme?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 Do you have any written policies and control procedures in relation to the following areas of your proprietary trading?			
a) clearly defined trading authority	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) setting up trading and exposure limits	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) management supervision to ensure proprietary trading is within limit	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) measures to be taken in case of exceeding the limits and applicable sanctions	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) hedging strategy for your proprietary trading positions	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) performing regular stress testing to quantify the impact from changing market conditions	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 Do you have any written policies and control procedures to ensure that information is available for the senior management to monitor the following areas of your proprietary trading?			
a) profit and loss	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) exposure level	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) value-at-risk	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) limit utilisation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



	Yes	No*	N/A#
e) stress test or simulation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) risk adjusted performance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 a) How often will you perform review on your market risk measures?			
b) Who will be responsible for managing your market risks? (Please specify title and name if available.)			

Credit risk

11 Do you have any written policies and control procedures in relation to the following areas?			
a) assessing and monitoring the credit status of each client or counterparty	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) making a margin call or a repayment demand to a client in a timely manner	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) dealing with the consequence of a client's failure to meet a margin call or a repayment demand	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) regular exception reporting to the senior management	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) compulsory closing out a client's position	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) record keeping for margin calls or repayment demands	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
g) regular review of lending ratios on securities accepted by you	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12 Do you have any written policies and control procedures to			
a) ensure that clients or counterparties are not allowed to trade when there is a significant unsettled transaction or long overdue balance (except for the rolling balance cash clients and margin clients with adequate collateral); and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) manage any concentration in the following exposures and report to senior management on a regular basis?			
i) exposures to a particular client or group of related clients	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) exposures to a particular counterparty or group of related counterparties	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) exposures to a particular investment product	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13 a) How often will you perform credit review?			
b) Who will be responsible for managing your credit risks? (Please specify title and name if available.)			



	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
<u>Liquidity risk</u>			
14 Do you have any written policies and control procedures to alert the senior management and the staff members responsible for liquidity management to			
a) any potential material shortfall of any sources of funding available to you; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) any potential material increase in your funding requirements?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15 Do you have any written policies and control procedures to ensure that			
a) your capital position is monitored to ensure compliance with the regulatory capital requirements at all times; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) notification is made to the Commission as soon as practicable if you become aware of a required liquid capital deficit?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16 a) How often will you			
i) project cash flows;			
<input type="text"/>			
ii) project settlement obligations; and			
<input type="text"/>			
iii) review your available funding?			
<input type="text"/>			
b) Who will be responsible for managing your liquidity risks? (Please specify title and name if available.)			
<input type="text"/>			

Supplementary information



* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.



Part IV: Operational Control and Review

	Yes	No*	N/A#
<u>Operational control</u>			
1 Do you have any written policies and control procedures to ensure that your operations are regularly reviewed so that your risk of losses resulting from fraud, errors and omissions, and the following operational and compliance matters are adequately managed?			
a) physical and functional segregation of incompatible duties (e.g. trade, settlement, risk management and accounting)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) maintenance and timely production of proper and adequate accounting and other records, and ability to detect fraud, errors and omissions, and other non-compliance with external and internal requirements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) security and reliability of accounting and other information (e.g. exception reports which should accurately highlight unusual activities and facilitate the detection of fraud, errors and significant trends)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) maintenance of effective record retention policies which enable you, your auditors and the Commission to carry out routine and ad hoc comprehensive reviews or investigations	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Do you have any written policies and procedures to ensure that			
a) management of information, both in physical and electronically stored form, is assigned to qualified and experienced staff member(s);	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) your operating and information management systems meet your needs and operate in a secure and adequately controlled environment;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) information management reporting requirements are clearly defined to ensure the adequacy and timeliness of production of required internal and external reports including those required by relevant regulatory and self-regulatory bodies;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) key components of the information management system design and implementation programme are adequately documented and regularly reviewed for effectiveness; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) how often will you perform such review?			
<input type="text"/>			
ii) who will be responsible for performing the review? (Please specify title and name if available.)			
<input type="text"/>			

	Yes	No*	N/A#
e) appropriate and effective information management systems and data security policies and procedures are implemented to prevent and detect the occurrence of errors, omissions or unauthorised insertion, alteration or deletion of, or intrusion into, your data processing system (electronic or otherwise) and data?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Do you have a business continuity plan which includes the following areas to ensure that you are protected from the risk of interruption to your business continuity?			
a) business impact study	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) identification of likely scenarios involving interruptions	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) documentation and regular testing of your disaster recovery plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 In respect of outsourced functions as set out in section 9 in Part I of this questionnaire, do you have any written policies and control procedures to ensure that			
a) proper due diligence is performed in the selection and monitoring of the service providers to ensure they have the ability and capacity to undertake the provision of the service effectively; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) proper approval of premises for keeping records or documents is obtained from the Commission if such premises will be used for keeping records or documents relating to the carrying on of the regulated activity?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Internal review

5 Do you have any written policies and control procedures to ensure that your staff members performing the internal review function are independent of the core business functions and reporting directly to an independent and high level of authority?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 Do you have any written policies and control procedures to ensure that			
a) there is adequate planning, control and recording of all review work performed;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) findings, conclusions and recommendations are timely reported to your senior management;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) matters or risks highlighted in the relevant reports are followed up and resolved satisfactorily;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) all review findings that are not resolved within established time frames are reported to your senior management; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) periodic risk assessment is performed and various levels of risk are ascribed to an appropriate review cycle?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 a) How often will you review your business contingency arrangement?	<input type="text"/>		
b) Who will be responsible for managing your operational risks? (Please specify title and name if available.)	<input type="text"/>		



Supplementary information

- * Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

- # Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.



Part V: KYC and Client Onboarding

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
1 Do you have any written policies and control procedures to ensure that			
a) all relevant client information which includes the following items, related specimen signatures, and supporting documentation are recorded and retained for future reference;			
i) identity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) financial background	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) investment experience	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iv) investment objective	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) client information gathered are reviewed and confirmed using the criteria approved by your senior management;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) your client is provided with adequate information about you and the services to be provided to the client, together with other relevant documents (e.g. relevant risk disclosure statements) and the nature and scope of fees, penalties and other charges you may levy;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) your client is provided with adequate information regarding his rights (including, if applicable, coverage under one of the investor compensation fund arrangements);	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) execution of applicable client agreements is procured as required under relevant law, rules, regulations and codes; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) new account applications and amendments to existing accounts, along with related supporting documentation are reviewed and approved by designated staff members?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) who will be responsible for the review and approval of the new account applications and amendments to existing accounts? (Please specify title and name if available.)			
2 If you onboard individual clients online, do you have the following procedures to verify clients' identities?			
a) obtaining a client agreement which is signed by a client by way of an electronic signature together with a copy of the client's identity document (e.g. an identity card or relevant sections of the client's passport)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) receiving a transfer of an initial deposit of not less than HK\$10,000 from a bank account in the client's name maintained with a licensed bank in Hong Kong ("Designated Bank Account") to your bank account	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
c) conducting all future deposits and withdrawals for the client's trading account through the Designated Bank Account(s) only	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) maintaining proper records of the account opening process for each client which are readily accessible for compliance checking and audit purposes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 In respect of discretionary accounts, do you have any written policies and control procedures to ensure that			
a) a discretionary account agreement which sets out the investment objectives and strategies of the client is executed and the precise terms and conditions under which such discretion will be exercised;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) regular reviews of the performance of the account are conducted by designated staff members independent of the staff handling the account;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) how often will you perform such reviews?			
<input style="width: 500px; height: 20px;" type="text"/>			
ii) who will be responsible for conducting the regular review of the performance of the account? (Please specify title and name if available.)			
<input style="width: 500px; height: 20px;" type="text"/>			
c) your clients are provided with regular statements and timely ad hoc reports on account balance and transaction details, especially when the account balance falls below agreed levels or when large orders for the account are pending or executed; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) the investment decision making process is clearly delineated from the dealing process?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 If you allow third party to operate your client's account, do you have any written policies and control procedures to ensure that			
a) the opening of a third party operated account is approved on an exceptional basis after			
i) making proper enquiries to ascertain the relationship between the client and the third party operator;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) obtaining evidence as proof of the relationship between the client and the third party operator in case of doubt;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) critically evaluating the reasons for such arrangement; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iv) diligently reviewing the evidence of client's written authorisation;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

- | | <u>Yes</u> | <u>No*</u> | <u>N/A#</u> |
|--|--------------------------|--------------------------|--------------------------|
| b) the third party authorisations are only accepted after approval have been obtained from senior management; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| i) who will be responsible for the approval of the third party authorisations?
(Please specify title and name if available.)
<div style="border: 1px solid black; height: 25px; width: 500px; margin-top: 5px;"></div> | | | |
| c) the factors taken into account in approving the opening of a third party operated account and the evidence obtained are properly documented; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| d) the third party operated account is properly monitored for irregularities?
i) who will be responsible for monitoring the third party operated account?
(Please specify title and name if available.)
<div style="border: 1px solid black; height: 25px; width: 500px; margin-top: 5px;"></div> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5 In respect of clients who give hold mail instructions to you, do you have any written policies and control procedures which are designed to | | | |
| a) obtain or renew written hold mail instruction from client; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b) verify the client's signature on the instruction against the signature records by a staff member who is independent of the front office; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| c) require the client or person authorised by him to acknowledge the collection of the client's contract notes, statements of account and receipts? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6 Do you have any written policies and control procedures to ensure that you will enter into a written agreement which contains the minimum content as set out under the Code of Conduct with your clients before services are provided? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 7 Who will be responsible for overseeing your client onboarding function? (Please specify title and name if available.) | | | |
| <div style="border: 1px solid black; height: 25px; width: 500px; margin-top: 5px;"></div> | | | |

Supplementary information



- * Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

- # Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

Part VI: Managing Conflicts of Interest

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
1 Do you have any written Chinese Walls policies including wall crossing procedures to			
a) ensure the separation of dealers handling client funds or discretionary orders from those handling proprietary or staff accounts;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) ensure that price-sensitive information privy to the research staff members or staff members handling corporate finance matters like a takeover and merger should not be available to staff members outside those departments, except on a "need-to-know" basis; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) address conflicts of interest issues arising from carrying on more than one type of regulated activities or other business concurrently in you or your group companies?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Do you have any written policies and control procedures to ensure that			
a) the potential for the existence of conflicts of interest between you or your staff members and clients is minimised, and further, in circumstances where actual or apparent conflicts of interest cannot reasonably be avoided, that clients are fully informed of the nature and possible ramifications of such conflicts and are in all cases treated fairly; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) other conflicts of interest issues such as the followings are properly addressed?			
i) employee dealing	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) client priority	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) interconnectedness with your group companies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Where you represent yourself as being independent, or use any other terms with similar inference, when distributing an investment product, do you have any written policies and procedures to ensure that			
a) you will not receive fees, commissions, or any monetary benefits, paid or provided (whether directly or indirectly) by any party in relation to such distribution of investment product to clients; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) you will 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 your independence to favour a particular investment product, a class of investment products or a product issuer?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Who will be responsible for monitoring and reviewing the policies and control procedures over conflicts of interest? (Please specify title and name if available.)			



Supplementary information

- * Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

- # Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

Part VII: Safeguarding of Client Assets

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
1 Do you have any written policies and control procedures to ensure proper handling of the assets of you and your clients, including the following areas?			
a) clearly identifying your staff members and representatives of clients (for client assets) with authority to acquire, dispose of, lend, pledge or otherwise part with possession of, the assets of you and your clients, and the parameters of such authority, and that such authority will be checked with respect to each asset movement and client withdrawal request	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) use of standardised and sequentially numbered receipts and despatch notes or other appropriate methods to acknowledge and account for asset movements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) securely storing the assets of you and your clients, other important documents and controlled forms (e.g. cheque books, contract notes, etc.) while at your premises, and promptly depositing cheques, cashier orders and other negotiable instruments and securities into the appropriate account at banks or securities depositories	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) during the period that physical scrip or cash is held at your premises, routine counts will be conducted to ensure proper safeguarding of the assets of you and your clients	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) maintaining reliable and adequate audit trails which enable you to thoroughly investigate suspected improprieties	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Do you have any written policies and control procedures to ensure that all payments involving client money are appropriately processed by			
a) obtaining proper instruction from client;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) verifying the client's signature on the instruction against the signature records by a staff member who is independent of the front office;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) if the instruction is provided in the form of an electronic record, ensuring that the requirements in the Electronic Transactions Ordinance are satisfied;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) checking the availability of funds in the client account;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) obtaining management approval; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) ensuring payment is only made to the client or any person to whom the client has instructed in writing the money to be paid?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
3 Do you have any written policies and control procedures to			
a) ensure that cash or third party cheques for making payments to clients are			
i) authorised by client in writing; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) approved by designated senior staff member;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) identify third party cheques deposited by clients;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) ensure that cheque or money deposited by a client is correctly credited to the respective client account as instructed; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) ensure transfer of account balances and securities among different clients are appropriately processed?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Do you have any written policies and control procedures to ensure that			
a) a client asset register is properly maintained and updated with movement of client asset;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) the client asset register is used to prepare regular statements which are mailed directly to the client at the address recorded in the client information file; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) the client asset register is used for reconciliation with statements of asset holdings issued by third parties (e.g. the clearing houses, banks and custodians) and, where applicable, confirmation documents provided by counterparties or execution brokers?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 Do you have any written policies and control procedures to ensure that			
a) bank reconciliation is performed regularly; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) discrepancies identified in the bank reconciliation are promptly followed up?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 a) How often will you conduct bank reconciliation for			
i) segregated account; and			
ii) other bank account?			
b) How promptly will you follow up on the discrepancies in the bank reconciliation?			

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
7 Do you have any written policies and control procedures to ensure that			
a) standing authority is obtained from clients to pledge, lend or otherwise deal with clients' securities, securities collateral or both, such as			
i) to maintain a log which ensures that all authorisations remain currently in force; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) to establish procedures which ensure that client securities are repledged or lent only if there is valid authorisation; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) proof of ownership is obtained from clients if the clients deposit physical scrip with you?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 Do you have any written policies and control procedures to ensure that			
a) securities reconciliation is performed regularly; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) discrepancies identified in the securities reconciliation are promptly followed up?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 a) How often will you perform securities reconciliation?			
b) How promptly will you follow up on the discrepancies in the securities reconciliation?			
10 Do you have any written policies and control procedures			
a) with respect to access to internet and facsimile transmission, where such devices or channel are used to transmit important information; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) regarding confidentiality of passwords (e.g. passwords are regularly changed and relevant passwords are disabled upon a staff member(s) leaving you)?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11 Who will be responsible for overseeing the client asset handling function? (Please specify title and name if available.)			



Supplementary information

- * Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

- # Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.



Part VIII: Compliance

<u>Compliance function</u>	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
1 Do you have a compliance function which			
a) is independent of all operational and business functions;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) reports directly to your senior management; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) covers all relevant aspects of your operations, including the unfettered access to necessary records and documentation?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Do you have compliance policies and control procedures to ensure that			
a) all applicable legal and regulatory requirements, such as the following items, are covered;			
i) registration or licensing and financial resources requirements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) record keeping (for management and regulatory reporting, audit and investigations)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) business practices (e.g. codes of conduct, commission rebates and soft dollar practices, and preparation, approval and dissemination of research reports)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iv) AML and CTF	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
v) relevant client, proprietary and staff dealing requirements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
vi) requirement to notify the Commission about changes in the unregulated business within your group which might impose risk or material impact to your business	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
vii) Prevention of Bribery Ordinance and related guidance issued by the Independent Commission Against Corruption	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) staff members performing the compliance function promptly escalate all occurrences of material non-compliance by you or your staff members with legal and regulatory requirements as well as with your own policies and procedures;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) notification is promptly made to the Commission, applicable exchanges, clearing houses of occurrences of material non-compliance by you or your staff members with relevant legal and regulatory requirements; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) all compliance issues that are not resolved within established time frames are reported to senior management?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 If you have a branch outside Hong Kong, do you have any written policies and control procedures to ensure compliance with applicable rules and regulations of such other jurisdictions?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Do you have any written policies and control procedures to ensure that your staff members performing the compliance function are independent of the core business functions and reporting directly to an independent and high level of authority?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 Who will be responsible for overseeing your compliance function? (Please specify title and name if available.)			



	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
Complaint handling			
6 Do you have any written policies and control procedures to ensure that			
a) complaints from clients relating to your business are handled in a timely and appropriate manner;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) steps are taken to investigate and respond promptly to the complaints;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) where a complaint has been received, the subject matter of the complaint is properly reviewed; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) where possible, complaints are investigated by staff members performing the compliance function who are not directly involved in the subject matter of complaint?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 Who will be responsible for overseeing your complaint handling function? (Please specify title and name if available.)			
<input type="text"/>			

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.



Part IX: AML and CTF

	Yes	No*	N/A#
1 In fulfilling your obligation to comply with the requirements under the AMLO, and to mitigate money laundering or terrorist financing ("ML/TF") risks,			
a) do you have internal AML or CTF policies and control procedures ("AML/CTF systems");	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) do your AML/CTF systems take into account factors including products and services offered, delivery and distribution channels, types of customers, countries and geographical locations involved; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) do your AML/CTF systems cover, among others, the following?			
i) identify and verify the identity of different types of customers, beneficial owners and a person purporting to act on behalf of the customer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) identify whether a customer or a beneficial owner is a politically exposed person ("PEP") and the enhanced due diligence measures applied to a customer or beneficial owner who is identified to be a PEP	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) identify and report suspicious transactions to a Money Laundering Reporting Officer ("MLRO") and to the Joint Financial Intelligence Unit ("JFIU")	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iv) maintain records as required under the AMLO and Guideline on Anti-Money Laundering and Counter-Terrorist Financing including, among others, records of customer risk assessment, registers of suspicious transaction reports and training records	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To ensure proper implementation and effectiveness of the AML/CTF systems,			
a) do you			
i) appoint an appropriate staff member as a Compliance Officer ("CO") and a MLRO;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) ensure that the CO and MLRO are fully conversant in the statutory and regulatory requirements and ML/TF risks arising from your business;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) establish a central point at supervisory management level for receiving suspicious transactions from individual staff members for review and onward reporting to the JFIU;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iv) establish an independent compliance and audit function which regularly reviews your AML/CTF systems, and has a direct line of communication to senior management;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
v) review regularly your AML/CTF systems to ensure that they remain up-to-date and meet current statutory and regulatory requirements; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
vi) provide appropriate AML/CTF training to your staff members?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) how often will you provide AML/CTF training to your staff members?			



	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
3 In determining the extent of Customer Due Diligence ("CDD") measures and ongoing monitoring,			
a) do you use a risk-based approach ("RBA") depending upon the background of the customer and the product, transaction or service used by that customer;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) does your RBA identify and categorise ML/TF risks at the customer level and establish reasonable measures based on risks identified;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) do you consider the following risk factors when determining the ML/TF risk rating of customers; and			
i) country risk	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) customer risk	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) product or service risk	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iv) delivery or distribution channel risk	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) do you adjust your risk assessment of customers from time to time or based upon information received from a competent authority, and review the extent of the CDD and ongoing monitoring to be applied?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

4 Who will be responsible for overseeing your AML/CTF controls and measures? (Please specify title and name if available.)

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

Part X: Personnel and Training

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
1 Do you have any arrangements to ensure that			
a) operational and control policies and procedures which should include those relating to internal controls and staff dealing are communicated to new recruits;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) updated operational and control policies and procedures are distributed to staff members and being accessible at all times; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) any changes to operational and control policies and procedures are communicated to staff members?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Do you have any written policies and control procedures to ensure that			
a) your staff members are communicated in writing on whether they are permitted to deal or trade for their own accounts in securities, futures contracts or leveraged foreign exchange contracts;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) in the event that your staff members are permitted to deal or trade for their own accounts,			
i) the conditions on which staff members may deal for their own accounts are specified in your staff dealing policy;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) staff members identify all related accounts and report them to your senior management;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) staff members deal through you or your group companies;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iv) if you provide services in listed securities, futures contracts or derivatives, duplicate trade confirmations and statements of account are provided to your senior management if your staff members are permitted to deal through other dealer;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
v) any transactions for staff members' accounts and related accounts are separately recorded and clearly identified in the records; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
vi) transactions of staff members' accounts and related accounts are reported to and actively monitored by your senior management; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) you will not knowingly deal in securities or futures contracts for another licensed or registered person's staff member unless you have received written consent from that licensed or registered person?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Do you have employee training policies and procedures to ensure that			
a) adequate training which is suitable for the specific duties that staff members perform both initially and on an ongoing basis is provided; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) staff members possess or acquire appropriate and practical experience through "on-the-job" training and, where appropriate, structured courses?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Who will be responsible for overseeing your personnel and training matters? (Please specify title and name if available.)			



Supplementary information

- * Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

- # Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.



Part XI: Declaration

We:

- **Declare** that all the information provided in this questionnaire and any associated documentation is complete, true and correct.
- **Understand** that providing false or misleading information in, or in support of this questionnaire could be an offence under section 383 and/or 384 of the Ordinance.
- **Understand** that the Securities and Futures Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, this questionnaire.
- **Understand** that if any information contained in this questionnaire, or any associated documentation changes prior to the Securities and Futures Commission making a decision in respect of any relating application, we should notify the Securities and Futures Commission in writing immediately of the changes.
- **Understand** that the Securities and Futures Commission may make such enquiries and seek such further information as it thinks appropriate.

(To be signed by two directors* or persons authorised by the Board of Directors of the corporation.)

For and on behalf of:

Name of corporation applying for a licence/licensed corporation

Name of director/person authorised by
the board of directors**

Signature

Date

Name of director/person authorised by
the board of directors**

Signature

Date

* Can be signed by one director if the corporation has only one director.

** Delete where not applicable.



SECURITIES AND
FUTURES COMMISSION
證券及期貨事務監察委員會

Questionnaire

2U

Specific Business Profile and Internal Control Summary

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of licensed corporation/ licensed corporation applicant	English	
	Chinese	
CE number (if applicable)		
Please tick "✓" the business activity(ies) that you propose to carry out		
<input type="checkbox"/> Asset management		
<input type="checkbox"/> Securities or futures brokerage		
<input type="checkbox"/> Securities margin financing		
<input type="checkbox"/> Electronic trading or automated trading services		
Contact person regarding any queries on this questionnaire	English/Chinese name	
	Business title/Firm name	
	Relationship with the applicant	
	Mobile number	E-mail address

Interpretations

1. "Code of Conduct" in this questionnaire refers to Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission.
2. "CLRP Rules" in this questionnaire refers to Securities and Futures (Contracts Limit and Reportable Positions) Rules.
3. "Options Trading Rules" in this questionnaire refers to Options Trading Rules of the Stock Exchange.
4. "HKFE Rules" in this questionnaire refers to Rules, Regulations and Procedures of the Futures Exchange.
5. "You" in this questionnaire refers to the corporation providing information.
6. Unless otherwise specified or the context otherwise required, words and phrases in this questionnaire shall be interpreted by reference to any definition of such word or phrase in Part 1 of Schedule 1 to the Ordinance or Code of Conduct.

Instructions

1. This questionnaire aims to obtain information about your business profile and internal controls, including policies and control procedures in ensuring compliance with the regulatory requirements. The questionnaire may also be used as a self-assessment tool for you to understand your business profile and assess the relevant risk management measures and internal controls. You are expected to complete the questionnaire to the best of your knowledge in order to accurately reflect your own operations and controls.
2. The Commission recognises that licensed corporations may adopt different policies and control procedures given that significant differences exist in the nature and scope of their business activities, their organisational and legal structures as well as their management and supervisory measures. Therefore, the questions in this questionnaire are not intended to imply, nor should be construed as, a single set of generally acceptable internal control or risk management practices.
3. Parts I to IV of this questionnaire contain questions concerning specific business activities (i.e. asset management, securities or futures brokerage, securities margin financing and electronic trading or automated trading services). Please fill in only the Part(s) applicable to the business activity(ies) that you propose to carry out and sign the declaration before submission to the Commission. Please also ensure that the relevant supporting documents have been enclosed.
4. You may be directed to complete this questionnaire under section 9 of Form 1U, section 4 of Form 2U or section 4 of Form 4U. On the other hand, if you are already licensed and propose to carry out additional business activity(ies) or change your business plan, please complete the applicable Part(s) in this questionnaire. For instance, if you, being a licensed corporation, intend to provide securities margin financing services or electronic trading or automated trading services, please complete Part III or IV of this questionnaire as appropriate.
5. Incomplete application/notification will increase the time taken for the Commission to process your application/notification or may be returned. Please refer to [Licensing Handbook](#) on the Commission's website (www.sfc.hk) for the return policy.
6. If there is not enough space, please use separate sheets of paper and clearly mark each separate sheet of paper with the relevant section number.

7. The information sought in the questionnaire is not meant to be exhaustive. The Commission may request further information, including but not limited to your written policies, procedural manuals and documentation supporting your answers to the questionnaire, during the course of handling your application/notification.
8. If there are any changes to the information provided in, or in support of this questionnaire, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.

Warning

All information and documents submitted to the Commission must be true, accurate and complete.

Under section 383(1) of the Ordinance, a person commits an offence if —

- 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
- he knows that, or is reckless as to whether, the representation is false or misleading in a material particular.

Under section 384(1) of the Ordinance, subject to section 384(2), a person commits an offence if —

- he, in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions, provides to a specified recipient any information which is false or misleading in a material particular; and
- he knows that, or is reckless as to whether, the information is false or misleading in a material particular.

Under section 384(3) of the Ordinance, subject to section 384(4), a person commits an offence if —

- he, otherwise than in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions but in connection with the performance by a specified recipient of a function under any of the relevant provisions, provides to the specified recipient any record or document which is false or misleading in a material particular; and
- he —
 - knows that, or is reckless as to whether, the record or document is false or misleading in a material particular; and
 - has, in relation to the provision of the record or document, received prior written warning from the specified recipient to the effect that the provision of any record or document which is false or misleading in a material particular in the circumstances of the case would constitute an offence under this subsection.

A “specified recipient” includes the Commission.



Completion Guidelines

Details	Parts	
Asset Management	I	V Declaration
Securities or Futures Brokerage	II	
Securities Margin Financing	III	
Electronic Trading or Automated Trading Services	IV	



Part I: Asset Management

Section 1: Business Profile

	<u>Yes</u>	<u>No</u>
Asset management activities		
1.1 Please indicate whether you will be given full discretion in making investment decisions in the management of		
a) a collective investment scheme ("fund"); and	<input type="checkbox"/>	<input type="checkbox"/>
b) a discretionary account.	<input type="checkbox"/>	<input type="checkbox"/>
1.2 Please indicate whether you will manage		
a) a public fund;		
i) SFC-authorized fund	<input type="checkbox"/>	<input type="checkbox"/>
ii) fund authorised or approved in other jurisdictions	<input type="checkbox"/>	<input type="checkbox"/>
b) a private fund;		
i) hedge fund	<input type="checkbox"/>	<input type="checkbox"/>
ii) private equity and venture capital fund	<input type="checkbox"/>	<input type="checkbox"/>
iii) others, please specify:	<input type="checkbox"/>	<input type="checkbox"/>
<input type="text"/>		
c) a pension fund;	<input type="checkbox"/>	<input type="checkbox"/>
d) a real estate investment scheme;	<input type="checkbox"/>	<input type="checkbox"/>
e) open-ended fund companies; and	<input type="checkbox"/>	<input type="checkbox"/>
f) a discretionary account.	<input type="checkbox"/>	<input type="checkbox"/>
1.3 Please indicate whether you will be responsible for the overall operation in the management of the portfolio that you will manage.	<input type="checkbox"/>	<input type="checkbox"/>
1.4 Please indicate the geographical distribution of the target investors of the funds that you will manage.		
a) Hong Kong	<input type="checkbox"/>	<input type="checkbox"/>
b) Mainland China	<input type="checkbox"/>	<input type="checkbox"/>
c) Asia (other than Hong Kong and Mainland China)	<input type="checkbox"/>	<input type="checkbox"/>
d) Europe	<input type="checkbox"/>	<input type="checkbox"/>
e) United States	<input type="checkbox"/>	<input type="checkbox"/>
f) others, please specify:	<input type="checkbox"/>	<input type="checkbox"/>
<input type="text"/>		
1.5 Please indicate the intended number of funds and discretionary accounts that you will manage and their total amount of asset under management ("AUM") during the first 12 months of your proposed business.		



a) total number of funds

b) total number of discretionary accounts

c) total amount of AUM (HK\$'000)

Yes **No**

1.6 Please indicate the major asset classes[^] of the portfolio that you will manage will invest in.

- | | | |
|--|--------------------------|--------------------------|
| a) listed securities and exchange-traded funds ("ETF") | <input type="checkbox"/> | <input type="checkbox"/> |
| b) exchange-traded derivatives | <input type="checkbox"/> | <input type="checkbox"/> |
| c) private equity | <input type="checkbox"/> | <input type="checkbox"/> |
| d) bonds | <input type="checkbox"/> | <input type="checkbox"/> |
| e) over-the-counter derivatives | <input type="checkbox"/> | <input type="checkbox"/> |
| f) cash and money market instruments | <input type="checkbox"/> | <input type="checkbox"/> |
| g) funds other than ETF | <input type="checkbox"/> | <input type="checkbox"/> |
| h) virtual assets | <input type="checkbox"/> | <input type="checkbox"/> |
| i) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |

[^]accounting for more than 10% of AUM of the underlying fund or discretionary account

1.7 Please indicate the investment strategy of the portfolio that you will manage.

- | | | |
|---|--------------------------|--------------------------|
| a) long only | <input type="checkbox"/> | <input type="checkbox"/> |
| b) equity long/short | <input type="checkbox"/> | <input type="checkbox"/> |
| c) multi-strategy | <input type="checkbox"/> | <input type="checkbox"/> |
| d) global macro | <input type="checkbox"/> | <input type="checkbox"/> |
| e) distressed securities | <input type="checkbox"/> | <input type="checkbox"/> |
| f) quantitatives (e.g. programmed algorithms) | <input type="checkbox"/> | <input type="checkbox"/> |
| g) fund of fund | <input type="checkbox"/> | <input type="checkbox"/> |
| h) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |

1.8 Please indicate whether the portfolio that you will manage will

- | | | |
|---|--------------------------|--------------------------|
| a) have leverage; and | <input type="checkbox"/> | <input type="checkbox"/> |
| b) engage in securities borrowing and lending, repurchase agreement ("repo") and reverse repo transactions. | <input type="checkbox"/> | <input type="checkbox"/> |

- Yes** **No**
- 1.9 Please indicate whether you will have any of the following arrangements in managing a portfolio.
- | | | |
|---|--------------------------|--------------------------|
| a) side pocket arrangement | <input type="checkbox"/> | <input type="checkbox"/> |
| b) side letter arrangement | <input type="checkbox"/> | <input type="checkbox"/> |
| c) closed-end | <input type="checkbox"/> | <input type="checkbox"/> |
| d) be subject to redemption gate | <input type="checkbox"/> | <input type="checkbox"/> |
| e) be subject to lock-up period | <input type="checkbox"/> | <input type="checkbox"/> |
| f) soft dollar, cash rebate or commission sharing arrangement | <input type="checkbox"/> | <input type="checkbox"/> |

- 1.10 Please indicate whether you will use any of the following electronic trading services.
- | | | |
|------------------------------|--------------------------|--------------------------|
| a) internet trading platform | <input type="checkbox"/> | <input type="checkbox"/> |
| b) direct market access | <input type="checkbox"/> | <input type="checkbox"/> |
| c) algorithmic trading | <input type="checkbox"/> | <input type="checkbox"/> |

- 1.11 Please provide details of the proposed service providers of the fund that you will manage (if any).

	Name	Is it your group company or affiliated company?	
		Yes	No
a) prime broker		<input type="checkbox"/>	<input type="checkbox"/>
b) execution broker		<input type="checkbox"/>	<input type="checkbox"/>
c) custodian or trustee		<input type="checkbox"/>	<input type="checkbox"/>
d) fund administrator		<input type="checkbox"/>	<input type="checkbox"/>
e) auditor		<input type="checkbox"/>	<input type="checkbox"/>

- 1.12 Please indicate whether you will handle any subscription or redemption monies for the fund that you will manage.
- 1.13 In respect of the assets of the fund or discretionary account, please indicate whether the following accounts will be opened and maintained in the name of the fund or client concerned instead of yours.
- | | | |
|---|--------------------------|--------------------------|
| a) trading accounts for execution brokers | <input type="checkbox"/> | <input type="checkbox"/> |
| b) accounts maintained with prime brokers | <input type="checkbox"/> | <input type="checkbox"/> |
| c) custodial accounts | <input type="checkbox"/> | <input type="checkbox"/> |

Supplementary information

Dealing, marketing and fund distribution activities Yes No

1.14 Please indicate whether you will market or distribute any fund that is managed by, or discretionary management service provided by

- | | | |
|---|--------------------------|--------------------------|
| a) you; | <input type="checkbox"/> | <input type="checkbox"/> |
| b) your group company; | <input type="checkbox"/> | <input type="checkbox"/> |
| c) other fund house, please specify the name of the fund house; and | <input type="checkbox"/> | <input type="checkbox"/> |

- | | | |
|----------------------------|--------------------------|--------------------------|
| d) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |
|----------------------------|--------------------------|--------------------------|

1.15 If you answer "Yes" to section 1.14, please indicate the distribution channel that you will use.

- | | | |
|-----------------------------------|--------------------------|--------------------------|
| a) direct sales by you | <input type="checkbox"/> | <input type="checkbox"/> |
| b) online platform operated by | | |
| i) you | <input type="checkbox"/> | <input type="checkbox"/> |
| ii) your group company | <input type="checkbox"/> | <input type="checkbox"/> |
| iii) a third party | <input type="checkbox"/> | <input type="checkbox"/> |
| c) through a distributor which is | | |
| i) your group company | <input type="checkbox"/> | <input type="checkbox"/> |
| ii) a third party | <input type="checkbox"/> | <input type="checkbox"/> |

- | | | |
|----------------------------|--------------------------|--------------------------|
| d) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |
|----------------------------|--------------------------|--------------------------|

1.16 Please indicate whether you will handle trade orders for

- | | | |
|--|--------------------------|--------------------------|
| a) funds or discretionary accounts that you will manage; | <input type="checkbox"/> | <input type="checkbox"/> |
| b) your group companies or their clients; | <input type="checkbox"/> | <input type="checkbox"/> |
| c) your clients other than a); and | <input type="checkbox"/> | <input type="checkbox"/> |

- d) others, please specify:

1.17 If you answer "Yes" to section 1.16 b), c) or d), please indicate the product that you will deal in for such parties (i.e. parties other than funds or discretionary accounts that you will manage).

- a) securities
- b) futures contracts
- c) foreign exchange contracts
- d) over-the-counter derivatives

Supplementary information

Non-discretionary investment advisory activities

1.18 Please indicate whether you will engage in the following advisory activities.

- a) giving customised investment advice to individual clients
- b) giving customised investment advice to institutional clients
- c) providing robo advisory services
- d) issuing analyses or research reports
- e) others, please specify:

1.19 Please indicate whether you will introduce your clients to other intermediaries to open trading accounts for executing the securities, futures transactions or both.



Supplementary information

Section 2: Internal Controls

Asset management activities

Yes No* N/A#

Choice of investment and performance review

2.1 Do you have any written policies and control procedures to ensure that transactions are carried out on behalf of each fund and discretionary account in accordance with the terms as set out in the constitutive document of a fund or discretionary client agreement?

2.2 How often will you review the performance of each fund that you will manage?

2.3 How often will you review the performance of each discretionary account that you will manage against benchmark?

2.4 Who will be responsible for making investment decisions? (Please specify title and name if available.)

a) investment committee, please specify the members of the committee:

b) chief investment officer

c) individual fund or portfolio managers

d) others, please specify:



Order execution and allocation

	<u>Yes</u>	<u>No*</u>	<u>N/A[†]</u>
2.5 Do you have any written policies and control procedures to ensure that			
a) trade orders are executed on the best available terms;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) all orders are allocated fairly and preferential allocations are prohibited; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) no transaction with a connected person is carried out on behalf of a fund or discretionary account unless such transaction is carried out on arm's length terms and consistent with best execution standards?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.6 Who will be responsible for (Please specify title and name if available.)			
a) placing orders for the portfolios that you will manage; and			
<input style="width: 500px; height: 15px;" type="text"/>			
b) making decisions on trade allocation for the portfolios that you will manage?			
<input style="width: 500px; height: 15px;" type="text"/>			

Risk management

2.7 For risk management at the fund and discretionary account level, do you have any written policies and control procedures to ensure that			
a) there is proper and ongoing identification, measurement, management and monitoring of the following risks;			
i) market risk	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) liquidity risk	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) issuer and counterparty credit risk	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iv) operational risk	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) the risk profile of the portfolio is consistent with the nature, size, portfolio structure and investment strategies, restrictions and objectives of the fund or discretionary account as provided to the fund investors or the discretionary account clients; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) a system of risk limits to control the relevant positions or exposures is put in place?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) who will be responsible for setting the risk limits? (Please specify title and name if available.)			
<input style="width: 500px; height: 25px;" type="text"/>			
ii) who will be responsible for reviewing and the approval of the risk limits? (Please specify title and name if available.)			
<input style="width: 500px; height: 25px;" type="text"/>			
iii) how often will you review the appropriateness of the risk limits, taking into account the market conditions, etc.?			
<input style="width: 500px; height: 25px;" type="text"/>			

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
2.8 In respect of market risk management, do you have any written policies and control procedures to ensure that effective risk management measures, covering the following matters, are maintained to quantify the impact on the fund and, if applicable, the impact from changing market conditions?			
a) unspecified adverse market movements - using an appropriate value-at-risk or other methodology to estimate potential losses	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) individual market factors - measuring the sensitivity of the risk exposure to specific market risk factors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) stress testing - determining the effect of abnormal and significant changes in market conditions on the portfolio using various quantitative and qualitative assumptions	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.9 In respect of liquidity risk management at the fund level, do you have any written policies and control procedures to ensure that			
a) concentration limits with respect to the funds' investments, collateral, markets and business counterparties are enforced, taking into account the respective liquidity profile and the fund's approved liquidity risk policies;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) measures of liquidity mismatches between the funds' underlying investments and their redemption obligations are regularly monitored;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) appropriate arrears and default procedures are established to timely alert staff members responsible for liquidity management to potential problems;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) the liquidity risk of the fund is monitored, taking into account the investment strategy, liquidity profile, underlying assets and obligations, and redemption policy of the fund;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) liquidity management is integrated in investment decisions;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) the liquidity of the assets of a fund is regularly assessed;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) how often will you perform such assessments?			
ii) who will be responsible for performing such assessments? (Please specify title and name if available.)			

	Yes	No*	N/A#
g) the liquidity profile of the liabilities of a fund is regularly assessed; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) how often will you perform such assessments?			
ii) who will be responsible for performing such assessments? (Please specify title and name if available.)			
h) assessments of liquidity in different scenarios (including stressed situations) is conducted to assess and monitor the liquidity risk of fund?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) how often will you perform such assessments?			
ii) who will be responsible for performing such assessments? (Please specify title and name if available.)			
2.10 In respect of credit risk management, do you have any written policies and control procedures to ensure that an effective credit assessment system is maintained to evaluate the creditworthiness of the fund's counterparties (including the prime brokers and custodians) and the credit risk of the fund's investments (or, if applicable, the relevant issuers)?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.11 Who will be responsible for the risk management functions at the fund and discretionary account level? (Please specify title and name if available.)			
2.12 For portfolios which have leverage, do you have any written policies and control procedures to ensure that			
a) the level of leverage is monitored properly; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) the basis of calculation of leverage is reasonable and prudent?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.13 For portfolios which engage in securities lending, repo and reverse repo transactions, do you have a written collateral valuation and management policy and a cash collateral reinvestment policy governing such transactions and any cash collateral reinvestments?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

Yes No* N/A#

Administration and operation

Custody of fund or client assets

2.14 Do you have any written policies and control procedures to ensure that

- | | | | |
|---|--------------------------|--------------------------|--------------------------|
| a) a formal custody agreement is entered into with the custodian that is to be entrusted with the assets of a fund or discretionary account; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b) all of the fund or clients assets held in custodian accounts are segregated from your assets, and, unless held in omnibus client account, the assets of your affiliates and other clients; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| c) the persons fulfilling the custodial function are independent from the persons fulfilling the management functions of the fund and discretionary account, if you will adopt self-custody of fund or client assets; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

- | | Yes | No* | N/A# |
|---|--------------------------|--------------------------|--------------------------|
| d) reconciliations of your internal records against those issued by third parties (e.g. clearing houses, custodians, counterparties and execution brokers) are performed regularly? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| i) how often will you perform such reconciliations? | | | |
| | | | |
| ii) who will be responsible for performing such reconciliations? (Please specify title and name if available.) | | | |
| | | | |
| 2.15 Who will be responsible for overseeing the fund or client assets custodian function? (Please specify title and name if available.) | | | |
| | | | |

Valuation, side pockets and side letters

- 2.16 Do you have any written policies and control procedures to ensure that
- | | | | |
|--|---|---|---|
| a) a proper and independent valuation of the assets of a fund and discretionary account can be performed; | □ | □ | □ |
| b) valuation methodologies are consistently applied to the valuation of similar types of assets; | □ | □ | □ |
| c) all AUM are valued on a regular basis; and | □ | □ | □ |
| d) proper valuation reports are provided to discretionary clients, at least on a monthly basis and contain the minimum information as required under the Fund Manager Code of Conduct? | □ | □ | □ |
- 2.17 How often will you review your valuation policies and procedures?
-
- 2.18 In respect of side pockets for illiquid, hard to value investments, do you have
- | | | | |
|---|---|---|---|
| a) the competency in managing the associated risks; | □ | □ | □ |
| b) a proper valuation policy covering such investments; and | □ | □ | □ |
| c) operational checks and controls for transferring investments in and out of side pockets? | □ | □ | □ |



2.19 Who will be responsible for overseeing the valuation of fund and client portfolio?
(Please specify title and name if available.)

Yes No* N/A#

2.20 In respect of side letters offered to fund investors, do you have any written policies and control procedures to ensure that

a) the offering of side letters to fund investors are duly approved;
i) who will be responsible for the approval of the offering and the terms of side letters? (Please specify title and name if available.)

b) the existence and the nature of side letters offered to certain fund investors have been properly disclosed to all investors; and
i) how will you communicate the existence of side letters to all investors?

c) the terms of the side letters are implemented properly?
i) who will be responsible for monitoring the implementation of the terms of side letters? (Please specify title and name if available.)

Fees and expenses

2.21 Do you have any written policies and control procedures to ensure that

a) the basis and amount of the fees and charges of the funds and discretionary accounts that you will manage are adequately and accurately disclosed; and

b) all charges, fees and mark-ups are fair and reasonable in the circumstances and characterised by good faith?

2.22 In respect of soft dollars and rebates, do you have any written policies and procedures to ensure that

a) the soft dollars and rebates are of demonstrable benefit to your clients;

b) the transaction execution is consistent with best execution standards;



- | | <u>Yes</u> | <u>No*</u> | <u>N/A#</u> |
|--|--------------------------|--------------------------|--------------------------|
| c) your clients have consented in writing to the receipt of the soft dollars and rebate; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| d) disclosure is made regarding your practices for receiving soft dollars and rebates? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

Marketing and distribution

2.23 Do you have any written policies and control procedures to ensure that

- | | | | |
|--|--------------------------|--------------------------|--------------------------|
| a) any representation made or information supplied by you to a fund, any fund investor or any discretionary client is accurate and not misleading; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b) all advertisements and marketing materials are authorised by the Commission before issue if the fund under management is an SFC-authorized fund? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |



Yes **No*** **N/A#**

2.24 Do you have any written policies and control procedures to ensure that, where you distribute a fund to your clients,

- a) your clients will be informed, prior to or at the point of entering into the transaction, whether or not you are independent and the bases for such determination; and
- b) appropriate disclosure will be made to your clients in respect of any monetary and non-monetary benefits that you will receive?

2.25 Who will be responsible for overseeing your marketing and fund distribution activities? (Please specify title and name if available.)

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.



Non-discretionary investment advisory activities Yes No* N/A#

2.26 Do you have any written policies and control procedures to ensure that, where you provide advice or recommendation to a client,

- a) your advice will be based on thorough analysis and take into account available alternatives; and
- b) the suitability of the recommendation for that client is reasonable in all the circumstances, having regard to information about the client of which you will be or should be aware through the exercise of due diligence?

2.27 Who will be responsible for overseeing your non-discretionary investment advisory activities? (Please specify title and name if available.)

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.



	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
2.28			
2.29			
2.30			

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.



Part II: Securities or Futures Brokerage

Section 1: Business Profile

Brokerage activities Yes No

1.1 Please indicate whether you will provide

- | | | |
|---|--------------------------|--------------------------|
| a) securities brokerage services; and | <input type="checkbox"/> | <input type="checkbox"/> |
| i) as an exchange participant | <input type="checkbox"/> | <input type="checkbox"/> |
| ii) by relaying or routing clients' orders to other execution brokers | <input type="checkbox"/> | <input type="checkbox"/> |
| iii) as an introducing broker, introducing clients to other execution brokers in order that they may effect dealing in securities or make offers to deal in securities | <input type="checkbox"/> | <input type="checkbox"/> |
| iv) as an introducing broker, communicating offers to effect dealings in securities to other execution brokers, in the names of the clients from whom those offers are received | <input type="checkbox"/> | <input type="checkbox"/> |
| v) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |
| | | |

- | | | |
|--|--------------------------|--------------------------|
| b) futures brokerage services. | <input type="checkbox"/> | <input type="checkbox"/> |
| i) as an exchange participant | <input type="checkbox"/> | <input type="checkbox"/> |
| ii) by relaying or routing clients' orders to other execution brokers | <input type="checkbox"/> | <input type="checkbox"/> |
| iii) as an introducing broker, introducing clients to other execution brokers in order that they may effect dealing in futures contracts or make offers to deal in futures contracts | <input type="checkbox"/> | <input type="checkbox"/> |
| iv) as an introducing broker, communicating offers to effect dealings in futures contracts to other execution brokers, in the names of the clients from whom those offers are received | <input type="checkbox"/> | <input type="checkbox"/> |
| v) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |
| | | |

1.2 If you have applied or will apply for a trading right as an exchange participant, please state the exchange(s).

- | | | |
|---|--------------------------|--------------------------|
| a) The Stock Exchange of Hong Kong Limited ("SEHK") | <input type="checkbox"/> | <input type="checkbox"/> |
| type of participation: | | |
| date of application: | | |
| date of approval: | | |

- | | | |
|--|--------------------------|--------------------------|
| b) Hong Kong Futures Exchange Limited ("HKFE") | <input type="checkbox"/> | <input type="checkbox"/> |
| type of participation: | | |
| date of application: | | |
| date of approval: | | |

Yes **No**

c) others, please specify the exchange(s):		<input type="checkbox"/>	<input type="checkbox"/>
type of participation:			
date of application:			
date of approval:			

1.3 If you have applied or will apply for exchange participation of SEHK, HKFE or both, please provide a letter undertaking that you will not commence your Type 1 regulated activity, Type 2 regulated activity or both as an exchange participant, until (i) your application for memberships and trading rights are approved by SEHK or HKFE respectively; and (ii) you have taken out and maintained the appropriate insurance in the manner prescribed by the Securities and Futures (Insurance) Rules.

1.4 Please indicate the types of products that will be covered.

a) listed stocks			
i) listed in Hong Kong		<input type="checkbox"/>	<input type="checkbox"/>
ii) listed in Mainland China, please specify the exchange(s):		<input type="checkbox"/>	<input type="checkbox"/>
iii) listed overseas, please specify the exchange(s):		<input type="checkbox"/>	<input type="checkbox"/>
b) debt securities			
i) corporate bonds		<input type="checkbox"/>	<input type="checkbox"/>
ii) sovereign bonds, bonds issued by public sector entity or multilateral development banks		<input type="checkbox"/>	<input type="checkbox"/>
iii) others, please specify:		<input type="checkbox"/>	<input type="checkbox"/>
c) exchange-traded derivatives			
i) listed stock futures or options, please specify the exchange(s):		<input type="checkbox"/>	<input type="checkbox"/>
ii) listed warrants or callable bull/bear contracts, please specify the exchange(s):		<input type="checkbox"/>	<input type="checkbox"/>
iii) listed index futures or options, please specify the exchange(s):		<input type="checkbox"/>	<input type="checkbox"/>
iv) listed currency futures or options, please specify the exchange(s):		<input type="checkbox"/>	<input type="checkbox"/>

- | | Yes | No |
|--|--------------------------|--------------------------|
| v) listed commodity futures or options, please specify the exchange(s): | <input type="checkbox"/> | <input type="checkbox"/> |
| <input style="width: 560px; height: 25px;" type="text"/> | | |
| vi) listed interest rates futures or options, please specify the exchange(s): | <input type="checkbox"/> | <input type="checkbox"/> |
| <input style="width: 560px; height: 25px;" type="text"/> | | |
| vii) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |
| <input style="width: 560px; height: 25px;" type="text"/> | | |
| d) structured products, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |
| <input style="width: 560px; height: 25px;" type="text"/> | | |
| e) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |
| <input style="width: 560px; height: 25px;" type="text"/> | | |
| 1.5 Please indicate the channel through which you will onboard your clients. | | |
| a) face-to-face | <input type="checkbox"/> | <input type="checkbox"/> |
| b) your website | <input type="checkbox"/> | <input type="checkbox"/> |
| c) mobile applications | <input type="checkbox"/> | <input type="checkbox"/> |
| d) other non face-to-face approach, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |
| <input style="width: 560px; height: 25px;" type="text"/> | | |
| 1.6 Please indicate the channel through which you will receive orders from clients. | | |
| a) by electronic trading system | | |
| i) internet trading | <input type="checkbox"/> | <input type="checkbox"/> |
| ii) direct market access | <input type="checkbox"/> | <input type="checkbox"/> |
| iii) algorithmic trading | <input type="checkbox"/> | <input type="checkbox"/> |
| b) by mobile applications | <input type="checkbox"/> | <input type="checkbox"/> |
| c) by telephone recording system | <input type="checkbox"/> | <input type="checkbox"/> |
| d) by mobile phone | <input type="checkbox"/> | <input type="checkbox"/> |
| e) by email | <input type="checkbox"/> | <input type="checkbox"/> |
| f) by fax | <input type="checkbox"/> | <input type="checkbox"/> |
| g) by short message service ("SMS") or other instant messaging ("IM") applications | <input type="checkbox"/> | <input type="checkbox"/> |

Yes **No**

- h) by client in person in the office premises
- i) others, please specify:

- 1.7 If you will relay or route clients' orders or refer clients to execution brokers, please provide details of each of the execution broker(s) to which you will relay or route clients' orders or refer clients.

Name	Country of operation	Is it a member of any exchange?		Is it your group company or affiliated company?	
		Yes	No	Yes	No
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

- 1.8 Please indicate the channel through which you will place orders to the execution brokers.

- a) by electronic trading system
- i) internet trading
- ii) direct market access
- iii) algorithmic trading

- b) by telephone recording system

- c) by email

- d) by fax

- e) by SMS or other IM applications

- f) others, please specify:

- 1.9 Please indicate whether you will route client orders to an alternative liquidity pool ("ALP").

If yes, please specify the name of the ALP and its operator:



- | | Yes | No |
|---|--------------------------|--------------------------|
| 1.10 If you will act as an introducing broker, please indicate the contractual relationships among execution brokers, clients and you. | | |
| a) bilateral agreements between you and clients and between you and execution brokers | <input type="checkbox"/> | <input type="checkbox"/> |
| b) tripartite agreement among execution brokers, clients and you | <input type="checkbox"/> | <input type="checkbox"/> |
| c) others, please specify:
<div style="border: 1px solid black; height: 25px; width: 100%; margin-top: 5px;"></div> | <input type="checkbox"/> | <input type="checkbox"/> |
| 1.11 Please indicate how you will settle the transactions. | | |
| a) as a clearing member of the clearing house or central counterparty | <input type="checkbox"/> | <input type="checkbox"/> |
| b) through group companies which are clearing members of the clearing house or central counterparty, please specify:
<div style="border: 1px solid black; height: 25px; width: 100%; margin-top: 5px;"></div> | <input type="checkbox"/> | <input type="checkbox"/> |
| c) through third party intermediaries which are clearing members of the clearing house or central counterparty or clearing agent, please specify:
<div style="border: 1px solid black; height: 25px; width: 100%; margin-top: 5px;"></div> | <input type="checkbox"/> | <input type="checkbox"/> |
| d) others, please specify:
<div style="border: 1px solid black; height: 25px; width: 100%; margin-top: 5px;"></div> | <input type="checkbox"/> | <input type="checkbox"/> |
| 1.12 If you conduct futures brokerage activities, please indicate the forms of collateral that you will accept. | | |
| a) cash | <input type="checkbox"/> | <input type="checkbox"/> |
| b) approved debt securities as defined under the HKFE Rules issued by HKFE | <input type="checkbox"/> | <input type="checkbox"/> |
| c) approved securities as defined under the HKFE Rules | <input type="checkbox"/> | <input type="checkbox"/> |
| d) others, please specify:
<div style="border: 1px solid black; height: 25px; width: 100%; margin-top: 5px;"></div> | <input type="checkbox"/> | <input type="checkbox"/> |

Supplementary information

Investment advisory activities

Yes No

1.13 Please indicate whether you will engage in the following advisory activities.

- | | | |
|--|--------------------------|--------------------------|
| a) securities advisory services | <input type="checkbox"/> | <input type="checkbox"/> |
| i) giving customised investment advice to individual clients | <input type="checkbox"/> | <input type="checkbox"/> |
| ii) giving customised investment advice to institutional clients | <input type="checkbox"/> | <input type="checkbox"/> |
| iii) providing robo advisory services | <input type="checkbox"/> | <input type="checkbox"/> |
| iv) issuing analyses or research reports | <input type="checkbox"/> | <input type="checkbox"/> |
| v) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |

- | | | |
|--|--------------------------|--------------------------|
| b) futures advisory services | <input type="checkbox"/> | <input type="checkbox"/> |
| i) giving customised investment advice to individual clients | <input type="checkbox"/> | <input type="checkbox"/> |
| ii) giving customised investment advice to institutional clients | <input type="checkbox"/> | <input type="checkbox"/> |
| iii) providing robo advisory services | <input type="checkbox"/> | <input type="checkbox"/> |
| iv) issuing analyses or research reports | <input type="checkbox"/> | <input type="checkbox"/> |
| v) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |

1.14 Please indicate whether your proposed investment advisory activities will be subordinate to the carrying on of your

- | | | |
|---------------------------------------|--------------------------|--------------------------|
| a) securities brokerage services; and | <input type="checkbox"/> | <input type="checkbox"/> |
| b) futures brokerage services. | <input type="checkbox"/> | <input type="checkbox"/> |

Supplementary information

Discretionary account management activities

Yes No

1.15 Please indicate whether you will manage a discretionary account

- | | | |
|-----------------------------|--------------------------|--------------------------|
| a) with full discretion; or | <input type="checkbox"/> | <input type="checkbox"/> |
|-----------------------------|--------------------------|--------------------------|



- b) without full discretion.
- 1.16 Please indicate whether your proposed discretionary account management activities will be subordinate to the carrying on of your
- a) securities brokerage services; and
- b) futures brokerage services.
- 1.17 Please indicate the intended number of discretionary accounts that you will manage and their total amount of asset under management ("AUM") during the first 12 months of your proposed business.
- a) total number of discretionary accounts
- b) total amount of AUM (HK\$'000)
- 1.18 Please indicate the major asset classes[^] of the discretionary account that you will manage will invest in.
- a) listed securities and exchange-traded funds ("ETF")
- b) exchange-traded derivatives
- c) private equity
- d) bonds
- e) over-the-counter derivatives
- f) cash and money market instruments
- g) funds other than ETF
- h) virtual assets
- i) others, please specify:

[^] accounting for more than 10% of AUM of the discretionary account



- | | | Yes | No |
|------|---|--------------------------|--------------------------|
| 1.19 | Please indicate the investment strategy of the discretionary account that you will manage. | | |
| | a) long only | <input type="checkbox"/> | <input type="checkbox"/> |
| | b) equity long/short | <input type="checkbox"/> | <input type="checkbox"/> |
| | c) multi-strategy | <input type="checkbox"/> | <input type="checkbox"/> |
| | d) global macro | <input type="checkbox"/> | <input type="checkbox"/> |
| | e) distressed securities | <input type="checkbox"/> | <input type="checkbox"/> |
| | f) quantitatives (e.g. programmed algorithms) | <input type="checkbox"/> | <input type="checkbox"/> |
| | g) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |
| | <input style="width: 500px; height: 20px;" type="text"/> | | |
| 1.20 | Please indicate whether the discretionary account that you will manage will | | |
| | a) have leverage; and | <input type="checkbox"/> | <input type="checkbox"/> |
| | b) engage in securities borrowing and lending, repurchase agreement ("repo") and reverse repo transactions. | <input type="checkbox"/> | <input type="checkbox"/> |
| 1.21 | Please indicate whether you, as an asset manager, will have soft dollar, cash rebate or commission sharing arrangement. | <input type="checkbox"/> | <input type="checkbox"/> |
| 1.22 | Please indicate whether you are the execution broker and custodian of the discretionary account that you will manage. | <input type="checkbox"/> | <input type="checkbox"/> |
| | If not, please indicate their names. | | |
| | a) execution broker: | | |
| | <input style="width: 500px; height: 20px;" type="text"/> | | |
| | b) custodian: | | |
| | <input style="width: 500px; height: 20px;" type="text"/> | | |

Supplementary information

Section 2: Internal Controls

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
Brokerage activities			
<u>Receiving orders</u>			
2.1	Do you have any written policies and control procedures to ensure that		
a)	order instructions for both agency orders or internally generated orders (e.g. proprietary account and staff account) are recorded and time stamped promptly upon receipt or initiation;		
b)	your staff members are prohibited from receiving client order instructions through mobile phones when they are on the trading floor, in the trading room, usual place of business where order is received or usual place where business is conducted;		
c)	your staff members are required to call back your telephone recording system immediately and record the time of receipt and the details of orders received outside the trading floor, the trading room, usual place of business where order is received or usual place where business is conducted;		
d)	validity and authority of the orders are checked if in doubt;		
e)	order instructions (other than orders received through telephone) are fully recorded and properly maintained for a period of not less than two years;		
f)	order instructions received through telephone are recorded in a telephone recording system and telephone recordings are maintained as part of your records for at least six months; and		
g)	reasonable due diligence is demonstrated in handling client instructions?		
2.2	If you will use IM applications to receive client orders, do you have any written policies and control procedures to ensure that		
a)	messages relating to client order and the IM accounts and devices for storing and processing are properly maintained and centrally managed;		
b)	appropriate arrangements are in place and sufficient capacity is available to store and back up order messages in a form which could not be inappropriately modified or erased;		
c)	identities of clients who send order messages are properly authenticated and validated;		
d)	adequate and appropriate safeguards are implemented to prevent unauthorised access or security attack; and		
e)	appropriate and adequate trainings on the use of IM applications are provided to staff members?		



- | | <u>Yes</u> | <u>No*</u> | <u>N/A#</u> |
|---|--------------------------|--------------------------|--------------------------|
| 2.3 If you will route client orders to an ALP for execution, do you have any written policies and control procedures to ensure that | | | |
| a) these orders are only placed or originated by "qualified investors" as defined under paragraph 19.2 of the Code of Conduct; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b) ALP guidelines prepared by the ALP operator will be brought to your client's attention prior to routing any order to the ALP on his behalf for the first time? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Pre-trade controls

- | | | | |
|--|--------------------------|--------------------------|--------------------------|
| 2.4 Do you have any written policies and control procedures to ensure that | | | |
| a) different factors (e.g. the types of products to be traded, client's financial situation, investment objectives, investment experience and trading frequency, etc.) are taken into account when setting the following limits; | | | |
| i) trading limits (including maximum day trade limits, where applicable) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| ii) credit limits | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| iii) position limits | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| iv) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| | | | |
| b) approval is required for granting the above limits; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| i) how often will you review such limits? | | | |
| | | | |
| ii) who will be responsible for the approval of such limits? (Please specify title and name if available.) | | | |
| | | | |
| c) compliance with clients' position limits maintained with you are monitored; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| i) how often will you monitor clients' position limits? | | | |
| | | | |
| ii) who will be responsible for performing such monitoring? (Please specify title and name if available.) | | | |
| | | | |
| d) your clients are informed of the applicable derivative position and reporting limits; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

- | | Yes | No* | N/A# |
|--|--------------------------|--------------------------|--------------------------|
| e) senior management approval is required for overriding trading, credit or position limits? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| i) who will be responsible for the approval of the overridden trading, credit or position limits? (Please specify title and name if available.) | | | |
| <div style="border: 1px solid black; height: 20px; width: 500px; margin: 0 auto;"></div> | | | |
| 2.5 Do you have any written policies and control procedures to ensure that pre-trade checking is performed by designated staff members or system prior to executing a client order, taking into account the following? | | | |
| a) status of the account (e.g. active, closed or being on an internal watch list, etc.) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b) sufficiency and availability of securities or the existence of necessary securities borrowing arrangements (for sell order) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| c) sufficiency of initial margin deposit in clients' accounts (for clients who are not classified as established clients under Rule 617(b) of the HKFE Rules ("Established Clients")) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| d) client's trading limit (including maximum day trade limit, if any) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| e) client's credit limit | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| f) client's position limit | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| g) client's order size limit | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| h) any outstanding margin calls | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| i) unusual or questionable transactions (e.g. changes in trading patterns or trading large volumes of low turnover stocks) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| j) price deviation from market | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| k) authorisation of the person placing the order | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| l) services and products that account is authorised to use or trade | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| m) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| <div style="border: 1px solid black; height: 20px; width: 500px; margin: 0 auto;"></div> | | | |
| 2.6 Who will be responsible for monitoring the pre-trade checking performed by designated staff members or system? (Please specify title and name if available.) | | | |
| <div style="border: 1px solid black; height: 20px; width: 500px; margin: 0 auto;"></div> | | | |

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
<u>Order execution</u>			
2.7 Do you have any written policies and control procedures to ensure that			
a) your best execution policy covers different assets and classes;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) due diligence will be carried out on your affiliated companies, connected parties or third parties before engaging them for order execution and the execution outcomes will be continuously monitored;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) sufficient steps are taken to obtain the best available terms when executing client orders;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) methods used to determine the acceptable price at which a transaction or part of the transaction may be executed are set out;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) orders are transmitted to the dealer, execution broker or operator of terminal for automated trading system within a reasonable time period, normally immediately, otherwise, permitted circumstances under which a client order is not required to be immediately exposed to the applicable market for execution are established;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) executed trades are confirmed with clients upon order execution; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
g) clear and comprehensive audit trail for orders through execution and settlement (including the time of transmission and reference to the originating order) are maintained?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Post-trade controls

2.8 Do you have any written policies and control procedures to ensure that post-trade review covering the following areas will be conducted?			
a) execution quality of trades (including execution outcomes) and anomalies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) order recording	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) fair allocation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) non-adherence to your dealing policies and control procedures	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) irregularities, inconsistencies, potential malpractice and unusual or questionable transactions	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) errors, fraud, and other unauthorised and improper activities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
2.9 Do you have any written policies and control procedures to ensure that			
a) executed trades are allocated promptly in a fair and equitable manner;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) executed trades are allocated to clients in accordance with the client priority and sequence of order receipt;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) executed trades are allocated to clients on a pro-rata basis if orders of different clients are aggregated; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) executed trades are prohibited to reallocate to different clients?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.10 Do you have any written policies and control procedures to ensure that			



- a) exception reports identifying error, mismatched and unusual trades, and non-compliance of best execution, etc. are generated promptly for review and follow-up;
- i) who will be responsible for reviewing such exception reports? (Please specify title and name if available.)
- ii) who will be responsible for ensuring that appropriate follow-up actions have been taken? (Please specify title and name if available.)
- b) senior management approval is required for trade cancellation or amendment; and
- i) who will be responsible for the approval of such trade cancellation or amendment? (Please specify title and name if available.)
- c) trade errors are allocated to an "error" or "suspense" account for prompt correction or closure of position?

Contract limits and position limits monitoring and reporting Yes No* N/A#

- 2.11 Do you have any written policies and control procedures to ensure that
- a) the number of futures contracts or stock options contracts held or controlled by you or each of your clients do not exceed the prescribed limits as specified in the CLRP Rules except as otherwise authorised by HKFE or SEHK in accordance with section 4(2) of the CLRP Rules, or by the Commission in accordance with section 4(4) of the CLRP Rules; and
- i) who will be responsible for monitoring the number of futures contracts or stock options contracts held or controlled by you or each of your clients? (Please specify title and name if available.)
-
- b) relevant reports or notice are filed or lodged with HKFE or SEHK within the prescribed time frame when you or any of your clients hold or control open positions in futures contracts or stock options contracts in excess of the respective reporting level as specified in the CLRP Rules?
- i) who will be responsible for monitoring the open positions in futures contracts or stock options contracts held or controlled by you or each of your clients? (Please specify title and name if available.)
-
- ii) who will be responsible for monitoring your compliance with the reporting requirements under the CLRP Rules? (Please specify title and name if available.)
-

Client money placed with overseas brokers

- 2.12 If you will conduct transactions for clients in other jurisdictions and place client money with overseas brokers, do you have any written policies and control procedures to ensure that
- a) the risks to which you and your clients are exposed when conducting overseas transactions are properly managed;
- b) the risks of transacting through overseas brokers are timely evaluated and monitored;
- i) who will be responsible for evaluating and monitoring such risks? (Please specify title and name if available.)
-
- c) placing excessive client money with overseas brokers is avoided; and



Yes **No*** **N/A#**

- d) risks associated with overseas trading activities (including the risk that client assets held overseas may not be subject to the protections given to client assets held in Hong Kong) are explained to your clients?

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

Specific to stock options trading activities

2.13 If you will be an options exchange participant of SEHK, do you have any written policies and control procedures to ensure that an options trade confirmation provided to clients includes

- a) the number of client contracts or options broker client contracts purchased or sold, the underlying security, expiry month, strike price, option type (put or call), version number and whether they were closing contracts or opening contracts;
- b) the price and the number of securities comprised in each lot being stated in the client contract or options broker client contract;
- c) a risk disclosure statement to the following effect: "Options can involve a high degree of risks and may not be suitable for every investor. Investors should ensure they understand those risks before participating in the options market.";

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
d) a statement that one or more options contracts on the same terms as the client contracts or options broker client contracts were executed by you on SEHK;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) a statement that, in the event of a default committed by you resulting in the client suffering pecuniary loss, the client shall have a right to claim under the Investor Compensation Fund established under the Ordinance, subject to the terms of the Investor Compensation Fund from time to time; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) a statement that all exchange traded options business as defined under the Options Trading Rules ("Exchange Traded Options Business") made for or on behalf of a client shall be subject to the relevant provisions of the constitution, Rules of SEHK, regulations, the Articles of Association of SEHK, customs and usages of SEHK, the Options Trading Rules, the Clearing Rules of The SEHK Options Clearing House Limited, the General Rules of the Central Clearing and Settlement System Rules and of the laws of Hong Kong, which shall be binding on both the client and you?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.14 If you will be an options exchange participant and will accept a client who is engaging in Exchange Traded Options Business on behalf of other persons, do you have any written policies and control procedures to ensure that			
a) one or more omnibus account(s) in the name of the client is opened; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) the client, to the fullest extent possible, calculates and collects appropriate amounts of margin as defined under the Options Trading Rules and premium as defined under the Options Trading Rules from such other persons?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.



Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

Yes No* N/A#

Specific to futures brokerage activities

Setting-off arrangement

2.15 In respect of the setting-off arrangement between a client's futures trading account maintained with you and the client's other trading accounts maintained with you or your affiliated companies, do you have any written policies and control procedures to ensure that

- | | | | |
|--|--------------------------|--------------------------|--------------------------|
| a) all relevant terms (including additional charges that may be borne by the clients) and risks (including the market risks involved in holding open positions) of such setting-off arrangements are disclosed to clients; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b) the circumstances under which transfer of funds between the client's accounts can be effected are communicated to clients (e.g. whether the client's consent will be obtained before each fund transfer, etc.)? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Segregation of accounts for HKFE trades and non-HKFE trades

2.16 If you will be an exchange participant of HKFE which will transact HKFE trades and non-HKFE trades, do you have any written policies and control procedures to ensure that

- | | | | |
|--|--------------------------|--------------------------|--------------------------|
| a) at least two segregated bank accounts are maintained; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b) all client money relating to HKFE trades is paid into a segregated bank account designated as an "HKFE Trade" account; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| c) client money relating to non-HKFE trades is paid into a different segregated bank account designated as a "Non-HKFE Trade" account; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| d) ledger accounts for every client in respect of all HKFE trades, all non-HKFE trades and all other trades which are unrelated to the business of dealing in futures contracts are separated? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Established Clients assessment

2.17 If you will classify your clients as Established Clients, do you have any written policies and control procedures to ensure that

- | | | | |
|---|--------------------------|--------------------------|--------------------------|
| a) your clients fulfil the following criteria before treating them as Established Clients;
i) demonstrated a record of consistently meeting margin obligations | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|---|--------------------------|--------------------------|--------------------------|

	Yes	No*	N/A#
ii) maintained a sound financial position	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) ongoing review of the eligibility of Established Clients are performed;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) how often will you perform such review?			
ii) who will be responsible for performing such review? (Please specify title and name if available.)			
c) day trade will not be conducted on behalf of your Established Clients if they have history of transacting day trades exclusively unless and until you have received from them collateral adequate to cover their minimum margin requirements; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) assessment and approval of Established Clients are properly documented and maintained?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) who will be responsible for the assessment and approval of the Established Clients? (Please specify title and name if available.)			

Margin policy

2.18	Do your margin policy and procedures covering the following areas are clearly defined, documented and enforced?			
a)	the types of margin which may be called, the applicable margin rates and the method of calculating the margin	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b)	acceptable methods of margin payment and forms of collateral	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c)	the methods of margin calls	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d)	circumstances under which your clients may be required to provide margin and additional margin and the consequence of a failure to meet a margin call (including the actions which you may be entitled to take)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e)	the ways in collecting margin shortfall from clients	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f)	applicable escalation procedures where your clients fail to meet successive margin calls	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.19	Do you have any written policies and control procedures to ensure that the margin rate for initial margin charged to your client is set taking into account			
a)	the initial margin requirements set by the exchanges;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
b) the following individual circumstances of your clients; and			
i) credit worthiness	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) financial status	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) investment objectives	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iv) investment experience and trading record	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) types of products?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.20 Do you have any written policies and control procedures to ensure that the margin rate for maintenance margin charged to your client is set taking into account			
a) the maintenance margin requirements set by the exchanges;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) the following individual circumstances of your clients; and			
i) credit worthiness	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) financial status	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) investment objectives	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iv) investment experience and trading record	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) types of products?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.21 Who will be responsible for (Please specify title and name if available.)			
a) the approval of the margin rates for initial margin;			
	<input type="text"/>		
b) reviewing the margin rates for initial margin granted to clients;			
	<input type="text"/>		
i) how often will you perform such review?			
	<input type="text"/>		
c) the approval of the margin rates for maintenance margin; and			
	<input type="text"/>		
d) reviewing the margin rates for maintenance margin granted to clients?			
	<input type="text"/>		
i) how often will you perform such review?			
	<input type="text"/>		



	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
Margin calls			
2.22 Do you have any written policies and control procedures to ensure that			
a) triggering levels for making margin calls are prudently set, please specify:	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="text"/>			
b) margin calls are issued for new positions, which have been opened by Established Clients prior to depositing the minimum requirements, by the close of that business day;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) margin calls will be made immediately when triggering levels are reached;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) who will be responsible for monitoring your client's margin position? (Please specify title and name if available.)			
<input type="text"/>			
ii) who will be responsible for making margin calls? (Please specify title and name if available.)			
<input type="text"/>			
iii) who will be responsible for overseeing margin calls? (Please specify title and name if available.)			
<input type="text"/>			
d) margin calls are followed up on a timely basis;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) who will be responsible for following up the margin calls? (Please specify title and name if available.)			
<input type="text"/>			
e) your clients' ability to meet any margin calls is continuously monitored;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) how often will you monitor your clients' ability to meet margin calls?			
<input type="text"/>			
ii) who will be responsible for performing such monitoring? (Please specify title and name if available.)			
<input type="text"/>			
f) maximum discretionary time limit for the settlement of margin call is appropriately set;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) who will be responsible for setting the time limit for the settlement of margin call? (Please specify title and name if available.)			
<input type="text"/>			

Yes No* N/A#

- g) where you will be an exchange participant of HKFE, notification (including details of the account number and the number of contracts in respect of which default has been made (where applicable) and the market in which they were transacted) is made to HKFE if your client has failed to meet two or more excessive margin calls or demands for variation adjustment as defined under the HKFE Rules ("Variation Adjustment") which in aggregate exceed HK\$150,000;
- h) where your client fails to meet a margin call or demands for Variation Adjustment, impact analysis on compliance with the Securities and Futures (Financial Resources) Rules and liquidity management are performed; and
- i) who will be responsible for reviewing the impact analysis and overseeing the liquidity management? (Please specify title and name if available.)
- i) records which are sufficient to show particulars of all margin calls made to every clients (including the initiation of each margin call, particulars of margin calls made, the client's response to margin call, and any follow-up actions taken) are maintained? Who will be responsible for reviewing your margin call records? (Please specify title and name if available.)
- 2.23 Please indicate the methods of margin calls.
- a) by email
- b) by SMS or other IM applications
- c) by letter
- d) by fax
- e) by phone
- f) in person
- g) others, please specify:
- 2.24 Do you have any written policies and control procedures to ensure that your margin call policies are properly communicated to clients?
- If yes, how will you communicate your margin call policies to clients?
- a) included in the client agreement

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
b) included in the website	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) included in a separate letter or document issued to clients	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) others, please specify: <div style="border: 1px solid black; height: 20px; width: 500px; margin-top: 5px;"></div>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.25 Do you have any written policies and control procedures to ensure that management reports are generated for monitoring your client's position on an ongoing basis, readily showing			
a) the financial position of each client's trading account;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) open positions of each client;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) margin position of each client's trading account;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) margin call status of each client; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) any exception noted from each client's trading account?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.26 Who will be responsible for reviewing the reports as indicated in section 2.25? (Please specify title and name if available.) <div style="border: 1px solid black; height: 20px; width: 500px; margin-top: 5px;"></div>			

Forced liquidation

2.27 Do you have any written policies and control procedures to ensure that			
a) your forced liquidation policies are properly communicated to clients;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
If yes, how will you communicate your forced liquidation policies to clients?			
i) included in the client agreement	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) included in the risk disclosure statement	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) included in the website	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iv) verbally explained to the client by staff members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
v) others, please specify: <div style="border: 1px solid black; height: 20px; width: 500px; margin-top: 5px;"></div>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) triggering level for forced liquidation is prudently set, please specify: <div style="border: 1px solid black; height: 20px; width: 500px; margin-top: 5px;"></div>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

- | | Yes | No* | N/A# |
|--|--------------------------|--------------------------|--------------------------|
| c) triggering level for forced liquidation will be regularly reviewed; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| i) how often will you perform such review? | | | |
| | | | |
| d) prior approval is required for forced liquidation; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| i) who will be responsible for the approval of forced liquidation? (Please specify title and name if available.) | | | |
| | | | |
| e) notification is made to clients before carrying out forced liquidation? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| If yes, how will you notify the clients? | | | |
| i) by email | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| ii) by SMS or other IM applications | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| iii) by letter | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| iv) by fax | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| v) by phone | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| vi) in person | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| vii) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| | | | |
| 2.28 Who will be responsible for overseeing forced liquidation? (Please specify title and name if available.) | | | |
| | | | |

Books and accounts

- 2.29 If you will be an exchange participant of HKFE, do you have any written policies and control procedures to ensure that proper books and records which, inter alia, correctly and clearly record the following are maintained?
- | | | | |
|---|--------------------------|--------------------------|--------------------------|
| a) the financial position of each client's trading account | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b) particulars of all the open positions of you and each of your clients (i.e. not simply the net open positions) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| c) the amount of margin deposited from time to time by you with the clearing house and each executing agent | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| d) the amount of Variation Adjustment paid by you to the clearing house and each executing agent | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| e) the amount of margin deposited or required to be deposited by each client | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |



	Yes	No*	N/A#
f) the amount of Variation Adjustment collected or required to be collected from clients	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
g) all payments and assets received or held by you to satisfy margin requirements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
h) particulars of all margin calls and demands for Variation Adjustment made	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) any other particulars from time to time required by HKFE to be kept in your books and records	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Discretionary account management activities

2.30 If you will provide discretionary account management services to clients, do you have any written policies and control procedures to ensure that

- | | | | |
|---|--------------------------|--------------------------|--------------------------|
| a) in the event that the net equity in a discretionary account falls below such sum as is specified by the client in writing or if, in any period of three or fewer consecutive trading days, it falls by more than 50% from the level at which it stood at the beginning of that period, | | | |
| i) your client are notified in writing of the level of net equity; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| ii) no new trades in respect of that discretionary account (except in order to close out existing open positions) are initiated until such time as the net equity in that discretionary account exceeds the specified amount or is restored to the level at which it stood at the beginning of the period, except with the prior written consent of the client to every subsequent transaction; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b) not more than two day trades in any market are accepted, carried or initiated on behalf of a discretionary account; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| c) no short options positions in a discretionary account can be opened? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

Other matters

Yes No* N/A#

- | | | | | |
|------|---|--------------------------|--------------------------|--------------------------|
| 2.31 | If you will target overseas investors other than those in Hong Kong, do you have any written policies and control procedures to ensure compliance with applicable rules and regulations of such other jurisdictions? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2.32 | Do you have any written policies and control procedures to ensure, where you solicit your client, that the suitability of the solicitation for that client is reasonable in all the circumstances, having regard to information about the client of which you will be or should be aware through the exercise of due diligence? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2.33 | If you will provide investment advice to clients, please also complete sections 2.26 and 2.27 in Part I of this questionnaire. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2.34 | If you will provide discretionary account management services to clients, please also complete the applicable questions in sections 2.1 to 2.22 in Part I of this questionnaire. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.



Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.



Part III: Securities Margin Financing

Section 1: Business Profile

- | | <u>Yes</u> | <u>No</u> |
|---|--------------------------|--------------------------|
| 1.1 Please indicate the expected margin loan size during the first six months of your securities margin financing business (please state in Hong Kong dollars). | | |
| <div style="border: 1px solid black; height: 25px; width: 100%;"></div> | | |
| 1.2 Please indicate the source of funding for your securities margin financing business. | | |
| a) bank borrowing | <input type="checkbox"/> | <input type="checkbox"/> |
| If yes, please indicate the type of security provided in relation to the bank borrowings. | | |
| i) unsecured (i.e. clean facility) | <input type="checkbox"/> | <input type="checkbox"/> |
| ii) guarantee by your group companies or shareholders | <input type="checkbox"/> | <input type="checkbox"/> |
| iii) guarantee by others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |
| <div style="border: 1px solid black; height: 25px; width: 100%;"></div> | | |
| iv) securities provided by your group companies or shareholders | <input type="checkbox"/> | <input type="checkbox"/> |
| v) securities provided by you | <input type="checkbox"/> | <input type="checkbox"/> |
| vi) securities provided by margin clients | <input type="checkbox"/> | <input type="checkbox"/> |
| vii) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |
| <div style="border: 1px solid black; height: 25px; width: 100%;"></div> | | |
| b) your own funds | <input type="checkbox"/> | <input type="checkbox"/> |
| c) financial support obtained from your group companies | <input type="checkbox"/> | <input type="checkbox"/> |
| d) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |
| <div style="border: 1px solid black; height: 25px; width: 100%;"></div> | | |
| 1.3 Please indicate whether you will repledge clients' securities collateral. | <input type="checkbox"/> | <input type="checkbox"/> |
| If yes, please indicate the party(ies) that you will repledge clients' securities collateral to. | | |
| a) authorized financial institution | <input type="checkbox"/> | <input type="checkbox"/> |
| b) licensed intermediary | <input type="checkbox"/> | <input type="checkbox"/> |
| c) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |
| <div style="border: 1px solid black; height: 25px; width: 100%;"></div> | | |

	<u>Yes</u>	<u>No</u>
1.4 Please indicate the forms of collateral accepted by you.		
a) Hong Kong listed stocks	<input type="checkbox"/>	<input type="checkbox"/>
b) overseas listed stocks, please specify the exchange(s):	<input type="checkbox"/>	<input type="checkbox"/>
c) other forms of collateral, please specify:	<input type="checkbox"/>	<input type="checkbox"/>

Supplementary information

Section 2: Internal Controls

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
Credit limit			
2.1 Do you have a written margin lending policy and control procedures to ensure that			
a) a prudent total margin loans limit is implemented taking into account your liquidity profile and capital, risk profile of your margin loan portfolio and prevailing market conditions;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) the total margin loans limit is subject to review on a regular basis; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) compliance with the total margin loan limits is closely monitored, and any material breach of limit will be promptly followed up and escalated to the senior management?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.2 Do you have a written margin lending policy and control procedures to ensure that			
a) a credit limit is granted to margin client taking into account the net worth or net income of that margin client;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) the margin client credit limit is subject to review on a regular basis; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) compliance with the margin client credit limit is closely monitored, and any material breach of limit will be promptly followed up and escalated to the senior management?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



- | | | <u>Yes</u> | <u>No*</u> | <u>N/A#</u> |
|-----|--|--------------------------|--------------------------|--------------------------|
| 2.3 | Do you have a written margin lending policy and control procedures to ensure that | | | |
| | a) group of related margin clients is properly identified; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| | b) exposures to individual margin clients or groups of related margin clients by a client concentration limit(s) is properly monitored to avoid building up excessive exposures to each margin client or each group of related margin clients? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2.4 | How often will your senior management review | | | |
| | a) the total margin loan limit; and | | | |
| | <input type="text"/> | | | |
| | b) the margin client credit limit? | | | |
| | <input type="text"/> | | | |
| 2.5 | Who will be responsible for the functions of (Please specify title and name if available.) | | | |
| | a) margin loan limit monitoring; | | | |
| | <input type="text"/> | | | |
| | b) margin client credit limit monitoring; and | | | |
| | <input type="text"/> | | | |
| | c) margin client concentration risk management? | | | |
| | <input type="text"/> | | | |

Supplementary information



* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

		<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
Margin calls and forced liquidation				
2.6	Do you have a written margin lending policy and control procedures to ensure that			
	a) triggering level for making margin calls and stopping further advances to clients is prudently set;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) margin calls will be made immediately when an outstanding margin loan exceeds the margin value of securities collateral held or credit limit granted to the client;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	c) no further advances will be provided to margin clients where			
	i) there are outstanding margin calls yet to be met; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	ii) client's outstanding margin loan balance is higher than the market value of the underlying collateral;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	d) appropriate detailed records are maintained so that case history of margin calls for each individual client can be readily established; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	e) triggering level for making margin calls and stopping further advances will be regularly reviewed by your senior management?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.7	Do you have a written margin lending policy and control procedures to ensure that			
	a) your forced liquidation policies are properly communicated to margin clients; If yes, how will you communicate your forced liquidation policies to margin clients?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	i) included in the client agreement	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	ii) included in the risk disclosure statement	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	Yes	No*	N/A#
iii) included in the website	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iv) verbally explained to the client by staff members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
v) others, please specify: <div style="border: 1px solid black; height: 20px; width: 500px; margin-top: 5px;"></div>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) triggering level for forced liquidation is prudently set;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) triggering level for forced liquidation will be regularly reviewed;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) notification is made to clients before carrying out forced liquidation; and If yes, how will you notify your margin clients?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) by email	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) by short message service or other instant messaging applications	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) by letter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iv) by fax	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
v) by phone	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
vi) in person	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
vii) others, please specify: <div style="border: 1px solid black; height: 20px; width: 500px; margin-top: 5px;"></div>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) forced liquidation is executed on the best available terms to margin clients?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.8 How often will you review			
a) triggering level for making margin calls and stopping further advances; and <div style="border: 1px solid black; height: 20px; width: 500px; margin-top: 5px;"></div>			
b) triggering level for forced liquidation? <div style="border: 1px solid black; height: 20px; width: 500px; margin-top: 5px;"></div>			
2.9 Who will be responsible for overseeing (Please specify title and name if available.)			
a) margin calls and stopping further advances; and <div style="border: 1px solid black; height: 20px; width: 500px; margin-top: 5px;"></div>			
b) forced liquidation? <div style="border: 1px solid black; height: 20px; width: 500px; margin-top: 5px;"></div>			

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

		<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
Collateral management				
2.10	Do you have a written margin lending policy and control procedures to ensure that			
	a) a list of acceptable securities collateral is maintained;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) appropriate haircuts are applied to each securities acceptable as collateral having regard to their liquidity and volatility in prevailing market conditions, financial situation of the issuer of the securities concerned;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	c) concentration limits are set to avoid building up excessive exposure to individual securities collateral or groups of highly correlated securities collateral; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	d) changes in concentrated collateral positions are monitored?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.11	If you repledge clients' securities collateral, do you have any written policies and control procedures to ensure that			
	a) your margin client is informed that you will repledge securities collateral upon opening a margin account for the client;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	Yes	No*	N/A#
b) risk disclosure statement in relation to the provision of authority to repledge securities collateral which is included in a prominent position in a written notice is given to your margin client;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) proper written authorisations are obtained from margin clients for repledging their securities collateral; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) the amount of repledged securities collateral is monitored and maintained below 140% of the amount of aggregate margin loans?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

2.12 Who will be responsible for the function of securities collateral concentration risk management? (Please specify title and name if available.)

2.13 Who will be responsible for the overall supervision of the securities margin lending business? (Please specify title and name if available.)

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

Section 3: Others

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
3.1 Does your margin client agreement contain			
a) details of margin requirements, interest charges, margin calls and the circumstances under which a client's positions may be closed without client's consent as required under paragraph 6.2(f) of the Code of Conduct;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) risk disclosure statement in relation to "risk of margin trading" as specified in Schedule 1 to the Code of Conduct; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) risk disclosure statement in relation to the provision of any authority to repledge securities collateral as specified in Schedule 1 to the Code of Conduct?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.2 If bank borrowing is one of your source of funding for your securities margin financing business, do you have any written policies and control procedures to ensure that			
a) you do not place excessive reliance on bank borrowing as your source of funding;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) the aggregate outstanding balance of borrowings drawn under your bank credit facilities is monitored; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) the Commission is notified in writing within one business day whenever for a continuous period of two weeks when the aggregate outstanding balance of borrowings drawn under your bank credit facilities equals or exceeds 80% of the total credit limit of the bank credit facilities?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.



Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

Part IV: Electronic Trading or Automated Trading Services

Section 1: Business Profile

	<u>Yes</u>	<u>No</u>
1.1 Please indicate the types of services that your electronic trading system will provide.		
a) routing orders of		
i) securities	<input type="checkbox"/>	<input type="checkbox"/>
ii) futures contracts	<input type="checkbox"/>	<input type="checkbox"/>
b) operating an alternative liquidity pool ("ALP")	<input type="checkbox"/>	<input type="checkbox"/>
c) operating a pre-IPO trading platform	<input type="checkbox"/>	<input type="checkbox"/>
d) trading of leveraged foreign exchange contracts	<input type="checkbox"/>	<input type="checkbox"/>
e) placing orders for fund subscription, switching and redemption	<input type="checkbox"/>	<input type="checkbox"/>
f) electronic subscription service (e.g. eIPO)	<input type="checkbox"/>	<input type="checkbox"/>
g) portfolio tracking	<input type="checkbox"/>	<input type="checkbox"/>
h) market price quotation	<input type="checkbox"/>	<input type="checkbox"/>
i) others, please specify:	<input type="checkbox"/>	<input type="checkbox"/>
1.2 Please indicate the nature of your system.		
a) order routing system	<input type="checkbox"/>	<input type="checkbox"/>
b) electronic communication network	<input type="checkbox"/>	<input type="checkbox"/>
c) internet portal	<input type="checkbox"/>	<input type="checkbox"/>
d) trading platform	<input type="checkbox"/>	<input type="checkbox"/>
e) others, please specify:	<input type="checkbox"/>	<input type="checkbox"/>
1.3 Please indicate the types of electronic trading services that you intend to provide to your clients.		
a) internet trading	<input type="checkbox"/>	<input type="checkbox"/>
b) direct market access ("DMA")	<input type="checkbox"/>	<input type="checkbox"/>



- | | Yes | No |
|--|--------------------------|--------------------------|
| c) algorithmic trading | <input type="checkbox"/> | <input type="checkbox"/> |
| 1.4 Please indicate whether your electronic trading system is | | |
| a) self-developed; or | <input type="checkbox"/> | <input type="checkbox"/> |
| b) provided by a third party service provider. Please specify the name of | <input type="checkbox"/> | <input type="checkbox"/> |
| i) system developer or application service provider: | | |
| <input style="width: 560px; height: 25px;" type="text"/> | | |
| ii) entity responsible for cybersecurity management: | | |
| <input style="width: 560px; height: 25px;" type="text"/> | | |
| 1.5 If your electronic trading system is provided by a third party service provider, please indicate whether you have entered into a formal service-level agreement with the service provider which specifies the terms of service and the responsibilities of the provider. | <input type="checkbox"/> | <input type="checkbox"/> |
| 1.6 Please indicate the location of your | | |
| a) host server; and | | |
| <input style="width: 600px; height: 25px;" type="text"/> | | |
| b) backup server. | | |
| <input style="width: 600px; height: 25px;" type="text"/> | | |
| 1.7 Please provide a flow diagram illustrating the operation of the electronic trading services that you intend to provide. In the diagram, please | | |
| a) depict key features of the electronic trading system; | | |
| b) show how different parties interact with the system (e.g. you, clients, the exchange); and | | |
| c) describe all steps pertaining to the acceptance, execution, clearing and settlement (where applicable) of an order to be processed through the system. | | |

Internet trading (please complete sections 1.8 and 1.9 if you answer "Yes" to section 1.3a)

- | | | |
|---|--------------------------|--------------------------|
| 1.8 Please indicate how your clients could access to the electronic trading system. | | |
| a) your website, please specify the website address: | <input type="checkbox"/> | <input type="checkbox"/> |
| <input style="width: 600px; height: 25px;" type="text"/> | | |
| b) mobile application, please specify the name of your mobile application: | <input type="checkbox"/> | <input type="checkbox"/> |
| <input style="width: 600px; height: 25px;" type="text"/> | | |



- | | Yes | No |
|--|--------------------------|--------------------------|
| 1.9 Please indicate whether your website or mobile application | | |
| a) discloses your name, licence or registration status, central entity number, and exchange trading participants (if any); | <input type="checkbox"/> | <input type="checkbox"/> |
| b) has any hyperlinks to overseas websites which target the Hong Kong investors; and | <input type="checkbox"/> | <input type="checkbox"/> |
| c) has any hyperlinks to other entities which facilitate clients to open accounts with these entities. | <input type="checkbox"/> | <input type="checkbox"/> |

DMA (please complete section 1.10 if you answer "Yes" to section 1.3b))

- | | | |
|---|--------------------------|--------------------------|
| 1.10 Please indicate whether you intend to permit your clients to sub-delegate the DMA services to other persons. | <input type="checkbox"/> | <input type="checkbox"/> |
|---|--------------------------|--------------------------|

If yes, please specify the nature of other persons (e.g. fund houses):

Algorithmic trading (please complete section 1.11 if you answer "Yes" to section 1.3c))

- | | | |
|---|--------------------------|--------------------------|
| 1.11 Please indicate the types of algorithmic strategies that you intend to employ. | | |
| a) volume weighted average price | <input type="checkbox"/> | <input type="checkbox"/> |
| b) time-weighted average price | <input type="checkbox"/> | <input type="checkbox"/> |
| c) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> |

ALP (please complete sections 1.12 and 1.13 if you answer "Yes" to section 1.1b))

- | | | |
|---|--------------------------|--------------------------|
| 1.12 Please indicate whether your ALP will handle your "proprietary orders" as defined under paragraph 19.2 of the Code of Conduct. | <input type="checkbox"/> | <input type="checkbox"/> |
| 1.13 Please indicate whether you intend to route client orders in your ALP to other external venues for execution. | <input type="checkbox"/> | <input type="checkbox"/> |

If yes, please specify the venues:

Pre-IPO trading platform (please complete section 1.14 if you answer "Yes" to section 1.1c))

- | | |
|--|--|
| 1.14 Please indicate the proposed trading hours operated by your pre-IPO trading platform. | |
|--|--|

Supplementary information

Section 2: Internal Controls

		<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
General controls				
2.1	In respect of the operation of your electronic trading system, do you have any written policies and control procedures to ensure that			
	a) a formalised governance process is implemented with input from dealing, risk and compliance functions;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) clearly identified reporting lines with supervisory and reporting responsibilities assigned to appropriate staff member are established; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	c) there are managerial and supervisory controls that are designed to manage the risk associated with the use of the electronic trading system?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.2	Do you have any written policies and control procedures to ensure that			
	a) a cybersecurity risk management framework is established, setting out key roles and responsibilities of cybersecurity management;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) suspected or actual cybersecurity incidents are escalated and reported internally and externally (e.g. to clients, the Commission and other enforcement bodies); and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	c) adequate cybersecurity awareness training to all internal system users are provided at least annually?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.3	Who will be responsible for (Please specify title and name if available.)			
	a) overall management and supervision of the electronic trading system; and			
	b) cybersecurity management and supervision?			
2.4	Please indicate whether the person(s) as stated in section 2.3a) above is/are your responsible officer(s)?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

		<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
System security				
2.5	Do you have any written policies and control procedures to ensure that			
	a) a secure network infrastructure through proper network segmentation (i.e. a Demilitarised Zone with multi-tiered firewalls) is deployed;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) system or user access right is granted on a need-to-have basis;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	c) reliable techniques to authenticate or validate the identity and authority of the system users are implemented;			
	i) minimum password length	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	ii) periodic reminders for clients to change password at regular interval	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	iii) minimum password complexity (i.e. alphanumeric) and history	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	iv) appropriate controls on invalid login attempts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	v) session timeout after a period of inactivity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	vi) client login password be randomly generated by system during the account activation and password reset processes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	vii) two-factor authentication solution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
viii) others, please specify: <div style="border: 1px solid black; height: 25px; width: 500px; margin-top: 5px;"></div>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) remote access to internal network is granted on a need-to-have basis and security controls over such access are implemented;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) security patches or hotfixes released by software providers are monitored and evaluated on a timely basis;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) anti-virus and anti-malware solutions are implemented and updated on a timely basis to detect malicious applications and malware on critical system servers and workstations;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i) how often will you update anti-virus and anti-malware solutions? <div style="border: 1px solid black; height: 25px; width: 500px; margin-top: 5px;"></div>			
g) operating controls are implemented to prevent and detect unauthorised intrusion, security breach and security attack;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
h) critical system components (e.g. system servers and network devices) are placed in a locked room accessible by authorised persons only; and business records, client and transaction database, servers and supporting documentation are backed up in an off-line medium on at least a daily basis?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.6 Please indicate the two-factor authentication solution that you will implement for clients' login of internet trading.			
a) hardware token	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) software token	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) short message service one-time-password	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) biometrics (e.g. fingerprint)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) others, please specify: <div style="border: 1px solid black; height: 25px; width: 500px; margin-top: 5px;"></div>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

System control, capacity and reliability

Yes No* N/A#

2.7 In respect of the integrity of your electronic trading system, do you have any written policies and control procedures to ensure that

- | | | | |
|---|--------------------------|--------------------------|--------------------------|
| a) you can, when necessary | | | |
| i) immediately prevent the system from generating and sending orders to the markets; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| ii) cancel any unexecuted orders that are in the market; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b) electronic trading system and all modifications to the system are tested before deployment; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| c) electronic trading system and all modifications to the system are regularly reviewed to ensure that they are reliable; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| i) how often will you review the electronic trading system? | | | |
| | | | |
| ii) who will be responsible for conducting such review? (Please specify title and name if available.) | | | |
| | | | |
| d) the Commission is promptly notified of any material service interruption or other significant issues related to the electronic trading system; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

- | | Yes | No* | N/A# |
|---|--------------------------|--------------------------|--------------------------|
| e) capacity usage of the electronic trading system is regularly monitored and appropriate capacity planning is developed; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| i) how often will you review the capacity usage of the electronic trading system? | | | |
| | | | |
| f) capacity of the electronic trading system is regularly stress tested under different simulated market conditions; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| i) how often will you conduct the stress test? | | | |
| | | | |
| ii) who will be responsible for conducting the stress test? (Please specify title and name if available.) | | | |
| | | | |
| g) electronic trading system has sufficient capacity to handle any foreseeable increase in business and market turnover? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

		<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
Contingency				
2.8	Do you have a written contingency plan to cope with emergencies and disruptions related to electronic trading system which covers			
	a) a suitable backup facility which enables provision of electronic trading services or alternative arrangements for order execution in the event of emergency;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) backup arrangements (including order execution, maintenance of business record, client and transaction database, servers and other supporting documents);	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	c) a plan for dealing with client and regulatory enquiries by trained staff members;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	d) offsite storage subject to proper security measures;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	e) arrangement to ensure that material system delay or failure is rectified, and inform clients the causes or possible causes of the material system delay or failure and how client orders are handled in a timely manner; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	f) policies to encounter possible cyber-attack scenarios?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.9	Do you have any written policies and control procedures to ensure that your contingency plan is periodically tested and viable?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	a) how often will you test the contingency plan?			
	b) who will be responsible for testing the contingency plan? (Please specify title and name if available.)			

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

		<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
2.10	Do you have any written policies and control procedures to ensure maintenance of proper record of the following documentations?			
	a) design and development, including any testing, reviews, modifications, upgrades or rectifications of your system for a period of not less than two years after the system ceased to be used	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) risk management controls of your system for a period of not less than two years after the system ceased to be used	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	c) audit logs on the activities of your system for a period of not less than two years	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	d) incident reports for all material system delays or failures of your system for a period of not less than two years	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.



Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

Risk management

Yes No* N/A#

2.11 Do you have any written policies and control procedures to ensure client orders that are transmitted to the infrastructure are subject to

- a) appropriate automated pre-trade risk management controls designed to
- | | | | |
|--|--------------------------|--------------------------|--------------------------|
| i) prevent entry of any orders that would result in exceeding appropriate trading and credit thresholds prescribed for each client or proprietary account; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| ii) alert user to entry of potential erroneous orders and prevent the entry of erroneous orders; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| iii) prevent entry of orders that are not in compliance with regulatory requirements; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| iv) others, please specify: | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
-
- b) regular post-trade monitoring to identify any order instructions and transactions which may be manipulative or abusive in nature?

2.12 Who will be responsible for risk management function of the electronic trading system? (Please specify title and name if available.)

Supplementary information



* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

DMA	<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
2.13 Do you have any written policies and control procedures to ensure that			
a) before granting DMA services to a client, the client is assessed whether it could meet the minimum client requirements which include			
i) the client has appropriate arrangement in place to ensure that its users are proficient and competent in using the system for the DMA services;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ii) the client understands and has the ability to comply with applicable regulatory requirements; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
iii) the client has in place adequate arrangement to monitor the orders entered through the DMA services;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) minimum client requirements are evaluated from time to time in light of market conditions; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) the client using the DMA services is regularly assessed whether it continues to meet the minimum client requirements?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.14 If you answer "Yes" to section 1.10, do you have any written policies and control procedures to ensure that			
a) the orders of such person will flow through the systems of your client and will be subject to appropriate risk management and supervisory controls;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) such person meets your minimum client requirements; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) a written agreement that sets out the terms of the DMA services being sub-delegated between your client and such person is in place?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

		<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
Algorithmic trading				
2.15	Do you have any written policies and control procedures to ensure that the person involved in the design and development of your algorithmic trading system and trading algorithms are suitably qualified?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.16	Do you have any written policies and control procedures to ensure that the person who is approved to use your algorithmic trading system			
	a) has a good understanding of the operation of the algorithmic trading system and trading algorithms;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) has a good understanding of the compliance and regulatory issues which may arise from the use of the algorithmic trading system and trading algorithms;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	c) is timely informed and provided with training in respect of any changes to the design and development of the algorithmic trading system and trading algorithms; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

- | | <u>Yes</u> | <u>No*</u> | <u>N/A#</u> |
|--|--------------------------|--------------------------|--------------------------|
| d) is provided with up-to-date documentation for operating the algorithmic trading system? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2.17 Who will be responsible for granting the approval for the use of the algorithmic trading system? (Please specify title and name if available.) | | | |
| | | | |
| 2.18 Do you have any written policies and control procedures to ensure that | | | |
| a) the algorithmic trading system and trading algorithms, and any subsequent developments and modifications are adequately tested before deployment; and | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b) the algorithmic trading system and trading algorithms are regularly reviewed and tested for the system's ability to handle sizable trading volume and the algorithms' ability to execute orders without interfering the operation of a fair and orderly market? | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| i) how often will you conduct the review of the algorithmic trading system and trading algorithms? | | | |
| ii) who will be responsible for performing such review? (Please specify title and name if available.) | | | |

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.



Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

		<u>Yes</u>	<u>No*</u>	<u>N/A#</u>
ALP				
2.19	Do you have any written policies and control procedures to ensure that only "qualified investors" as defined under paragraph 19.2 of the Code of Conduct are permitted to be the users of your ALP?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.20	Do you have any written policies and control procedures to ensure that			
	a) comprehensive and accurate ALP guidelines relating to your ALP are prepared and published on your website;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) your ALP guidelines are provided to users so that they are fully informed as to the manner in which your ALP operates; and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	c) your ALP guidelines will be revised or updated as necessary so that they remain comprehensive, accurate and current?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.21	Do you have any written policies and control procedures to ensure that orders of users which are not proprietary orders have priority over proprietary orders when such orders are being transacted at the same price?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.22	Do you have any written policies and control procedures to ensure that the information concerning transactions conducted on your ALP is appropriately reported or made available to your ALP's users, exchanges, the Commission and other regulators?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Supplementary information



* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.

Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.

Yes No* N/A#

Pre-IPO trading platform

2.23 Do you have any written policies and control procedures to ensure assurance has been obtained that the seller of pre-IPO stock has sufficient shares available for settlement?

Supplementary information

* Where the answer to any question above is "No", please describe in detail in the space provided below any alternative or compensating controls which can meet the same objective as the controls mentioned in the question.



Where the answer to any question above is "N/A", please explain in the space provided below why the question is not applicable.



Part V: Declaration

We:

- **Declare** that all the information provided in this questionnaire and any associated documentation is complete, true and correct.
- **Understand** that providing false or misleading information in, or in support of this questionnaire could be an offence under section 383 and/or 384 of the Ordinance.
- **Understand** that the Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, this questionnaire.
- **Understand** that if any information contained in this questionnaire, or any associated documentation changes prior to the Commission making a decision in respect of any relating application, we should notify the Commission in writing immediately of the changes.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.

(To be signed by two directors* or persons authorised by the board of directors of the corporation.)

For and on behalf of:

Name of corporation applying for a licence/licensed corporation

Name of director/person authorised by
the board of directors**

Signature

Date

Name of director/person authorised by
the board of directors**

Signature

Date

* Can be signed by one director if the corporation has only one director.

** Delete where not applicable.

Note

You must fill in this form accurately and truthfully, and submit it before the deadline for submission. Section 138(4) of the Securities and Futures Ordinance states that a person licensed under Section 116 shall submit an annual return to the Securities and Futures Commission (“SFC”) –

- (a) within one month after each anniversary of the date on which the person is licensed; or
- (b) by such other date as may be approved by the Commission by notice in writing.

Warning

You must fill in this form accurately and truthfully.

Section 384(1) of the Ordinance states:

“A person commits an offence if –

- he, in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions, provides to a specified recipient any information which is false or misleading in a material particular; and
- he knows that, or is reckless as to whether, the information is false or misleading in a material particular.”

Section 384(3) of the Ordinance states:

“A person commits an offence if –

- he, otherwise than in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions but in connection with the performance by a specified recipient of a function under any of the relevant provisions, provides to the specified recipient any record or document which is false or misleading in a material particular; and
- he –
 - knows that, or is reckless as to whether, the record or document is false or misleading in a material particular; and
 - has, in relation to the provision of the record or document, received prior written warning from the specified recipient to the effect that the provision of any record or document which is false or misleading in a material particular in the circumstances of the case would constitute an offence under this subsection.”

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



Section 1: Annual Return Declaration

We hereby declare that during the reporting period, in respect of the information pertaining to us and our directors, substantial shareholders and subsidiaries that carry on business in regulated activities as provided to the SFC (including information pertaining to disciplinary action and investigations, financial status, character and mental health):

- There is no change in the information or there has/have been change(s) in the information which we have notified the SFC.
- There has/have been unnotified change(s) in the information as described in the notification(s) to be submitted together with this annual return.

Section 2: Confirmation of compliance with the obligations set out in the Guidelines on Continuous Professional Training (CPT)

We hereby confirm that we have complied with our obligations set out in the Guidelines on Continuous Professional Training issued by the SFC. In particular, we have:

- implemented training programme(s) to meet the training needs of our licensed representatives;
- evaluated our training programme(s) at least once during the previous calendar year; and
- maintained sufficient records on our training programme(s) and the CPT activities undertaken by each of our licensed representatives.

- Yes
- No. Please explain in detail and provide a rectification plan below:

- Not applicable

(This annual return must be signed by a director or responsible officer of the licensed corporation.)

.....

<i>Name of director/responsible officer*</i>	<i>Signature</i>	<i>Date</i>
--	------------------	-------------

* Select as appropriate.



Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data¹ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:
 - to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:
 - the Securities and Futures Ordinance ("SFO");
 - the Fit and Proper Guidelines;
 - the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
 - the Management, Supervision and Internal Control Guidelines;
 - the Codes on Takeovers and Mergers and Share Buy-backs; and
 - the Code on Unit Trusts and Mutual Funds.
 - to process any application you may make under the relevant Ordinances;
 - to assess your fitness and propriety in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and propriety to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching² those data.

¹ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO")

² "Matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:

The Data Privacy Officer
Securities and Futures Commission
54/F, One Island East
18 Westlands Road
Quarry Bay, Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available upon request.



SECURITIES AND
FUTURES COMMISSION
證券及期貨事務監察委員會

Annual
Return

Annual Return – Licensed Representative

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance")

(Cap 571)

2U

Name of representative	English	
	Chinese	
CE number		
Reporting period	From: _____ to _____ dd mm yyyy dd mm yyyy	
Contact person regarding any queries on this form	English name	Chinese name
	Business title	Firm name
	Relationship with the licensed representative	
	Mobile number	E-mail address

Note

You must fill in this form accurately and truthfully, and submit it before the deadline for submission. Section 138(4) of the Securities and Futures Ordinance states that a person licensed under Section 120(1) shall submit an annual return to the Securities and Futures Commission (“SFC”) –

- (a) within one month after each anniversary of the date on which the person is licensed; or
- (b) by such other date as may be approved by the Commission by notice in writing.

Warning

You must fill in this form accurately and truthfully.

Section 384(1) of the Ordinance states:

“A person commits an offence if –

- he, in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions, provides to a specified recipient any information which is false or misleading in a material particular; and
- he knows that, or is reckless as to whether, the information is false or misleading in a material particular.”

Section 384(3) of the Ordinance states:

“A person commits an offence if –

- he, otherwise than in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions but in connection with the performance by a specified recipient of a function under any of the relevant provisions, provides to the specified recipient any record or document which is false or misleading in a material particular; and
- he –
 - knows that, or is reckless as to whether, the record or document is false or misleading in a material particular; and
 - has, in relation to the provision of the record or document, received prior written warning from the specified recipient to the effect that the provision of any record or document which is false or misleading in a material particular in the circumstances of the case would constitute an offence under this subsection.”

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



Section 1: Annual Return Declaration

I hereby declare that during the reporting period, in respect of the information pertaining to me as provided to the SFC (including information pertaining to disciplinary action and investigations, financial status, character and mental health):

There is no change in the information or there has/have been change(s) in the information which I have notified the SFC.

There has/have been unnotified change(s) in the information as described in the notification(s) to be submitted together with this annual return.

Section 2: Confirmation of compliance with the obligations set out in the Guidelines on Continuous Professional Training (CPT)

I hereby confirm that I have complied with my obligations set out in the Guidelines on Continuous Professional Training issued by the SFC. In particular, I have:

- undertaken the number of CPT hours I am obliged to undertake during the previous calendar year; and
- retained sufficient records of all my CPT activities undertaken during the previous calendar year.

Yes

No. Please explain in detail and provide a rectification plan below:

Not applicable

(To be signed by the licensed representative)

.....
Signature

.....
Date



Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data¹ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:
 - to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:
 - the Securities and Futures Ordinance ("SFO");
 - the Fit and Proper Guidelines;
 - the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
 - the Management, Supervision and Internal Control Guidelines;
 - the Codes on Takeovers and Mergers and Share Buy-backs; and
 - the Code on Unit Trusts and Mutual Funds.
 - to process any application you may make under the relevant Ordinances;
 - to assess your fitness and propriety in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and propriety to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching² those data.

¹ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO")

² "Matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:

The Data Privacy Officer
Securities and Futures Commission
54/F, One Island East
18 Westlands Road
Quarry Bay, Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available upon request.



SECURITIES AND
FUTURES COMMISSION
證券及期貨事務監察委員會

Notification

1U

**Notification by Licensed Corporation/
Registered Institution/Licensed Representative/
Responsible Officer**

Specified under section 402 of the Securities and Futures Ordinance ("Ordinance") (Cap 571)

Name of corporation/individual	English
	Chinese
CE number	
Notification of	<input type="checkbox"/> Cessation of business – licensed corporation/registered institution
	<input type="checkbox"/> Ceasing to act as a responsible officer/licensed representative/Principal
	<input type="checkbox"/> Change in executive officer of a registered institution or his/her particulars
	<input type="checkbox"/> Change in director or his/her particulars
	<input type="checkbox"/> Change in complaints officer or his/her particulars
	<input type="checkbox"/> Change in emergency contact person or his/her particulars
	<input type="checkbox"/> Change in share capital
	<input type="checkbox"/> Change in shareholding structure
	<input type="checkbox"/> Change in contact information
	<input type="checkbox"/> Change in bank account
	<input type="checkbox"/> Change in auditor
	<input type="checkbox"/> Change in name or personal particulars or outside directorships and business interests
	<input type="checkbox"/> Change in associated entity or its particulars
	<input type="checkbox"/> Change in insurance policy
	<input type="checkbox"/> Appointment / Cessation of Manager-In-Charge or change in particulars of Manager-In-Charge or addition of Manager-In-Charge for a core function
<input type="checkbox"/> Other notifications	

Contact person regarding any queries on this form	English/Chinese name	
	Business title/Firm name	
	Relationship with the corporation/individual	
	Mobile number	E-mail address

Interpretations

1. "Associate" is defined under Part 1 of Schedule 1 to the Ordinance.
2. "Associated entity" is defined under Part 1 of Schedule 1 to the Ordinance.
3. "Contact information" refers to:
 - principal business address;
 - registered business address;
 - correspondence address;
 - other business addresses (not applicable to registered institution);
 - residential address (not applicable to licensed corporation and registered institution);
 - e-mail and website addresses; and
 - telephone and facsimile numbers.
4. "Executive officer" is defined under Part 1 of Schedule 1 to the Ordinance.
5. "Intermediary" is defined under Part 1 of Schedule 1 of the Ordinance.
6. "Principal" means an individual that meets the criteria stipulated under the Sponsor Guidelines, in respect of a listing assignment, appointed by a sponsor to supervise the Transaction Team.
7. "You" in this form refers to the individual/corporation making the notification.

Instructions

1. This form is to be used when the SFC Online Portal is not in service or under special circumstances as approved by the Commission.
2. Please refer to the Completion Guidelines to identify which Part(s) of the form to fill in.
3. Incomplete notification may increase the time taken for the Commission to process your notification.
4. If there is not enough space, please use separate sheets of paper and clearly mark each separate sheet of paper with the relevant part number.
5. If the Commission is satisfied that a person has **substantial practical difficulties** in complying with any of the requirements under this form, it may exercise its discretion to dispense with the requirements to such extent as it considers necessary. If you consider that you have **substantial practical difficulties** in complying with any requirements under this form, please enclose a separate document setting out your **substantial practical difficulties** for the Commission's consideration. Please note that the Commission would only exercise its discretion under special circumstances.
6. If there are any changes to the information provided in support of this notification before it is concluded, you should notify the Commission in writing immediately after the changes take place. Any changes in information may result in delay in processing.

Warning

All information and documents submitted to the Commission must be true, accurate and complete.

Under section 384(1) of the Ordinance, subject to section 384(2), a person commits an offence if –

- he, in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions, provides to a specified recipient any information which is false or misleading in a material particular; and
- he knows that, or is reckless as to whether, the information is false or misleading in a material particular.

Under section 384(3) of the Ordinance, subject to section 384(4), a person commits an offence if –

- he, otherwise than in purported compliance with a requirement to provide information imposed by or under any of the relevant provisions but in connection with the performance by a specified recipient of a function under any of the relevant provisions, provides to the specified recipient any record or document which is false or misleading in a material particular; and
- he –
 - knows that, or is reckless as to whether, the record or document is false or misleading in a material particular; and
 - has, in relation to the provision of the record or document, received prior written warning from the specified recipient to the effect that the provision of any record or document which is false or misleading in a material particular in the circumstances of the case would constitute an offence under this subsection.

A “specified recipient” includes the Commission.

Section 1: Completion Guidelines

1.1 Please fill in the relevant parts of this form which are applicable to your notifications.

Types of notification	Sections	
Cessation of business – licensed corporation/registered institution	2	
Ceasing to act as a responsible officer/licensed representative/ Principal (Not applicable to registered institutions)	3	
Change in executive officer of a registered institution or his/her particulars (Applicable to registered institutions only)	4	
Change in director or his/her particulars	5	
Change in complaints officer or his/her particulars	6	
Change in emergency contact person or his/her particulars	7	
Change in share capital	8	
Change in shareholding structure	9	
Change in contact information	10	
Change in bank account (Applicable to licensed corporations only)	11	
Change in auditor	12	
Change in name	13	
Change in associated entity or its particulars	14	
Change in insurance policy (Applicable to licensed corporations only)	15	
Appointment / Cessation of Manager-In-Charge or change in particulars of Manager-In-Charge or addition of Manager-In-Charge for a core function	16	
Other notifications	17	18 Declaration



Section 2: Cessation of Business - Licensed Corporation or Registered Institution

2.1 When do you intend to cease carrying on your business in regulated activities?

Date (DD/MM/YYYY) _____

2.2 Please state the reason for cessation.

- Unfavourable business conditions
- Sale of business
- Group consolidation
- Relocation of business out of Hong Kong
- Others (please specify):

2.3 Have you notified your clients of the cessation of business?

- Yes.
- No. Please state the reason for not notifying your clients of the cessation.

2.4 Have you returned to your clients the funds and assets held or managed on their behalf, if any?

- Yes.
- No. Please elaborate on the measures you have taken to safeguard your clients' assets, if any.



2.5 Do you request your current licence/registration be revoked (under section 195(1)(d)/section 197(1)(c) of the Ordinance)?

Yes.

No.

2.6 Please provide the address of your record keeping premises after business cessation and licence revocation.

	Address in English	Address in Chinese
Flat, floor and block number		
Building name		
Street number and name		
District and city		
State and country		
Postal code, if any		
Contact number		
Facsimile number		

2.7 Please provide details of the contact person for your books and records after business cessation and licence revocation.

Name	
Position	
Contact number	
Mobile number	
Email address	

For licensed corporations, please be reminded to submit a cessation account as required by section 156 of the Ordinance and the Securities and Futures (Accounts and Audit) Rules.

Section 3: Ceasing to Act as a Responsible Officer/Licensed Representative/Principal

Part A (Notification by responsible officer/licensed representative/Principal)

3.1 Please provide the following information:

Name of accredited principal	CE number	Type(s) of regulated activity	Last accreditation date (DD/MM/YYYY)

3.2 Please state the reason for cessation.

- Resignation
- Expiry of contract (Expiry date (DD/MM/YYYY): _____)
- Job rotation (New Job Title: _____)
- Redundancy
- Dismissal, please specify the date and cause.

- Others, please specify details.

3.3 If you are a responsible officer, will you also cease to act as a licensed representative?

- Yes.
- No.



3.4 If you are a Principal, will you also cease to act as:

- Responsible officer.
- Licensed representative.



Part B (Notification by licensed corporation)

3.4 Please provide the following information:

Name of responsible officer/licensed representative/Principal	CE number	Type(s) of regulated activity	Last accreditation date (DD/MM/YYYY)

3.5 Please state the reason for cessation.

- Resignation
- Expiry of contract (Expiry date (DD/MM/YYYY): _____)
- Job rotation (New Job Title: _____)
- Redundancy
- Deceased, please skip section 3.6.
- Dismissal, please specify the date and cause.

- Others, please specify details.



3.6 Please advise whether, within six months preceding the cessation, the individual was under any investigation commenced by you*.

No.

Yes, please specify details if you have not previously provided such information to the Commission:

* If, subsequent to the submission of this notification, you commence any internal investigation on this individual, please notify the Commission as soon as practicable.

3.7 For responsible officer, will the responsible officer also cease to act as a licensed representative?

Yes.

No.

3.8 For Principal, will he/she also cease to act as:

Responsible officer.

Licensed representative.

Section 4: Change in Executive Officer of a Registered Institution or His/Her Particulars

Part A (Ceasing to act as an executive officer)

4.1 Please provide the following information:

Name of executive officer	CE number	Type(s) of regulated activity	Last date as executive officer (DD/MM/YYYY)

4.2 Please state the reason for the person ceasing to act as executive officer.

- Resignation
- Expiry of contract
- Job rotation
- Redundancy
- Dismissal (please specify the cause)

- Others (please specify details)

4.3 Please advise whether, within six months preceding the cessation, the individual was under any investigation commenced by you*.

- No.
- Yes, please specify details if you have not previously provided such information to the Commission:



* If, subsequent to the submission of this notification, you commence any internal investigation on this individual, please notify the Commission as soon as practicable.



Part B (Appointing a new executive officer)

4.4 Please provide the following information on the person becoming your executive officer.

Name of executive officer (in English and Chinese)	Hong Kong identity card number	Passport details*		Type(s) of regulated activity	Appointment date (DD/MM/YYYY)
		Passport number	Issuing country/ Date of expiry (DD/MM/YYYY)		

* Only applicable to individuals who are non-Hong Kong permanent residents.

Part C (Change in particulars of or regulated activity supervised by an executive officer)

4.5 Please describe the change.

Name of executive officer	
CE number	
Particulars to be changed	
Effective date (DD/MM/YYYY)	

Name of executive officer	
CE number	
Particulars to be changed	
Effective date (DD/MM/YYYY)	

Section 5: Change in Director or His/Her Particulars

Part A (Ceasing to act as a director)

5.1 Please provide the following information on the person ceasing to act as your director.

Name of person	Cessation date (DD/MM/YYYY)	Reason for cessation

Part B (Appointing a new director)

5.2 Please provide the following information on the person becoming your director.

Name of person	Hong Kong identity card/ passport number*	Is the person: a) a licensed representative; b) a licensed corporation or registered institution; c) an approved substantial shareholder of a licensed corporation**?	Appointment date (DD/MM/YYYY)
		<input type="checkbox"/> Yes, CE number: <input type="checkbox"/> No***	
		<input type="checkbox"/> Yes, CE number: <input type="checkbox"/> No***	
		<input type="checkbox"/> Yes, CE number: <input type="checkbox"/> No***	
		<input type="checkbox"/> Yes, CE number: <input type="checkbox"/> No***	
		<input type="checkbox"/> Yes, CE number: <input type="checkbox"/> No***	

* Only applicable to individuals who are non-Hong Kong permanent residents.

** For an approved corporate substantial shareholder, please provide an updated list of directors in a separate document. If any director in the list has not previously submitted to the Commission a separate supplement prescribed by the Commission and is not a person falling under (a), (b) or (c) as stated above, please arrange for such director to complete a Supplement A (for corporate) or Supplement B (for individual).

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

- Please arrange for your **corporate director** to complete Supplement 1.
- Please arrange for your **individual director** to complete Supplement 2.



Part C (Change in particulars of a director)

5.3 Please describe the change.

Name of director	
Particulars to be changed	
Effective date (DD/MM/YYYY)	

Name of director	
Particulars to be changed	
Effective date (DD/MM/YYYY)	

Section 6: Change in Complaints Officer or His/Her Particulars

Part A (Ceasing to act as a complaints officer)

6.1 Please provide the following information on the person ceasing to act as your complaints officer.

Name of complaints officer	
CE Number (if any)	
Effective date (DD/MM/YYYY)	
Reason for cessation	

Part B (Appointing a new complaints officer)

6.2 Please provide the following information on the person becoming your complaints officer.

(Note: The complaints officer should reside in Hong Kong to ensure he/she will be immediately contactable as and when necessary.)

Name (in English)	
Name (in Chinese)	
CE Number (if any)	
Hong Kong identity card number	
Passport number*	
Job title	
Contact number	
Mobile number	
Facsimile number	
Business address	
Office e-mail address	
Effective date (DD/MM/YYYY)	

* Only applicable to individuals who are non-Hong Kong permanent residents.



Part C (Change in particulars of a complaints officer)

6.3 Please describe the change.

Name of complaints officer	
CE Number (if any)	
Particulars to be changed	
Effective date (DD/MM/YYYY)	



Section 7: Change in Emergency Contact Person or His/Her Particulars

Part A (Ceasing to act as an emergency contact person)

7.1 Please provide the following information on the person ceasing to act as your emergency contact person.

Name of emergency contact person	
CE Number (if any)	
Effective date (DD/MM/YYYY)	
Reason for cessation	

Part B (Appointing a new emergency contact person)

7.2 Please provide the following information on the person becoming your emergency contact person.

(Note: For group companies, it is preferable that this person should have sufficient authority and be familiar with the overall affairs of the group. The emergency contact person should reside in Hong Kong to ensure he/she will be immediately contactable as and when necessary.)

Full name (in English)				
Full name (in Chinese)				
CE number (if any)				
Hong Kong identity card number				
Passport number*				
Job title				
Contact number	Office		Residential	
Mobile number				
Facsimile number	Office		Residential	
Business address				
E-mail address	Office		Private	
Effective date (DD/MM/YYYY)				

* Only applicable to individuals who are non-Hong Kong permanent residents.



Part C (Change in particulars of emergency contact person)

7.3 Please describe the change.

Name of emergency contact person	
CE number (if any)	
Particulars to be changed	
Effective date (DD/MM/YYYY)	

Section 8: Change in Share Capital

8.1 Please provide the following share capital information before and after your proposed change.

Class of shares	Details	Before the change	After the change
<input type="checkbox"/> Ordinary <input type="checkbox"/> Preference <input type="checkbox"/> Others (please specify): <div style="border: 1px solid black; width: 150px; height: 80px; margin-top: 5px;"></div>	Number of issued shares		
	Issued share capital (HK\$)		
	Par value*		
	Number of authorized shares*		
	Authorized share capital (HK\$)*		
	Premium paid (HK\$)*		
	Unpaid share capital (HK\$)		
Please state the effective date of the change (DD/MM/YYYY)			

Class of shares	Details	Before the change	After the change
<input type="checkbox"/> Ordinary <input type="checkbox"/> Preference <input type="checkbox"/> Others (please specify): <div style="border: 1px solid black; width: 150px; height: 80px; margin-top: 5px;"></div>	Number of issued shares		
	Issued share capital (HK\$)		
	Par value*		
	Number of authorized shares*		
	Authorized share capital (HK\$)*		
	Premium paid (HK\$)*		
	Unpaid share capital (HK\$)		
Please state the effective date of the change (DD/MM/YYYY)			

* If applicable.

8.2 Are there any changes in any shares that have been issued for consideration other than cash (if any)?

Yes. Please provide details (including the class of shares, number of shares, and type and value of consideration).

No.

Section 9: Change in Shareholding Structure

9.1 Please submit your shareholding chart showing all your corporate and individual shareholders before and after the shareholding change (with percentage of holdings and their official names) and include the following information:

- all ultimate beneficiary owners;
- all entities within the same corporate group that are listed companies or licensed/registered with any regulatory bodies or applying for licence or registration with any regulatory bodies; and
- all "associate" relationship (as defined under Schedule 1 of the Ordinance).

9.2 Please state the effective date of the change (DD/MM/YYYY).

9.3 Please state the reason for changing the shareholding structure.

Note: If there is a change in substantial shareholder, the new substantial shareholder is required to apply for a prior approval to become substantial shareholder under section 132 of the Ordinance. Please complete Form 7U.

Section 10: Change in Contact Information

10.1 Please describe the change in contact information. If it involves an addition of new premises for record keeping purpose, it is necessary to seek prior approval under Section 130 of the Ordinance. Please complete Form 2U.

Address (Please tick "✓" where applicable.)		<input type="checkbox"/> Addition	<input type="checkbox"/> Deletion
<input type="checkbox"/> Principal place of business	<input type="checkbox"/> Registered office	<input type="checkbox"/> Correspondence	<input type="checkbox"/> Other place of business
		<input type="checkbox"/> Residential	
	Address in English	Address in Chinese	
Flat, floor and block number			
Building name			
Street number and name			
District and city			
State and country			
Postal code, if any			
Contact number			
Mobile number, if applicable			
Facsimile number			
E-mail address			
Website address			
Effective date (DD/MM/YYYY)			

Address (Please tick “✓” where applicable.)		<input type="checkbox"/> Addition	<input type="checkbox"/> Deletion
<input type="checkbox"/> Principal place of business	<input type="checkbox"/> Registered office	<input type="checkbox"/> Correspondence	<input type="checkbox"/> Other place of business
		<input type="checkbox"/> Residential	
	Address in English	Address in Chinese	
Flat, floor and block number			
Building name			
Street number and name			
District and city			
State and country			
Postal code, if any			
Contact number			
Mobile number, if applicable			
Facsimile number			
E-mail address			
Website address			
Effective date (DD/MM/YYYY)			

**Section 11: Change in Bank Account
(Major Operational and Segregated Trust Accounts)**

Part A (Ceasing to use a bank account)

11.1 Please provide the following information:

Name of bank	
Account number	
Effective closing date (DD/MM/YYYY)	
Reason	<input type="checkbox"/> Closed <input type="checkbox"/> Commercial reason <input type="checkbox"/> Ordered to be frozen by a competent authority

Name of bank	
Account number	
Effective closing date (DD/MM/YYYY)	
Reason	<input type="checkbox"/> Closed <input type="checkbox"/> Commercial reason <input type="checkbox"/> Ordered to be frozen by a competent authority

Part B (Using a new bank account)

11.2 Please provide the following details of major operational and segregated trust accounts you will use to carry out your regulated activities.

Type of account: <input type="checkbox"/> Current <input type="checkbox"/> Savings <input type="checkbox"/> Others (please specify) <div style="border: 1px solid black; width: 150px; height: 30px; margin-top: 5px;"></div>	Name of bank	
	Account number	
	Date opened (DD/MM/YYYY)	
	Currency	
	Is it a trust account?	<input type="checkbox"/> Yes <input type="checkbox"/> No
	Effective date (DD/MM/YYYY)	

Type of account: <input type="checkbox"/> Current <input type="checkbox"/> Savings <input type="checkbox"/> Others (please specify) <div style="border: 1px solid black; height: 40px; width: 150px; margin-top: 5px;"></div>	Name of bank	
	Account number	
	Date opened (DD/MM/YYYY)	
	Currency	
	Is it a trust account?	<input type="checkbox"/> Yes <input type="checkbox"/> No
	Effective date (DD/MM/YYYY)	

Part C (Change in details of bank account)

11.3 Please describe the change.

Name of bank	
Account number	
Particulars to be changed	
Effective date (DD/MM/YYYY)	

Name of bank	
Account number	
Particulars to be changed	
Effective date (DD/MM/YYYY)	

Section 12: Change in Auditor

Part A (Ceasing to act as an auditor)

12.1 Please provide the following information on the person ceasing to act as your auditor.

Name of auditor	
Date of cessation (DD/MM/YYYY)	
Reason for cessation	

Part B (Appointing a new auditor)

12.2 Please provide the following information on the person becoming your auditor.

Name of auditor	
Date of appointment (DD/MM/YYYY)*	

* Date of appointment is the date on which a written agreement is signed with the auditor for the provision of services.

Section 13: Change in Name or Personal Particulars or Outside Directorships and Business Interests

13.1 Please provide the following information:

Former name	
New name	
Effective date (DD/MM/YYYY)	
Reason for the change	

13.2 Please enclose the relevant supporting document(s), e.g. copy of the Certificate of Change of Name (for corporation) or other legal document for record. If you are a licensed corporation or a registered institution, please also return the original printed licence or certificate of registration and submit a fee of \$200 for replacement.



13.3 Please describe the change in personal particulars.

Particulars to be changed	
Effective date (DD/MM/YYYY)	

13.4 Please describe the change in outside directorships and business interests.

Particulars to be changed	
Effective date (DD/MM/YYYY)	

Section 14: Change in Associated Entity or Its Particulars

Part A (Corporation ceasing to act as an associated entity)

14.1 Please provide the following information on the corporation ceasing to act as your associated entity.

Name of corporation	CE number (if any)	Date of cessation (DD/MM/YYYY)

14.2 Please state the reason for cessation.

14.3 Has the above associated entity fully accounted for and properly disposed of all your clients' assets? (Not applicable where the associated entity is a licensed corporation or an authorised financial institution.)

Yes.

No. Please provide the particulars of all the client assets that the associated entity has not fully accounted for and properly disposed of, and your plan to safeguard such assets.

(Note: Your associated entity is required to complete relevant sections of Form 9U.)



Part B (Appointing a new associated entity)

14.4 Please state the name of the corporation proposing to act as your associated entity.

Name of corporation	Is it a licensed corporation or registered institution?	Effective date (DD/MM/YYYY)
	<input type="checkbox"/> Yes, CE number <input type="checkbox"/> No*	
	<input type="checkbox"/> Yes, CE number <input type="checkbox"/> No*	
	<input type="checkbox"/> Yes, CE number <input type="checkbox"/> No*	

* If you tick NO to any of the above, please complete Form 9U for each associated entity.

(Note: Your associated entity is required to complete relevant sections of Form 9U.)

Part C (Change in particulars of associated entity)

14.5 Please provide the following information:

Name of associated entity	
CE number (if any)	
Particulars to be changed	
Effective date (DD/MM/YYYY)	

Name of associated entity	
CE number (if any)	
Particulars to be changed	
Effective date (DD/MM/YYYY)	

(Note: Your associated entity is required to complete relevant sections of Form 9U.)

Section 15: Change in Insurance Policy (This section is not applicable to an exchange participant subscribing to a master policy approved by the Commission.)

15.1 Please state the type of change and provide details.

Types of change	Description of the change
<input type="checkbox"/> Name of insurer	
<input type="checkbox"/> Credit rating of insurer	
<input type="checkbox"/> Indemnity level (HK\$)	
<input type="checkbox"/> Deductibles (HK\$)	
<input type="checkbox"/> Period of insurance	
<input type="checkbox"/> Others (please specify) <div data-bbox="187 680 461 816" style="border: 1px solid black; height: 87px; width: 264px; margin-top: 10px;"></div>	

Section 16: Appointment / Cessation of Manager-In-Charge or change in particulars of Manager-In-Charge or addition of Manager-In-Charge for a core function

Part A (Appointing a new Manager-In-Charge)

16.1 Please provide the following information on the person becoming your Manager-In-Charge.

Core Function*	Name of Managers-In-Charge	CE Number (if applicable)	Job title*	Director	Reports to**	Effective date (DD/MM/YYYY)
				<input type="checkbox"/> Yes <input type="checkbox"/> No		
				<input type="checkbox"/> Yes <input type="checkbox"/> No		
				<input type="checkbox"/> Yes <input type="checkbox"/> No		

*For Key business Line, please provide description.

16.2 For each of your Managers-In-Charge of Core Functions who is not a responsible officer, please complete a Supplement 4U.

Part B (Ceasing to act as a Manager-In-Charge)

16.3 Please provide the following information:

Name of Manager-In-Charge	CE number (if applicable)	Core Function	Effective date (DD/MM/YYYY)

16.4 Please state the reason for cessation.

- Resignation
- Expiry of contract
- Job rotation
- Redundancy
- Deceased
- Dismissal, please specify the date and cause.

--

Others, please specify details.

--

Part C (Addition of Manager-In-Charge of a Core Function)

16.5 Please provide the following information:

Name of Manager-In-Charge	
Core Function(s) the individual is principally responsible for managing	
Description (for Key Business Line only)	
Reports to	
Effective date (DD/MM/YYYY)	

Part D (Change in particulars of Manager-In-Charge)

16.6 Please provide the following information:

Name of Manager-In-Charge	
CE number (if applicable)	
Particulars to be changed	
Description of the change	
Effective date (DD/MM/YYYY)	

Part E (Change in organisational structure)

16.7 Please provide an updated organisational chart.



Section 17: Other Notifications (for example, significant changes in the business plan)

17.1 Please provide the following information:

Particulars to be changed	
Description of the change	
Effective date (DD/MM/YYYY)	

Particulars to be changed	
Description of the change	
Effective date (DD/MM/YYYY)	

Particulars to be changed	
Description of the change	
Effective date (DD/MM/YYYY)	

- * You may use this part to notify the changes stipulated in the Securities and Futures (Licensing and Registration)(Information) Rules.
- * For corporation making notification of significant change in business, please enclose a business plan detailing the change in business.



Section 18: Declaration

If you are a licensed corporation or registered institution, please complete Part A only.

If you are a responsible officer or licensed representative, please complete Part B only.

Part A

Corporation's declaration

We:

- **Have completed** Part(s) _____ of this notification.
- **Declare** that all the information provided in this notification and any associated documentation is complete, true and correct.
- **Understand** that providing false or misleading information in this notification is an offence under section 384 of the Ordinance.
- **Understand** that the Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, this notification.
- **Understand** that if any information contained in this notification, or any associated documentation changes prior to the Commission making a decision in respect of any relating application, we should notify the Commission in writing immediately of the changes.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.

(For a licensed corporation or corporate substantial shareholder, this declaration must be signed by a director, responsible officer or person authorized by the board of directors.

For registered institution, this declaration must be signed by its director, executive officer, chief executive or person authorised by the board of directors.)

For and on behalf of:

Name of corporation

Name of director/responsible officer/executive officer/person authorized by the board of directors*

Signature

Date

* Delete where not applicable.



Part B

Individual's declaration

I, _____
Name of individual

- **Have completed** Part(s) _____ of this notification.
- **Declare** that all the information provided in this notification and any associated documentation is complete, true and correct.
- **Understand** that providing false or misleading information in this notification is an offence under section 384 of the Ordinance.
- **Understand** that the Commission may take criminal and/or disciplinary action against a person who has made a false or misleading representation in, or in support of, this notification.
- **Understand** that if any information contained in this notification, or any associated documentation changes prior to the Commission making a decision in respect of any relating application, I should notify the Commission in writing immediately of the changes.
- **Confirm** that I have read and understood the enclosed Personal Information Collection Statement.
- **Consent** to the Commission using any personal information I have provided in this application, or any associated documentation, and any personal information I may provide in the future, for the purposes described in the Personal Information Collection Statement.
- **Understand** that the Commission may make such enquiries and seek such further information as it thinks appropriate.

Signature

Date



Personal Information Collection Statement

1. The Personal Information Collection Statement ("PICS") is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission ("SFC") with regard to your Personal Data¹ and what you are agreeing to with respect to the SFC's use of your Personal Data for the purposes identified below.

Purpose of Collection

2. The Personal Data provided in this application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:
 - to administer the relevant Ordinances, rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:
 - the Securities and Futures Ordinance ("SFO");
 - the Fit and Proper Guidelines;
 - the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission;
 - the Management, Supervision and Internal Control Guidelines;
 - the Codes on Takeovers and Mergers and Share Buy-backs; and
 - the Code on Unit Trusts and Mutual Funds.
 - to process any application you may make under the relevant Ordinances;
 - to assess your fitness and properness in relation to any of your applications for licence/registration under the SFO, as the case may be;
 - to monitor your fitness and properness to remain licensed under the relevant Ordinances as an ongoing compliance process;
 - to consider any application under the relevant Ordinances where you are named as a referee or may otherwise have a connection;
 - for the purposes of performing the SFC's statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement/disciplinary action;
 - for research or statistical purposes; and
 - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or perform its statutory functions under the relevant Ordinances.

Transfer/Matching of Personal Data

4. Personal Data may be disclosed by the SFC to other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited and the Hong Kong Monetary Authority), the Hong Kong Police Force, the Customs and Excise Department, overseas regulatory bodies and other government bodies as required under the law or pursuant to any regulatory/investigatory assistance arrangements between the SFC and other regulators (local/overseas).
5. Personal Data may be disclosed by the SFC to other financial regulators, the Hong Kong Police Force, the Customs and Excise Department, other government bodies, corporations, organisations or individuals in Hong Kong, the People's Republic of China or overseas for the purposes of verifying/matching² those data.

¹ Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO")

² "matching procedure" is defined in section 2 of the PDPO.



Public Registers

6. The SFC is required to maintain public registers containing specified data relating to licensed or registered persons and to publish such specified data in the Gazette (or in such manner as it considers appropriate), pursuant to the relevant provisions of the SFO or any rules or regulations made thereunder. Any member of the public may inspect the public registers for the purposes of ascertaining whether he is dealing with a licensed or registered person in matters of or connected with any regulated activity, and the particulars of the licence or registration of such persons.

Access to Data

7. You have the right to request access to and correction of your Personal Data in accordance with the provisions of the PDPO. Your right of access includes the right to obtain a copy of your Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be). The SFC has the right to charge a reasonable fee for processing of any data access request.

Enquiries

8. Any enquiries regarding the Personal Data provided in the application form/statement of personal information/annual return/notification on change of information/any other form of request for information (as the case may be), or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:-

The Data Privacy Officer
Securities and Futures Commission
54/F One Island East
18 Westlands Road
Quarry Bay
Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available upon request.