

Account Number 帳戶號碼: _____

致 To:

敬啟者:

Dear Sirs,

關於: 專業投資者通知

Re: Notice of Treatment as Professional Investor

直達國際金融服務有限公司 (“直達國際”) 得悉閣下/ 貴公司擬在直達國際開立期貨/證券賬戶, 本信件為闡述閣下/ 貴公司透過直達國際進行期貨/證券交易時, 適用於專業投資者的安排。

We understand that you wish to open and to maintain futures/securities dealing account with us. This letter serves to explain the operational arrangement for your futures/securities trading through DA International Financial Service Limited (“DA”), which are applicable to Professional Investor.

(1) 專業投資者類別 Professional Investor Classification*

本人/我們 確認本人/我們為: I/We hereby confirm that I am/ we are:

(請選擇一項 Please select one only)

個人專業投資者 Individual Professional Investor	請填寫第 (3-3B), (4), (5) 部分. Please fill in part (3-3B), (4), (5).
法團/信託專業投資者 Corporation Professional Investor	請填寫第(3-3A), (4), (5)部分. Please fill in part (3-3A), (4), (5).
機構專業投資者 Institutional Professional Investor	請填寫第(5)部分. Please fill in part (5).

*請參照《證券及期貨條例》(第 571 章) 定義下之專業投資者的條件已載於附錄一專業投資者賬戶條款及條件。另敬請留意附錄二有關被視為專業投資者的風險及後果。

Please refer to Professional Investor under the Securities and Futures Ordinance (Cap 571), which have been set out the terms and conditions of Professional Investor account enclosed in enclosed in Appendix 1. Your special attention is drawn to Appendix 2 setting out the risks and consequences of being treated as a Professional Investor.

(2) 法團專業投資者評估 CPI Assessment (for Corporation PI only)

就將投資的有關產品及/或市場 In relation to the products and/or markets in which you will invest:	
1.	貴公司是否擁有合適的企業架構和投資程序及監控措施? Do you have appropriate corporate structure and investment process and controls? <input type="checkbox"/> 是 YES <input type="checkbox"/> 否 NO 如是, 請說明及提供證明文件 If yes, please describe and provide supporting documents _____
2.	負責代表貴公司作出投資決定的人士是否具備充分的投資背景 (包括該人士的投資經驗)? <input type="checkbox"/> 是 YES <input type="checkbox"/> 否 NO 如是, 請說明該人士之投資經驗及歷史, 金融工作經驗及學歷或專業資格 If yes, please describe the investment experience and history, working experience in financial sector and academic or professional qualifications of the person(s) _____
3.	貴公司是否對所涉及的風險有所認知(以負責作出投資決定的人士對相關風險的認知為準)? <input type="checkbox"/> 是 YES <input type="checkbox"/> 否 NO 如是, 請說明及提供證明文件 If yes, please describe and provide supporting documents _____
*注意: 若未能通過以上其中一個條件, 便不會通過《法團專業投資者評估》。 REMARKS: If any one of the above criteria is not satisfied, CPI Assessment is not complied.	

(3) 財務狀況 Financial Status (請選擇一項 please select one only)

3A. 法團/信託專業投資者 Corporation Professional Investor
<input type="checkbox"/> 擔任一項或多於一項信託的信託人而獲託付不少於\$40,000,000 (或等值外幣) 的資產。 A trust corporation having been entrusted under one or more trusts of which it acts as a trustee with total assets of not less than HK\$40 million.
<input type="checkbox"/> 擁有的投資組合不少於\$8,000,000 或擁有的總資產不少於\$40,000,000 (或等值外幣) 的資產。 A portfolio of not less than HK\$8 million or total assets of not less than HK\$40 million.

由以上所述的人士全資擁有的任何公司，而該公司的唯一業務是持有該人士或公司的投資。 A corporation the sole business of which is to hold investments and which is wholly owned by any one of the above-mentioned individuals or corporation.

3B. 個人專業投資者 Individual Professional Investor

持有不少於港幣\$8,000,000 (或等值外幣) 的投資組合 (不論是單獨/與其配偶/子女共同擁有) An individual, either alone or with any of his/her spouse or children on a joint account, having a portfolio of not less than HK \$8 million.

(4) 請提供以下文件 Supporting documentation (請選擇一項 please select one only)

法團/信託專業投資者適用 (Applicable to Corporation Professional Investor)

	<p>a) 若以高資產人士/公司全資擁有的公司名義開戶，請提供股權結構的證明文件(如公司查冊記錄)。 If the account is to be opened in the name of a corporation that is wholly owned by a high net worth individual or corporation and with the sole business to hold investments, the document evidencing the shareholder structure of such ownership (e.g. company search file)</p>
	<p>b) 若以公司，合夥或信託公司名義開戶，請提供最近 16 個月經審計的財報，或在最近 12 個月內發出的一份或多份保管人結單(如銀行結單等)。 If the account is to be opened in the name of a corporation, partnership or trust corporation, the most recent audited financial statement prepared within the previous 16 months, or one or more custodian statement(s) issued to it in the previous 12 months (e.g. bank statements etc).</p>

個人專業投資者適用 (Applicable to Individual Professional Investor)

	<p>c) 若以個人名義開戶，請提供在最近 12 個月內發出的由該人士的核數師或會計師發出的證明書，或一份或多份保管人結單。 If the account is to be opened in the name of individual, either a certificate issued by an auditor or a certified public accountant or one or more custodian statement(s) issued to it in the previous 12 months.</p>
	<p>d) 若投資組合是與其配偶/子女共同擁有，請提供結婚證明/出生證明書及資產或投資組合水平的證明文件。 If the portfolio required to fulfill the financial status of a PI is held by the individual with his/her spouse or children on a joint account, please provide the marriage certificate or birth certificates evidencing the relationship and any other evidence or reason which reasonably proves the fulfillment by the client in meeting the requisite level of asset/portfolio.</p>

其他選項 Others

e) 其他證明文件 Other supporting documents

如客戶未能提供以上文件，請提供其他證明文件證明客戶符合被視為專業投資者所須持有的資產或及投資組合水平或原因。 Any other evidence or reason which reasonably proves the fulfillment by the client in meeting the requisite level of asset/portfolio to be treated as PI.

請填寫 Please fill in:

撤銷專業投資者身份權利

Right to Withdraw

閣下/ 貴公司有權以不少於一星期書面形式，通知直達國際撤銷作為專業投資者身份。倘若閣下/ 貴公司於任何時候發現不再符合專業投資者要求時，請立即通知直達國際。

Please note that you have the right to withdraw from being treated as Professional Investor at any time whether in respect of all products or markets or any part thereof by giving us not less than one week's prior notice in writing. Please also inform us immediately if you find yourself no longer fulfill the Professional Investor requirements.

另外請注意當閣下/ 貴公司以口頭或書面形式於上述戶口進行任何交易，即構成閣下/ 貴公司同意被視為專業投資者。

You should note that by instructing on your behalf the trading of futures or performance of any other action in relation to the accounts mentioned above, verbally or in writing, you are deemed to have accepted being treated as Professional Investor.

如閣下/ 貴公司對信件內容有任何查詢，請致電 (852) 39199116 或電郵至 compliance@directaccess.com.hk 與直達國際合規部聯絡。

If you have any question regarding the contents of this letter, please contact our Compliance Department on (852) 39199116 or compliance@directaccess.com.hk.

直達國際金融服務有限公司

DA International Financial Service Limited

(5) 聲明及確認 Declaration and Confirmation

本人/吾等確認清楚明瞭被視為專業投資者所涉及之後果及風險，並明白可以隨時以書面形式通知 貴公司撤銷本人/吾等作為專業投資者身份。本人/我們現確認同意貴公司將本人/我們界定為專業投資者，並確認本人/我們提供的所有資料以證明本人/我們作為專業投資者的身份是真實，完整和準確的。

I/We declare that the risks and consequences of consenting to being treated as a Professional Investor and the right to withdraw from being treated as such have been explained to me/us. I/We hereby agree to be treated as a Professional Investor and confirm that all information provided by me/us in order to prove my/our identity as Professional Investor is true, complete and accurate.

客戶簽署 (公司帳戶請蓋章) Customer's Signature (with Company Chop)
授權代表姓名(公司帳戶適用)Name of Authorized Person (for Corporate Client):
客戶名稱 Account Name:
日期 Date:

直達國際專用

負責人員(RO)	
姓名 Name	
日期 Date	

客戶是否符合作為專業投資者的條件? <input type="checkbox"/> 是 YES <input type="checkbox"/> 否 NO 若是, 專業投資者類別為:
<input type="checkbox"/> 個人專業投資者 Individual Professional Investor
<input type="checkbox"/> 法團/信託專業投資者(已通過法團專業投資者評估) Corporation Professional Investor (Complied with CPI Assessment)
<input type="checkbox"/> 法團/信託專業投資者(未通過法團專業投資者評估) Corporation Professional Investor (Not Complied with CPI Assessment)
<input type="checkbox"/> 機構專業投資者 Institutional Professional Investor

附錄一 Appendix 1

專業投資者帳戶條款及條件

Terms and Conditions of Professional Investor Account

1. 資格

Qualifications

閣下/ 貴公司須符合任何一條《證券及期貨條例》（第 571 章，“本條例”）的條件，方可被視為專業投資者：

Being treated as a Professional Investor, you should meet one of the conditions under the Securities and Futures Ordinance (Cap 571, the “Ordinance”), being:-

(a) 認可交易所、認可結算所、認可控制人或認可投資者賠償公司，或根據本條例第95(2)條獲認可提供自動化交易服務的人；

any recognized exchange company, recognized clearing house, recognized exchange controller or recognized investor compensation company, or any person authorized to provide automated trading services under section 95(2) of the Ordinance;

(b) 中介人，或經營提供投資服務的業務並受香港以外地方的法律規管的其他人；

any intermediary, or any other person carrying on the business of the provision of investment services and regulated under the law of any place outside Hong Kong;

(c) 認可財務機構，或並非認可財務機構但受香港以外的法律規管的銀行；

any authorized financial institution, or any bank which is not an authorized financial institution but is regulated under the law of any place outside Hong Kong;

(d) 根據《保險公司條例》（第 41 章）獲授權的保險人，或經營保險業務並受香港以外地方的法律規管的其他人；

any insurer authorized under the Insurance Companies Ordinance (Cap 41), or any other person carrying on insurance business and regulated under the law of any place outside Hong Kong;

(e) 符合以下說明的計劃-

Any scheme which-

(1) 屬根據本條例第 104 條獲認可的集體投資計劃；或

is a collective investment scheme authorized under section 104 of the Ordinance;
or

(2) 以相似的方式根據香港以外地方的法律成立，並（如受該地方的法律規管）根據該地方的法律獲准許營辦，或營辦任何該等計劃的人；

is similarly constituted under the law of any place outside Hong Kong and, if it is regulated under the law of such place, is permitted to be operated under the law of such place, or any person by whom any such scheme is operated.

- (f) 《強制性公積金計劃條例》（第 485 章）第 2（1）條界定的註冊計劃，或《強制性公積金計劃（一般）規例》（第 485 章，附屬法例 A）第 2 條界定的該等計劃的成分基金，或就任何該等計劃而言屬該條例第 2（1）條界定的核准受託人或服務提供者或屬任何該等計劃或基金的投資經理的人；
any registered scheme as defined in section 2(1) of the Mandatory Provident Fund Schemes Ordinance (Cap 485), or its constituent fund as defined in section 2 of the Mandatory Provident Fund Schemes (General) Regulation (Cap 485 sub leg A), or any person who, in relation to any such registered scheme, is an approved trustee or service provider as defined in section 2(1) of that Ordinance or who is an investment manager of any such registered scheme or constituent fund;
- (g) 符合以下說明的計劃-
any scheme which-
- (1) 屬《職業退休計劃條例》（第 426 章）第 2（1）條界定的註冊計劃；或
is a registered scheme as defined in section 2(1) of the Occupational Retirement Schemes Ordinance (Cap 426); or
- (2) 屬該條例第 2（1）條界定的離岸計劃，並（如以某地方為本籍而受該地方的法律規管）根據該地方的法律獲準許營辦，或就任何該等計劃而言屬該條例第 2（1）條界定的管理人的。
is an offshore scheme as defined in section 2(1) of that Ordinance and, if it is regulated under the law of the place in which it is domiciled, is permitted to be operated under the law of such place, or any person who, in relation to any such scheme, is an administrator as defined in section 2(1) of that Ordinance;
- (h) 任何政府（市政府當局除外）、執行中央銀行職能的任何機構，或任何多邊機構；
any government (other than a municipal government authority), any institution which performs the functions of a central bank, or any multilateral agency;
- (i) （除為施行本條例附表 5 外）符合以下說明的發團-
except for the purposes of Schedule 5 to the Ordinance, any corporation which is-
- (1) 屬下述者的全資附屬公司-a wholly owned subsidiary of-
- (A) 中介人，或經營提供投資服務的業務並受香港以外地方的法律規管的其他人；或
an intermediary, or any other person carrying on the business of the provision of investment services and regulated under the law of any place outside Hong Kong;
or
- (B) 認可財務機構，或並非認可財務機構但受香港以外地方的法律規管的銀行；
an authorized financial institution, or any bank which is not an authorized financial institution but is regulated under the law of any place outside Hong Kong;
- (2) 屬持有下述者的所有已發行股本的控股公司-
a holding company which holds all the issued share capital of-

- (A) 中介人，或經營提供投資服務的業務並受香港以外地方的法律規管的其他人；或
an intermediary, or any other person carrying on the business of the provision of
investment services and regulated under the law of any place outside Hong Kong;
or
- (B) 認可財務機構，或並非認可財務機構但受香港以外地方的法律規管的銀行；或
an authorized financial institution, or any bank which is not an authorized financial
institution but is regulated under the law of any place outside Hong Kong; or
- (3) 屬第(2)節提述的控股公司的任何其他全資附屬公司；或
any other wholly owned subsidiary of a holding company referred to in
subparagraph (2); or
- (j) 屬於為施行本段而藉根據本條例第 397 條訂立的規則訂明為就本條例條文屬
本定義所指的類別的人，或（如為施行本段而藉如此訂立的規則訂明某類別
為就本條例任何條文屬本定義所指的類別）在該範圍內屬於該類別的人。
any person of a class which is prescribed by rules made under section 397 of the
Ordinance for the purposes of this paragraph as within the meaning of this definition
for the purposes of the provisions of the Ordinance, or to the extent that it is
prescribed by rules so made as within the meaning of this definition for the purposes
of any provision of the Ordinance.

個人專業投資者資格 **Individuals Professional Investors**

(1) 在考慮以下任何一項或多於一項時，擁有的投資組合在有關日期或按照第 8 條而獲確定，不少於\$8,000,000 ——

An individual having a portfolio of not less than \$8 million at the relevant date or as ascertained in accordance with section 8, when any one or more of the following are taken into account—

(a) 該個人本人的帳戶內的投資組合；

a portfolio on the individual's own account;

(b) 該個人聯同其有聯繫者於某聯權共有帳戶內的投資組合； a portfolio on a joint account with the individual's associate;

(c) 該個人在聯同一名或多於一名其有聯繫者以外的人士於某聯權共有帳戶內的投資組合中所佔部分；

the individual's share of a portfolio on a joint account with one or more persons other than the individual's associate;

(d) 在有關日期的主要業務是持有投資項目並在有關日期由該個人全資擁有的法團的投資組合。

a portfolio of a corporation which, at the relevant date, has as its principal business the holding of investments and is wholly owned by the individual.

(2) 就第(1)(c)款而言，某名個人在聯同一名或多於一名其有聯繫者以外的人士於某聯權共有帳戶內的投資組合中所佔部分 ——

For the purposes of subsection (1)(c), an individual's share of a portfolio on a joint account with one or more persons other than the individual's associate is—

(a) 為帳戶持有人之間訂立的書面協議中指明，該個人於該投資組合中所佔部分；
或

the individual's share of the portfolio as specified in a written agreement among the account holders; or

(b) (如沒有訂立(a)段所述的協議)為於該投資組合中平均所佔部分。

in the absence of an agreement referred to in paragraph (a), an equal share of the portfolio.

法團專業投資者資格 **Corporations Professional Investors**

指明的法團，是 ——

A corporation specified is— (a)符合以下說明的法團 —— a corporation having—

(i) 擁有的投資組合在有關日期或按照第 8 條而獲確定不少於\$8,000,000； 或
a portfolio of not less than \$8 million; or

(ii) 擁有的總資產在有關日期或按照第 8 條而獲確定不少於\$40,000,000;

total assets of not less than \$40 million at the relevant date or as ascertained in accordance with section 8;

(b)在有關日期的主要業務是持有投資項目並在有關日期由以下任何一名或多於一名人士全資擁有的法團——

a corporation which, at the relevant date, has as its principal business the holding of investments and is wholly owned by any one or more of the following persons—

(i)第 4 條指明的信託法團；(ii)第 5(1)條指明的個人；(iii)本段或(a)段指明的法團；(iv)第 7 條指明的合夥；

a trust corporation specified in section 4; an individual specified in section 5(1); a corporation specified in this paragraph or paragraph (a); a partnership specified in section 7;

屬本條例附表 1 第 1 部第 1 條專業投資者的定義的(a)、(d)、(e)、(f)、(g)或(h)段所指的專業投資者；或在有關日期全資擁有(a)段提述的法團的法團

a professional investor within the meaning of paragraph (a), (d), (e), (f), (g) or (h) of the definition of professional investor in section 1 of Part 1 of Schedule 1 to the Ordinance; or a corporation which, at the relevant date, wholly owns a corporation referred to in paragraph (a).

信託法團專業投資者 **Trust corporations Professional Investors**

是符合以下說明的信託法團：擔任一項或多於一項信託的信託人，而在該項或該等信託下獲託付的總資產在有關日期或按照第 8 條獲確定，不少於\$40,000,000。

A trust corporation having been entrusted under one or more trusts of which it acts as a trustee with total assets of not less than \$40 million at the relevant date or as ascertained in accordance with section 8.

機構專業投資者 **Institutional Professional Investors**

機構專業投資者——屬於《證券及期貨條例》附表1第1部第1條“專業投資者”的定義第(a)至(i)段所指的人士(參考附錄一)。與機構專業投資者進行交易的持牌人或註冊人，可自動獲豁免遵從該守則第 15.4 及 15.5 段所載的條文。

Institutional Professional Investors- persons falling under paragraphs (a) to (i) of the definition of “professional investor” in section 1 of Part 1 of Schedule 1 to the Securities and Futures Ordinance (Refer to Appendix 1). Licensed or registered persons dealing with Institutional Professional Investors are automatically exempt from the provisions set out in paragraphs 15.4 and 15.5 thereunder.

2. 客戶身份識別

Client identification

閣下/ 貴公司承諾遵守所有香港適用的法例、規則、規例及守則。若閣下/ 貴公司以代理人身份進行交易，依據香港法例與及香港證券及期貨事務監察委員會（“證監會”）關於客戶身份及防止洗黑錢及恐怖分子籌資活動的規定，閣下/ 貴公司有責任對每一位委託人進行一切必需的身份識別及核實程序（若適用，包括獲取及核實最終受益人及發出交易或其他指示的委託人身份、地址和詳細聯絡資料）。

You hereby undertake to observe all laws, rules, regulations and the requirements of the Hong Kong Special Administrative Region (HKSAR) and if you are acting as an agent you will be responsible for and will have undertaken all necessary identification and verification checks for the purpose of complying with statutory and the Securities and Futures Commission (“SFC”) client identification and anti-money laundering requirements in respect of each principal for whom you act (including, where applicable, the persons ultimately originating the instructions to effect any transactions and have obtained or shall obtain information verifying the identity, address and contact details of the principal).

依據香港現行法例，當香港監管機構（包括但不限於證監會及香港交易及結算所有限公司）作出提供發出交易指示人及最終受益人資料的要求時，直達國際須在兩個營業日內提供所要求資料。若閣下/ 貴公司本身亦只是代理人，則須立即向直達國際（或直接向監管機構）披露所要求資料。假如閣下/ 貴公司於開戶時，基於保密原因或適用之隱私條例而不能披露最終受益人資料，請務必先取得委託人或最終受益人同意在監管機構提出要求時，放棄保密或保護隱私權利，授權閣下/ 貴公司立即向直達國際或監管機構披露其資料。

In accordance with the Hong Kong Laws, the Hong Kong Regulations (including but not limited to the SFC and the Hong Kong Exchange and Clearing Limited) can request a licensed person to provide to them within two business days the identity of the ultimate beneficiary of, and the person originating the instruction for, a transaction. If you yourself are an intermediary then you must disclose the information relating to the ultimate beneficiary to us (or directly to the Regulators) immediately at the Regulator’s request. If, due to confidentiality reasons or applicable secrecy laws, you cannot disclose the identity of your principal at the time of opening the accounts with us, then you must ensure that your principal agrees that he will authorize you to disclose his identity (or the ultimate beneficiary’s identity, if he is also acting as an intermediary) to us immediately on a Regulator’s request and waive his right to confidentiality or secrecy to that extent.

附錄二 Appendix 2

被視為專業投資者的風險及後果

Risks and Consequences of Being Treated as a Professional Investor

受證監會操守準則第 15.5 段規定，直達國際可就專業投資者放寬以下條文。As a result of you being treated as a Professional Investor, DA is waived from fulfilling certain provisions of the SFC's Code of Conduct requirement; which include the following:-

有關客戶的資料 Information about you

不須確立閣下/ 貴公司的財政狀況、投資經驗和投資目標，但上述的寬免不適用於當直達國際提供企業融資意見之時；及

Not necessary to establish a client's financial situation, investment experience and investment objectives, except DA is providing advice on corporate finance work; and not necessary to ensure the suitability of a recommendation or solicitation;

Not necessary to ensure the suitability of a recommendation or solicitation;

客戶交易協議 Customer trading agreement

不須與閣下/ 貴公司訂立客戶交易協議及不須提供相關的風險披露聲明；

Not necessary to enter into a written agreement and the provision of relevant risk disclosure statements;

委託賬戶 Discretionary accounts

直達國際在為該閣下/ 貴公司進行未經該閣下/ 貴公司特定授權的交易之前，不須取得該客戶的書面授權；及

Not necessary for DA to obtain from you authority in a written form prior to effecting transactions for you without your specific authority; and

不須解釋操守準則第 7.1(a)(ii)段所述的授權及該項授權不須每年確認一次。

Not necessary to explain the authority described under Paragraph 7.1(a)(ii) of the Code of Conduct and not necessary to confirm it on an annual basis;

為閣下/ 貴公司提供資料 Information for you

不須向閣下/ 貴公司提供有關直達國際及代表直達國際的僱員和其他人士的身份和受僱狀況的資料；

Not necessary to inform you about DA and identity and status of DA's employees and others acting on DA's behalf;

在為閣下/ 貴公司進行交易後，不須向閣下/ 貴公司確認有關該宗交易的重點；及

Not necessary to confirm promptly with you the essential features of a transaction after effecting a transaction for you; and

不須向閣下/ 貴公司提供關於納斯達克-美國證券交易所試驗計劃的資料文件。

Not necessary to provide you with documentation on the Nasdaq-Amex Pilot Program.

投資者分類 Investor characterization

根據操守準則第 5.1A 段不須執行認識你的客戶程序以評估閣下/ 貴公司對衍生工具的認識，並根據閣下/ 貴公司對衍生工具的認識將閣下/ 貴公司分類。

Not necessary to access your knowledge of derivatives and characterize you based on your knowledge of derivatives in accordance with Paragraph 5.1A of the Code of Conduct.

披露銷售相關資料 Disclosure of sales related information

根據操守準則第 8.3A 段不須披露某些銷售相關資料

Not necessary to disclose certain sales related information to you under Paragraph 8.3A of the Code of Conduct, being:-

本公司以何種身份（主事人或代理人）行事；

The capacity (principal or agent) in which we are acting;

本公司與產品發行人的聯繫；

Affiliation of us with the product issuer;

披露有關金錢收益及非金錢收益的資料；及

Disclosure of monetary and non-monetary benefits; and

概況地說明本公司向閣下/ 貴公司提供費用及收費折扣的條款及細則。

Terms and conditions in generic terms under which you may receive a discount of fees and charges from us.