

**IMPORTANT NOTICE 重要通知**

**STRICTLY PRIVATE AND CONFIDENTIAL 絕密及機密文件**

Name of Personal Guarantor 個人擔保人姓名:	
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Dear Sir(s) and/or Madam(s), 敬啟者:

**Customer: the Party Described in Part I of the Schedule hereto** 該客戶: 附表第 I 部所述的一方:

**Guarantor: 擔保人:**

One of the conditions precedent to China Merchants Securities (HK) Co., Ltd. ("CMSHK") approving the application by the Customer for the opening of and/or maintaining the securities account(s) as more particularly referred to in Part II of the Schedule hereto (the "Securities Account(s)") and where the opening of a securities margin account is applied for, granting margin financing by CMSHK to the Customer also is the provision of personal guarantee and indemnity by you in favour of CMSHK in respect of the Customer's liabilities to CMSHK. In this connection, we enclose both the English and Chinese versions of the following documents for your consideration: 招商證券(香港)有限公司(「招商證券(香港)」)批准該客戶開立及/或維持附表第 II 部特別提述的證券賬戶(「證券賬戶」)以及(倘申請開立證券保證金賬戶)招商證券(香港)向該客戶提供保證金融資之先決條件之一, 是由閣下就該客戶所欠招商證券(香港)的負債, 以招商證券(香港)為受益人提供個人擔保及彌償保證。就此而言, 我們隨函附上下列文件的中文及英文版本以供閣下考慮:

- (a) the Deed of Guarantee and Indemnity to be executed by you (the "Guarantee"); 將由閣下簽立的擔保及彌償保證契據(「擔保書」);
- (b) the Securities Account Agreement, the terms of which have been accepted by the Customer and containing, *inter alia*, CMSHK's Notice relating to the Personal Data (Privacy) Ordinance; 其條款已獲該客戶接受的證券賬戶協議, 其中包括招商證券(香港)就《個人資料(私隱)條例》發出之通知;
- (c) the Securities Account Opening Application Form containing provisions relating to application for the opening of the Securities Account(s) to which the Customer is subject; 載有有關申請開立證券賬戶而該客戶受規限的條文之證券賬戶開立申請表;
- (d) the Customer Information Form containing information about the Customer as declared by the Customer; and 載有有關該客戶並經該客戶聲明的資料之客戶資料表; 及
- (e) where the Securities Account(s) include(s) securities margin account documents relating to financial information of the Customer provided by the Customer. (倘證券賬戶包括證券保證金賬戶) 由該客戶提供的有關該客戶財務資料之文件。

We also set out the amount currently owing by the Customer to CMSHK in Part III of the Schedule hereto for your reference. 我們亦在附表第 III 部載列現時該客戶所欠招商證券(香港)的金額, 以供閣下參考。

You have the choice as regards whether to proceed with granting the Guarantee to CMSHK. 閣下可選擇是否繼續辦理向招商證券(香港)授予擔保書之事宜。

Before you sign the Guarantee (which you have to sign if you choose to proceed with the transaction), **WE RECOMMEND YOU TO:** 在閣下簽署擔保書(倘閣下選擇繼續辦理此交易便須簽署)之前, 我們建議閣下:

- I. **read the documents enclosed herewith thoroughly, particularly the important notice to the Guarantor as set out on the 1<sup>st</sup> page of the Guarantee;** 仔細閱讀隨附的文件, 尤其擔保書第 1 頁所載的向擔保人發出之重要通知;
- II. **verify the information about the Customer in the Customer Information Form (particularly the financial information) and obtain from the Customer information and documents regarding the Customer's financial position, commitments, liability to third parties and needs;** 核實客戶資料表內有關該客戶的資料(尤其財務資料), 並從該客戶獲取有關該客戶財務狀況、承擔、對第三方的債務及需要的資料及文件;
- III. **obtain information and documents about the financial strength and commitments of other guarantor(s) and security providers (if any) for the Customer's liabilities to CMSHK;** 獲取有關該客戶所欠招商證券(香港)的負債的其他擔保人及抵押提供者(如有)的財政實力及承擔之資料及文件;
- IV. **consider your own financial position, commitments and needs;** 考慮閣下本身的財務狀況、承擔及需要;
- V. **engage your own financial adviser to give you advice on financial information; and** 委聘閣下本身的財務顧問, 向閣下提供有關財務資料的意見; 及
- VI. **SEEK INDEPENDENT LEGAL ADVICE AND INSTRUCT YOUR OWN SOLICITORS to advise you on the terms of the Guarantee and their implications.** 尋求獨立法律意見, 並指示閣下的律師就擔保書的條款及其涵義向閣下提供意見。

The law firm you engage is supposed to protect your interest at every stage of the transaction and to give you independent legal advice and help to protect your rights and interests. 閣下委聘的律師行理應於此交易的每個階段保障閣下權益, 並給予閣下獨立法律意見, 協助保障閣下的權利及利益。

If you do seek independent legal advice and instruct a law firm to represent you, please inform us immediately so that we can arrange to send the relevant documents and information to them. Please take note that we will require a letter from the law firm you engage confirming to us that: 倘閣下尋求了獨立法律意見並指示一家律師行代表閣下, 請立即通知我們, 使我們可安排向該律師行送交有關文件及資料。請注意, 我們將需要閣下所委聘的律師行向我們發出函件, 向我們確認:

- (A) the law firm has received the information and documents we have sent thereto; 該律師行已收到我們向其發送的資料及文件;
- (B) (i) the law firm acts for you only; 該律師行僅為閣下行事;
- (ii) the law firm has fully explained to and advised you in conference without the presence of the Customer (or its representatives) the nature and effect of the transaction and the nature of the Guarantee and the legal and practical implications it will have for you; 該律師行已在沒有該客戶(或其代表)在場的會議上, 向閣下全面解釋此交易的性質及影響、擔保書的性質以及將對閣下產生的法律上和實際上的涵義, 並提供有關意見;
- (iii) you have an adequate understanding of the transaction; 閣下已充份了解此交易;
- (iv) the law firm has reminded you about I to V above lest you have not yet followed such recommendations; 該律師行已提醒閣下上文第 I 至 V 點, 以免閣下未有遵從有關建議;
- (v) the law firm has explained to you that the purpose of you having independent legal advice is to ensure that you understand clearly your obligations under the Guarantee so that if you still decide to execute the Guarantee, you should not be able to dispute your legally binding obligations under the Guarantee; and 該律師行已向閣下解釋, 獲取獨立法律意見的目的是確保閣下清楚明白在擔保書下的責任, 使閣下若仍然決定簽立擔保書, 閣下應不能就閣下在擔保書下的具法律約束力的責任提出爭議; 及
- (vi) the Guarantee has been duly signed by you in the presence of your solicitor. 擔保書已在閣下律師在場下由閣下正式簽署。

If you do not instruct a law firm to represent you in this matter, you will be required to attend a personal meeting with CMSHK to execute the Guarantee and CMSHK (whose interest inherently conflicts with yours) will only highlight to you certain provisions of the Guarantee and witness your execution of the Guarantee. **CMSHK does not act as your financial adviser and will not be giving you any legal advice regarding the Guarantee.** 倘閣下並無指示律師行在此事項中代表閣下, 閣下將須出席與招商證券(香港)進行的私人會面以簽立擔保書, 而招商證券(香港)(其利益與閣下的利益有本質上的衝突)只會向閣下重點說明擔保書若干條文, 並見證閣下簽立擔保書。招商證券(香港)並不擔任閣下的財務顧問, 不會就擔保書向閣下提供任何法律意見。

Where the Securities Account(s) include(s) securities margin account, II to V above are of particular importance. 倘證券賬戶包括證券保證金賬戶, 上文第 II 至 V 點須要特別注意。

Your liability under the Guarantee will as per your option be unlimited or limited as stated in Part IV of the Schedule. In case this option no longer represents your current choice, please let us know as soon as possible. 閣下在擔保書下的責任可按閣下的選擇, 在附表第 IV 部列明為無限或有限。倘此項選擇不再代表閣下現時的选择, 請盡快通知我們。

Please think carefully before deciding whether to proceed with the transaction. You are free to choose whichever option you prefer. 請閣下經過深思熟慮方決定是否進行此交易。閣下可自由選擇任何一個選項。

If you decide not to obtain independent legal advice after due consideration, please inform our Relationship Manager \_\_\_\_\_ on \_\_\_\_\_ so that we may

arrange for a personal meeting with you as soon as possible. 倘閣下經過適當考慮後決定不獲取獨立法律意見, 請於\_\_\_\_\_通知我們的客戶經理

\_\_\_\_\_, 使我們可盡快安排與閣下進行私人會面。

Kindly sign and return to us the enclosed copy of this Notice. 謹請簽署和向我們交回隨附的本通知副本。

In the event of conflict or inconsistency between the English and the Chinese versions of this Notice, the English version shall prevail. 若本通知的英文及中文版本之間出現衝突或歧義，概以英文版本為準。

Yours faithfully, 謹啟

For and on behalf of 代表  
China Merchants Securities (HK) Co., Ltd. 招商證券（香港）有限公司

\_\_\_\_\_  
Authorised Signatory(ies) 獲授權簽署者

#### Schedule 附表

##### Part I 第 I 部

The Customer 該客戶:	
Name 名稱:	
Address 地址:	
Place of Incorporation (if being a company) 註冊成立地點(倘該客戶為公司):	

##### Part II 第 II 部

Securities Account of the Customer 該客戶的證券賬戶: (Please tick as appropriate. 請選擇合適者。)

Securities Cash Account 證券現金賬戶       Securities Margin Account 證券保證金賬戶

##### Part III 第 III 部

Amount Currently Owing by the Customer to CMSHK 現時該客戶所欠招商證券（香港）的金額:	
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##### Part IV 第 IV 部

Guarantee Amount Limit 擔保限額 (Please tick as appropriate. 請選擇合適者。)

No limit 無限額       with guarantee amount limit 具有擔保限額: \_\_\_\_\_

I/We acknowledge receipt of this Notice and confirm that I/we have thoroughly read this Notice and fully understand its contents. 本人/吾等承認收到本通知，並確認本人/吾等已仔細閱讀本通知並完全明白其內容。

\_\_\_\_\_  
Name 姓名:

Hong Kong Identity Card No. 香港身份證號碼:

Passport No. 護照號碼:

Date 日期:

#: If you have Hong Kong permanent identity card, please insert its number; otherwise please insert the place of issue and number of your passport that remains valid and has not expired. 倘閣下持有香港永久性居民身份證，請填上身份證號碼；否則請填上閣下仍有效而尚未到期的護照簽發地點及護照號碼。