

香港聯合交易所有限公司

(香港交易及結算所有限公司全資附屬公司)

(中文譯本，只供參考)

本所的參考編號：RW20081215-059

致： 主板上市發行人 (收件人：授權代表)
創業板上市發行人 (收件人：授權代表)
市場從業員 (不含附件)

敬啟者：

有關現任董事遞交新承諾書和董事及監事更新其個人資料的行政安排

我們最近公佈了一些《上市規則》的修訂，有關修訂將於 2009 年 1 月 1 日起生效。在此，我們請閣下留意有關下列事宜的一些行政安排：有關現任董事須按新修訂的《上市規則》向聯交所遞交新承諾書的要求；我們對所有現任董事及(如屬 H 股發行人)監事向聯交所更新其個人資料的要求。

關於所有現任董事及(如屬 H 股發行人)監事之行政安排

1. 現任董事之新承諾書

根據新修訂的《主板規則》第 3.20A 條及《創業板規則》第 5.12A 條，在 2009 年 1 月 1 日前獲委任的每名董事(「現任董事」)將須於 2009 年 3 月 31 日或之前簽立並向聯交所遞交一份新承諾書，有關承諾書的格式為新修訂的《主板規則》附錄五 B 或 H 表格或《創業板規則》附錄六 A 或 B 表格(視屬何情況而定)內的第二部分。

為此，我們隨函附上數份《承諾表格》，以供貴公司各現任董事簽立。另外，現任董事亦可於香港交易所網站(見載於http://www.hkex.com.hk/listing/epp/cft_mb.htm (適用於主板發行人)及 http://www.hkex.com.hk/listing/epp/cft_gem.htm (適用於創業板發行人)上之列表中 C-II 部分)或香港交易所電子呈交系統(「電子呈交系統」)下載有關《承諾表格》之 PDF 版本使用。

2. 有關更新現任董事及(如屬 H 股發行人)監事個人資料的要求

為了履行我們之監管職責，聯交所保存了上市發行人之董事及監事的某些個人資料的記錄，有關資料為過往根據《上市規則》向聯交所提供之資料。我們希望藉此機會收集有關更新資料。

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香港聯合交易所有限公司

(香港交易及結算所有限公司全資附屬公司)

(中文譯本，只供參考)

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為此，煩請閣下將附上的空白表格(《個人資料表格》)交予各現任董事及(如屬H股發行人)監事填寫。填妥的《個人資料表格》及《承諾表格》須於**2009年3月31日或以前**通過貴公司的授權代表或以其他方式交回香港中環港景街一號國際金融中心一期11樓香港聯合交易所有限公司上市科監察部行政組。空白的《個人資料表格》之電子版本亦可於以下超連結：
<http://www.hkex.com.hk/listing/gemsharelistdoc/20081215Form.doc>下載。

請留意隨函附上的附件；有關附件是關於個人資料收集及私隱政策聲明。

有關新任董事及(如屬H股發行人)監事按照《主板規則》附錄五B、H及I表格和《創業板規則》附錄六A、B及C表格的聲明及承諾(統稱《聲明及承諾表格》)行政安排上的改動

聯交所將由2009年1月1日起，停止現行提供空白的《聲明及承諾表格》印刷本的做法。《聲明及承諾表格》之PDF版本可於香港交易所網站(見載於http://www.hkex.com.hk/listing/epp/cft_mb.htm (適用於主板發行人)及http://www.hkex.com.hk/listing/epp/cft_gem.htm (適用於創業板發行人)上之列表中C-II部分)或電子呈交系統下載。

有關填寫《承諾表格》及新修訂的《聲明及承諾表格》的指引，請參閱載於香港交易所網站內「監管架構與規則(上市規則與指引)」上「指引及其他相關文件」項下的《與2008年綜合諮詢有關的《上市規則》修訂的常問問題(於2009年1月1日生效)》中第33、45-49及51-53條問題(見http://www.hkex.com.hk/listing/suppmat/faqcc200811_c.doc)。

如對以上事項及與這次《上市規則》修訂有關的事宜有任何疑問，請聯絡負責監察貴公司的上市科人員。閣下可在香港交易所網站之「香港交易所上市科內負責上市公司之聯繫人」(http://www.hkex.com.hk/issuer/listcontact/advisor_c.htm)項下瀏覽有關資料。

香港聯合交易所有限公司
上市科主管

韋思齊 謹啓

2008年12月15日

附件

個人資料收集及私隱政策聲明

個人資料的提供

- 閣下是自願向聯交所提供個人資料。在此等聲明中，「個人資料」及「資料當事人」的涵義與《個人資料（私隱）條例》（第486章）所分別界定的「個人資料」及「資料當事人」相同。

收集個人資料聲明

- 此是按個人資料私隱專員指引而發出的收集個人資料聲明。本聲明列載收集閣下個人資料後的用途；閣下對聯交所使用、轉交及保留閣下個人資料一事作出的同意；以及閣下可要求查閱及修改本身個人資料的權利。

收集所得資料的用途

- 聯交所可將閣下就回應聯交所於2008年12月15日致各上市發行人的函件所提供的個人資料用於下列一項或多項用途：
 - 以進行及履行聯交所在相關法例、規則及規例下的職能；
 - 以作識別之用途；
 - 聯交所將來向有關資料當事人發出書信及送達通知書及其他文件；
 - 任何其他合法用途。

個人資料轉交

- 聯交所可就上述任何一項用途而將閣下的個人資料轉交或將其披露予上市委員會委員、其他監管機構及／或(在聯交所主席或一位副主席批准的情況下)上市科主管不時認為適當的其他人士。

查閱或更正資料

- 根據《個人資料（私隱）條例》，閣下有權查閱及修改閣下的個人資料；聯交所有權向要求查閱資料的人士收取合理的處理費用。如欲查閱及／或更正閣下提供的個人資料，可透過下列途徑提出書面要求：

郵寄： 香港中環港景街一號
 國際金融中心一期 12樓
 香港交易及結算所有限公司
 個人資料私隱主任收

電郵： pdpo@hkex.com.hk

保留個人資料

- 閣下的個人資料將在進行上述指定用途所需期間予以保留。

私隱政策聲明

- 聯交所對於閣下自願向其提供之個人資料會絕對保密。個人資料包括姓名、出生日期及住址等，而這些個人資料會用於資料收集時所指定的用途。除非法例容許或規定，否則聯交所不會在未經閣下同意前將有關個人資料作任何其他用途。
- 聯交所設有保安措施防止失去、誤用及擅自更改所提供的個人資料。聯交所在合理可行的情況下將致力維持個人資料的準確性，而保留有關資料的時間則視乎進行指定用途及恰當履行聯交所職能所需而定。

Personal Data Form 個人資料表格

		Particulars 詳細資料 ¹
1.	Name of listed issuer (stock code) 上市發行人名稱(股票編號):	
2.	Present name 現時姓名 ²	
	- English 英文	
	- Chinese 中文	
3.	Former name (if any) 前度姓名(如有)	
	- English 英文	
	- Chinese 中文	
4.	Alias (if any) 別名(如有)	
5.	Date of birth (DD/MM/YY) 出生日期 (年/月/日)	
6.	Residential address 住址	
7.	Nationality 國籍	
8.	Former nationality (if any) 前度國籍(如有)	
9.	Hong Kong ID card number 香港身份證號碼	
	In the case of a non-Hong Kong ID cardholder 如為非香港身份證持有人:	
	- Passport or other identification document number 護照或其他身份識別文件號碼	
	- Name of issuing authority 簽發機構名稱	
10.	Capacity and appointment date 職位及出任日期 ³	
11.	Other positions held in the listed issuer 於上市發行人擔任的其他職位 ⁴	
12.	Directorships in other Hong Kong listed issuers (state their names and stock codes) 若同時出任其他香港上市發行人的董事，有關上市發行人之名稱及股票編號	

I hereby confirm that the above data relating to myself are true, complete and accurate.

本人確認上文有關本人的詳細資料均為真實、完整及準確。

Signature of director/supervisor

簽署(董事/監事): _____

Dated

日期: _____

Notes:

- ¹ If the space provided is not sufficient, please provide the information on a separate sheet and have it duly signed and attached to this form. 如空位不敷應用，請另紙填寫，並妥為簽署，然後釘在本表格之後。
- ² Please state the name as set out in the Hong Kong ID card or other identification document referred to above. 請填寫香港身份證或於上文提供的身份識別文件上所示之姓名。
- ³ Please state whether you are an executive director, a non-executive director, an independent non-executive director or a supervisor. In case you are an alternate director, please also provide the name and the capacity of the director to whom you are an alternate. 請註明閣下是一名執行董事、非執行董事、獨立非執行董事或監事。如閣下為替任董事，請提供閣下所替任之董事之姓名及職位。
- ⁴ Other positions include, but not limited to, Chairman, Chief Executive Officer, Managing Director, Company Secretary, Compliance Officer and authorised representative. 其他職位包括(並不限於)主席、執行總裁、常務董事、公司秘書、合規顧問及授權代表。

Part 2
第二部分

UNDERTAKING
承諾

The particulars referred to in this Part 2 are:-
此第二部分所述的資料為：

- (a) in the exercise of my powers and duties as a director of
(Insert the name of the issuer) I, the undersigned, shall:-
在行使 (填入發行人名字) 董事的權力及職責時，本人(簽署人)須：
- (i) comply to the best of my ability with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited from time to time in force (the "Listing Rules");
盡力遵守不時生效的《香港聯合交易所有限公司證券上市規則》(《上市規則》)；
- (ii) use my best endeavours to procure that the issuer and, in the case of depositary receipts, the depositary, shall so comply; and
盡力促使發行人及(如屬預託證券)存管人遵守《上市規則》；及
- (iii) use my best endeavours to procure that any alternate of mine shall so comply;
盡力促使本人的任何替任人遵守《上市規則》；
- (b) I shall, in the exercise of my powers and duties as a director of the issuer, comply to the best of my ability with Part XV of the Securities and Futures Ordinance, the Code on Takeovers and Mergers, the Code on Share Repurchases and all other securities laws and regulations from time to time in force in Hong Kong, and I shall use my best endeavours to procure that the issuer shall so comply;
本人在行使發行人董事的權力及職責時，將盡力遵守《證券及期貨條例》第XV部、《公司收購及合併守則》、《股份購回守則》及香港所有其他不時生效的有關證券的法例及規例，本人並會盡力促使發行人遵守上述各項；
- (c) I shall:
本人將：
- (i) provide to the Exchange as soon as possible, or otherwise in accordance with time limits imposed by the Exchange:
盡快或根據本交易所設定的時限向本交易所提供以下資料及文件：
- (1) any information and documents that the Exchange reasonably considers appropriate to protect investors or ensure the smooth operation of the market; and
本交易所合理地認為可保障投資者或確保市場運作暢順的任何資料及文件；及
- (2) any other information and documents or explanation that the Exchange may reasonably require for the purpose of verifying compliance with the Listing Rules; and
本交易所可為核實是否有遵守《上市規則》事宜而合理地要求的任何其他資料及文件或解釋；及
- (ii) cooperate in any investigation conducted by the Listing Division and/or the Listing Committee of The Stock Exchange of Hong Kong Limited, including answering promptly and openly any questions addressed to me, promptly producing the originals or copies of any relevant documents and attending before any meeting or hearing at which I am requested to appear;
在香港聯合交易所有限公司上市科及／或上市委員會所進行的任何調查中給予合作，包括及時及坦白地答覆向本人提出的任何問題，及時地提供任何有關文件的正本或副本，並出席本人被要求出席的任何會議或聽證會；
- (d) I hereby irrevocably appoint the issuer as my agent, for so long as I remain a director of the issuer, for receiving on my behalf any correspondence from and/or service of notices and other documents by The Stock Exchange of Hong Kong Limited;
本人茲不可撤回地委任發行人為本人的代理人，在本人留任發行人董事期間，代表本人接收香港聯合交易所有限公司發出的任何書信及／或送達的通知書及其他文件；
- (e) I shall, for so long as I remain a director of the issuer and for a further period of 3 years from the date on which I cease to be a director of the issuer, inform The Stock Exchange of Hong Kong Limited, by notice in writing to the Head of the Listing Division, of any change to my contact address for correspondence from and service of notices and other documents by The Stock Exchange of Hong Kong Limited as soon as reasonably practicable and in any event within 28 days of such change. I acknowledge and agree that a document or notice, for whatever purposes, including but not limited to the service of notice of disciplinary proceedings, shall be deemed to have been validly and adequately served on me by The Stock Exchange of Hong Kong Limited when the document or notice is served personally on me or is sent by post or facsimile to the address I provide to The Stock Exchange of Hong Kong Limited. I agree and acknowledge that I am responsible for keeping The Stock Exchange of Hong Kong Limited informed of my up-to-date contact address. I acknowledge that, if I fail to provide The Stock Exchange of Hong Kong Limited with my up-to-date contact address or arrange for notices, documents or correspondence to be forwarded to me, I may not be alerted to any proceedings commenced against me by The Stock Exchange of Hong Kong Limited; and
在本人出任發行人董事期間以至辭去發行人董事職務之日起計三年內，若本人用以接收香港聯合交易所有限公司發出的書信、送達的通知書及其他文件的聯絡地址有任何變動，本人將會在合理可行的情況下盡快及在任何情況下於有關變動出現後28日內，向上市科主管發出書面通知，知會香港聯合交易所有限公司有關變動。本人確認及同意，若有任何文件或通知(不論其目的，包括(但不限於)送達紀律程序的通知)以面交本人的方式，或以郵寄或傳真的方式送達本人向香港聯合交易所有限公司提供的地址，該文件或通知即被視為香港聯合交易所有限公司已有效及充分地送達本人。本人同意及確認，本人有責任向香港聯合交易所有限公司提供本人最新的聯絡地址。本人確認，若本人未能向香港聯合交易所有限公司提供本人最新的聯絡地址，或未有為送呈本人的通知、文件或書信提供轉送安排，本人可能會不知悉香港聯合交易所有限公司向本人展開的任何程序；及

- (f) I hereby give my authority to the Head of the Listing Division of The Stock Exchange of Hong Kong Limited, or to any person authorised by him, to disclose any of the foregoing particulars given by me to members of the Listing Committee and, with the approval of the Chairman or a Deputy Chairman of The Stock Exchange of Hong Kong Limited, to such other persons, as the said Head of the Listing Division may from time to time think fit.
本人茲授權香港聯合交易所有限公司上市科主管、或其授權的任何人士，將本人提供的上述資料向上市委員會委員披露；並在香港聯合交易所有限公司主席或一位副主席批准的情況下，向上市科主管不時認為適當的其他人士披露。

I, [Insert Chinese name, if any]:
本人 [請填上中文姓名（如有）]：

- (i) solemnly and sincerely declare that all particulars about me that appear in Part 1(1) of this Form B and in the document referred to in Part 1(2) of this Form B are true, complete and accurate, that I accept responsibility for the truthfulness, accuracy and completeness of the foregoing particulars, that I have not made any statements or omissions which would render such particulars untrue or misleading, that I understand the possible consequences of giving information which is false or misleading in a material particular including those as set forth in Note (1) hereto, and that I understand that The Stock Exchange of Hong Kong Limited may rely upon the foregoing particulars in assessing my suitability to act as a director of the issuer; and

謹以至誠鄭重聲明，在本B表格第一部分(1)及本B表格第一部分(2)所述文件所示有關本人的所有詳細資料均為真實、完整及準確，且本人對上述資料的真實性、準確性及完整性承擔責任，而本人亦無作出任何聲明或遺漏，致使有關資料不真實或具誤導性，本人亦明白在要項上提供虛假或具誤導性的資料可能引致的後果（包括本表格附註1所載內容）；本人並明白，香港聯合交易所有限公司或會倚賴上述資料來評估本人是否適合出任發行人董事；及

- (ii) undertake with The Stock Exchange of Hong Kong Limited in the terms set out in Part 2 of this Form B.
按本B表格第二部分所載的條款向香港聯合交易所有限公司作出承諾。

Signature 簽署：

Name of director 董事姓名：

Hong Kong ID Card Number*
香港身份證號碼*：

Dated 日期：

Certified as the true signature of

由以下人士證明上述簽署為 的真實簽署

By :
Signature (Secretary/Director)
簽署（秘書／董事）：

Name (Secretary/Director)
姓名（秘書／董事）：

- * In the case of a non-Hong Kong ID cardholder, state the passport number or any identification document number and name of issuing authority.
如為非香港身份證持有人，請列明護照號碼或任何身份識別文件號碼，以及簽發機構名稱。

Notes 附註：

- (1) The failure of any person required to lodge this Form B to complete Part 1 of this Form B truthfully, completely and accurately, or the failure to execute Part 2 of this Form B or to observe any of the undertakings made under that Part, constitutes a breach of the Listing Rules. In addition, every director of the issuer supplying information sought or referred to in this Form B, should note that such information constitutes information which is provided to the Exchange in purported compliance with a requirement to provide information under the "relevant provisions" (as defined in Part 1 of Schedule 1 to the Securities and Futures Ordinance, Cap. 571) and is likely to be relied upon by the Exchange. In relation to this, you should be aware that giving to the Exchange any information which is false or misleading in a material particular will render the relevant person liable for prosecution for an offence under section 384 of the Securities and Futures Ordinance. If you have any queries you should consult the Exchange or your professional adviser immediately.
按規定須呈交本B表格的任何人士，若未能真實、完整及準確地填妥本B表格第一部分，或未能簽立本B表格第二部分又或未能遵守該部分所作的任何承諾，均構成違反《上市規則》。此外，凡提供本B表格所要求或所述資料的發行人董事均應注意，該等資料構成本意是為遵守「有關條文」（定義見香港法例第571章《證券及期貨條例》附表1第1部）項下關於提供資料的規定而向本交易所提供的資料，本交易所或會依賴該等資料。就此，閣下應注意，根據《證券及期貨條例》第384條，在要項上向本交易所提供虛假或具誤導性的資料，有關人士即屬犯法，會遭檢控。若閣下有任何疑問，應立即諮詢本交易所或閣下的專業顧問。

(2) *

(3) *

- * Notes (2) and (3) are not reproduced in this abridged version of the form as they are not relevant.
由於附註(2)及(3)並不相關，此表格的節錄本因此並無轉載。

Part 2
第二部分

UNDERTAKING

承諾

The particulars referred to in this Part 2 are:-
此第二部分所述的資料為：

- (a) in the exercise of my powers and duties as a director of
(Insert the name of the issuer) I, the undersigned, shall:-
在行使 (填入發行人名字) 董事的權力及職責時，本人(簽署人)須：
- (i) comply to the best of my ability with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited from time to time in force (the "Listing Rules"), and all applicable laws, rules, regulations and normative statements from time to time in force in the PRC relating to the governing, operation, conduct or regulation of public companies in the PRC or elsewhere;
盡力遵守不時生效的《香港聯合交易所有限公司證券上市規則》(《上市規則》)，及不時生效的所有關於中國或其他地方的公眾公司的管轄、運作、行為或監管事宜的適用中國法律、規則、規例及規範聲明；
- (ii) comply to the best of my ability with the provisions of the issuer's articles of association (including all provisions regarding the duties of directors) and cause the issuer to act at all times in accordance with its articles of association;
盡力遵守發行人的公司章程的規定(包括有關董事職責的一切規定)，並促使發行人在任何時候均按照其公司章程而行事；
- (iii) use my best endeavours to cause the issuer to comply with the Listing Rules;
盡力促使發行人遵守《上市規則》；
- (iv) inform The Stock Exchange of Hong Kong Limited forthwith and in writing, at any time while I am a director of the issuer (or within 12 months of my ceasing to be a director of the issuer), of any administrative or governmental notice or proceeding alleging a breach by the issuer or any of its subsidiaries or directors of any applicable laws, rules, regulations or normative statements in force in the PRC relating to the governing, operation, conduct or regulation of public companies;
在本人擔任發行人的董事的任何期間(或本人停止擔任發行人的董事後的十二個月內)，如有行政或政府部門的通知或涉及任何程序，指稱發行人或其任何附屬公司或董事，違反有關公眾公司的管轄、運作、行為或監管事宜而不時生效的任何適用的中國法律、規則、規例或規範聲明，立即通知並以書面通知香港聯合交易所有限公司；
- (v) comply to the best of my ability with Part XV of the Securities and Futures Ordinance, the Code on Takeovers and Mergers, the Code on Share Repurchases and all other relevant securities laws and regulations from time to time in force in Hong Kong, and I shall use my best endeavours to cause the issuer to so comply; and
盡力遵守《證券及期貨條例》第XV部、《公司收購及合併守則》、《股份購回守則》及香港所有其他不時生效的有關證券的法例與規例，本人並會盡力促使發行人遵守上述各項；及
- (vi) use my best endeavours to procure that any alternate of mine shall so comply;
盡力促使本人的任何替任人遵守上述各項；
- (b) I shall:
本人將：
- (i) provide to the Exchange as soon as possible, or otherwise in accordance with time limits imposed by the Exchange:
盡快或根據本交易所設定的時限向本交易所提供以下資料及文件：
- (1) any information and documents that the Exchange reasonably considers appropriate to protect investors or ensure the smooth operation of the market; and
本交易所合理地認為可保障投資者或確保市場運作暢順的任何資料及文件；及
- (2) any other information and documents or explanation that the Exchange may reasonably require for the purpose of verifying compliance with the Listing Rules; and
本交易所可為核實是否有遵守《上市規則》事宜而合理地要求的任何其他資料及文件或解釋；及
- (ii) cooperate in any investigation conducted by the Listing Division and / or the Listing Committee of The Stock Exchange of Hong Kong Limited, including answering promptly and openly any questions addressed to me, promptly producing the originals or copies of any relevant documents and attending before any meeting or hearing at which I am requested to appear;
在香港聯合交易所有限公司上市科及／或上市委員會所進行的任何調查中給予合作，包括及時及坦白地答覆向本人提出的任何問題，及時地提供任何有關文件的正本或副本，並出席任何本人被要求出席的會議或聽證會；
- (c) I hereby irrevocably appoint the issuer as my agent, for so long as I remain a director of the issuer, for receiving on my behalf any correspondence from and/or service of notices and other documents by The Stock Exchange of Hong Kong Limited;
本人茲不可撤回地委任發行人為本人的代理人，在本人留任發行人董事期間，代表本人接收香港聯合交易所有限公司發出的任何書信及／或送達的通知書及其他文件；
- (d) I shall, for so long as I remain a director of the issuer and for a further period of 3 years from the date on which I cease to be a director of the issuer, inform The Stock Exchange of Hong Kong Limited, by notice in writing to the Head of the Listing Division, of any change to my contact address for correspondence from and service of notices and other documents by The Stock Exchange of Hong Kong Limited as soon as reasonably practicable and in any event within 28 days of such change. I acknowledge and agree that a document or notice, for whatever purposes, including but not limited to the service of notice of disciplinary proceedings, shall be deemed to have been validly and adequately served on me by The Stock Exchange of Hong Kong Limited when the document or notice is served personally on me or is sent by post or facsimile to the address I provide to The Stock Exchange of Hong Kong Limited. I agree and acknowledge that I am responsible for keeping The Stock Exchange of Hong Kong Limited informed of my up-to-date contact address.

I acknowledge that, if I fail to provide The Stock Exchange of Hong Kong Limited with my up-to-date contact address or arrange for notices, documents or correspondence to be forwarded to me, I may not be alerted to any proceedings commenced against me by The Stock Exchange of Hong Kong Limited; and

在本人出任發行人董事期間以至辭去發行人董事職務之日起計三年內，若本人用以接收香港聯合交易所有限公司發出的書信、送達的通知書及其他文件的聯絡地址有任何變動，本人將會在合理可行的情況下盡快及在任何情況下於有關變動出現後28日內，向上市科主管發出書面通知，知會香港聯合交易所有限公司有關變動。本人確認及同意，若有任何文件或通知（不論其目的，包括（但不限於）送達紀律程序的通知）以面交本人的方式，或以郵寄或傳真的方式送達本人向香港聯合交易所有限公司提供的地址，該文件或通知即被視為香港聯合交易所有限公司已有效及充分地送達本人。本人同意及確認，本人有責任向香港聯合交易所有限公司提供本人最新的聯絡地址。本人確認，若本人未能向香港聯合交易所有限公司提供本人最新的聯絡地址，或未有為送呈本人的通知、文件或書信提供轉送安排，本人可能會不知悉有關香港聯合交易所有限公司向本人展開的任何程序；及

- (e) I hereby give my authority to the Head of the Listing Division of The Stock Exchange of Hong Kong Limited, or to any person authorised by him, to disclose any of the foregoing particulars given by me to members of the Listing Committee and, with the approval of the Chairman or a Deputy Chairman of The Stock Exchange of Hong Kong Limited, to such other persons, as the said Head of the Listing Division may from time to time think fit.

本人茲授權香港聯合交易所有限公司上市科主管、或其授權的任何人士，將本人提供的上述資料向上市委員會委員披露；並在香港聯合交易所有限公司主席或一位副主席批准的情況下，向上市科主管不時認為適當的其他人士披露。

I, [Insert Chinese name, if any]:
本人 [請填上中文姓名（如有）]:

- (i) solemnly and sincerely declare that all particulars about me that appear in Part 1(1) of this Form H and in the document referred to in Part 1(2) of this Form H are true, complete and accurate; that I accept responsibility for the truthfulness, accuracy and completeness of the foregoing particulars; that I have not made any statements or omissions which would render such particulars untrue or misleading; that I understand the possible consequences of giving information which is false or misleading in a material particular including those as set forth in Note (1) hereto; and that I understand that The Stock Exchange of Hong Kong Limited may rely upon the foregoing particulars in assessing my suitability to act as a director of the issuer; and

謹以至誠鄭重聲明，在本H表格第一部分(1)及本H表格第一部分(2)所述文件所示有關本人的所有詳細資料均為真實、完整及準確，且本人對上述資料的真實性、準確性及完整性承擔責任，而本人亦無作出任何聲明或遺漏，致使有關資料不真實或具誤導性，本人亦明白在要項上提供虛假或具誤導性的資料可能引致的後果（包括本表格附註1所載內容）；本人並明白，香港聯合交易所有限公司或會倚賴上述資料來評估本人是否適合出任發行人董事；及

- (ii) undertake with The Stock Exchange of Hong Kong Limited in the terms set out in Part 2 of this Form H.

按本H表格第二部分所載的條款向香港聯合交易所有限公司作出承諾。

Signature 簽署:

Name of director 董事姓名:

Hong Kong ID Card Number*
香港身份證號碼*:

Dated 日期:

Certified as the true signature of

由以下人士證明上述簽署為 的真實簽署

By :
Signature (Secretary/Director)
簽署（秘書／董事）:

Name (Secretary/Director)
姓名（秘書／董事）:

* In the case of a non-Hong Kong ID cardholder, state the passport number or any identification document number and name of issuing authority.

如為非香港身份證持有人，請列明護照號碼或任何身份識別文件號碼，以及簽發機構名稱。

Notes

附註:

- (1) *The failure of any person required to lodge this Form H to complete Part 1 of this Form H truthfully, completely and accurately, or the failure to execute Part 2 of this Form H or to observe any of the undertakings made under that Part, constitutes a breach of the Listing Rules. In addition, every director of the issuer supplying information sought or referred to in this Form H, should note that such information constitutes information which is provided to the Exchange in purported compliance with a requirement to provide information under the "relevant provisions" (as defined in Part 1 of Schedule 1 to the Securities and Futures Ordinance, Cap. 571) and is likely to be relied upon by the Exchange. In relation to this, you should be aware that giving to the Exchange any information which is false or misleading in a material particular will render the relevant person liable for prosecution for an offence under section 384 of the Securities and Futures Ordinance. If you have any queries you should consult the Exchange or your professional adviser immediately.*

按規定須呈交本H表格的任何人士，若未能真實、完整及準確地填妥本H表格第一部分，或未能簽立本H表格第二部分又或未能遵守該部分所作的任何承諾，均構成違反《上市規則》。此外，凡提供本H表格所要求或所述資料的發行人董事均應注意，該等資料構成本意是為遵守「有關條文」（定義見香港法例第571章《證券及期貨條例》附表1第1部）項下關於提供資料的規定而向本交易所提供的資料，本交易所或會依賴該等資料。就此，閣下應注意，根據《證券及期貨條例》第384條，在要項上向本交易所提供虛假或具誤導性的資料，有關人士即屬犯法，會遭檢控。若閣下有任何疑問，應立即諮詢本交易所或閣下的專業顧問。

- (2) *

- (3) *

* Notes (2) and (3) are not reproduced in this abridged version of the form as they are not relevant.

由於附註(2)及(3)並不相關，此表格的節錄本因此並無轉載。

Part 2
第二部分

UNDERTAKING AND ACKNOWLEDGEMENT

承 諾 及 確 認

The particulars referred to in this Part 2 are:—

此第二部分所述的資料為：

- (a) in the exercise of my powers and duties as a director of
(Insert the name of the issuer) I, the undersigned, shall:—
在行使 (填入發行人名字) 董事的權力及職責時，本人(簽署人)須：
- (i) comply to the best of my ability with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited from time to time in force (the “GEM Listing Rules”);
盡力遵守不時生效的《香港聯合交易所有限公司創業板證券上市規則》(《創業板上市規則》)；
- (ii) use my best endeavours to procure that the issuer shall so comply; and
盡力促使發行人遵守《創業板上市規則》；及
- (iii) use my best endeavours to procure that any alternate of mine shall so comply;
盡力促使本人的任何替任人遵守《創業板上市規則》；
- (b) I shall, in the exercise of my powers and duties as a director of the issuer, comply to the best of my ability with the Companies Ordinance, the Securities and Futures Ordinance, the Code on Takeovers and Mergers, the Code on Share Repurchases and all other securities laws and regulations from time to time in force in Hong Kong, and I shall use my best endeavours to procure that the issuer shall so comply;
本人在行使發行人董事的權力及職責時，將盡力遵守《公司條例》、《證券及期貨條例》、《公司收購及合併守則》、《股份購回守則》及香港所有其他不時生效的有關證券的法例及規例，本人並會盡力促使發行人遵守上述各項；
- (c) I shall:
本人將：
- (i) provide to the Exchange as soon as possible, or otherwise in accordance with time limits imposed by the Exchange:
盡快或根據本交易所設定的時限向本交易所提供以下資料及文件：
- (1) any information and documents that the Exchange reasonably considers appropriate to protect investors or ensure the smooth operation of the market; and
本交易所合理地認為可保障投資者或確保市場運作暢順的任何資料及文件；及
- (2) any other information and documents or explanation that the Exchange may reasonably require for the purpose of verifying compliance with the GEM Listing Rules; and
本交易所可為核實是否有遵守《創業板上市規則》事宜而合理地要求的任何其他資料及文件或解釋；及
- (ii) cooperate in any investigation conducted by the Listing Division (as such term is defined in rule 1.01 of the GEM Listing Rules) and/or the GEM Listing Committee (as such term is defined in rule 1.01 of the GEM Listing Rules) of The Stock Exchange of Hong Kong Limited, including answering promptly and openly any questions addressed to me, promptly producing the originals or copies of any relevant documents and attending before any meeting or hearing at which I am requested to appear;
在香港聯合交易所有限公司上市科(按《創業板上市規則》第1.01條界定)及／或創業板上市委員會(按《創業板上市規則》第1.01條界定)所進行的任何調查中給予合作，包括及時及坦白地答覆向本人提出的任何問題，及時地提供任何有關文件的正本或副本，並出席本人被要求出席的任何會議或聽證會；
- (d) I shall, for so long as I remain a director of the issuer and for a further period of 3 years from the date on which I cease to be a director of the issuer, inform The Stock Exchange of Hong Kong Limited, by notice in writing to the Executive Director of the Listing Division, of any change to my contact address for correspondence from and service of notices and other documents by The Stock Exchange of Hong Kong Limited as soon as reasonably practicable and in any event within 28 days of such change. I acknowledge and agree that a document or notice, for whatever purposes, including but not limited to the service of notice of disciplinary proceedings, shall be deemed to have been validly and adequately served on me by The Stock Exchange of Hong Kong Limited when the document or notice is served personally on me or is sent by post or facsimile to the address I provide to The Stock Exchange of Hong Kong Limited. I agree and acknowledge that I am responsible for keeping The Stock Exchange of Hong Kong Limited informed of my up-to-date contact address. I acknowledge that, if I fail to provide The Stock Exchange of Hong Kong Limited with my up-to-date contact address or arrange for notices, documents or correspondence to be forwarded to me, I may not be alerted to any proceedings commenced against me by The Stock Exchange of Hong Kong Limited;
在本人出任發行人董事期間以至辭去發行人董事職務之日起計三年內，若本人用以接收香港聯合交易所有限公司發出的書信、送達的通知書及其他文件的聯絡地址有任何變動，本人將會在合理可行的情況下盡快及在任何情況下於有關變動出現後28日內，向上市科主管發出書面通知，知會香港聯合交易所有限公司有關變動。本人確認及同意，若有任何文件或通知(不論其目的，包括(但不限於)送達紀律程序的通知)以面交本人的方式，或以郵寄或傳真的方式送達本人向香港聯合交易所有限公司提供的地址，該文件或通知即被視為香港聯合交易所有限公司已有效及充分地送達本人。本人同意及確認，本人有責任向香港聯合交易所有限公司提供本人最新的聯絡地址。本人確認，若本人未能向香港聯合交易所有限公司提供本人最新的聯絡地址，或未有為送呈本人的通知、文件或書信提供轉送安排，本人可能會不知悉香港聯合交易所有限公司向本人展開的任何程序；

- (e) I hereby give my irrevocable authority to the Executive Director of the Listing Division, or to any person authorised by him, to disclose any of the foregoing particulars given by me to members of the GEM Listing Committee and, with the approval of the Chairman or a Deputy Chairman of The Stock Exchange of Hong Kong Limited, to such other persons, as the said Executive Director of the Listing Division may from time to time think fit; and
本人茲授予上市科主管(或獲其授權的任何人士)不可撤回的權力,讓他將本人提供的上述資料向創業板上市委員會委員披露;並在香港聯合交易所有限公司主席或一位副主席批准的情況下,向上市科主管不時認為適當的其他人士披露;及
- (f) I hereby submit to the jurisdiction of The Stock Exchange of Hong Kong Limited in respect of all matters relevant to the GEM Listing Rules.
本人在此接受香港聯合交易所有限公司就有關《創業板上市規則》各方面的管轄。

I, [Insert Chinese name, if any]:
本人. [請填上中文姓名(如有)]:

- (i) solemnly and sincerely declare that all particulars about me that appear in Part 1(1) of this Form A and in the document referred to in Part 1(2) of this Form A are true, complete and accurate, that I accept responsibility for the truthfulness, accuracy and completeness of the foregoing particulars, that I have not made any statements or omissions which would render such particulars untrue or misleading; that I understand the possible consequences of giving information which is false or misleading in a material particular including those as set forth in Note (1) hereto, and that I understand that The Stock Exchange of Hong Kong Limited may rely upon the foregoing particulars in assessing my suitability to act as a director of the issuer; and
謹以至誠鄭重聲明,在本A表格第一部分(1)及本A表格第一部分(2)所述文件所示有關本人的所有詳細資料均為真實、完整及準確,且本人對上述資料的真實性、準確性及完整性承擔責任,而本人亦無作出任何聲明或遺漏,致使有關資料不真實或具誤導性,本人亦明白在要項上提供虛假或具誤導性的資料可能引致的後果(包括本表格附註1所載內容);本人並明白,香港聯合交易所有限公司或會倚賴上述資料來評估本人是否適合出任發行人董事;及
- (ii) undertake and acknowledge with The Stock Exchange of Hong Kong Limited in the terms set out in Part 2 of this Form A.
按本A表格第二部分所載的條款向香港聯合交易所有限公司作出承諾及確認。

Signature 簽署:

Name of director 董事姓名:

Hong Kong ID Card Number*
香港身份證號碼*:

Dated 日期:

Certified as the true signature of

由以下人士證明上述簽署為 的真實簽署

By:
Signature (Secretary/Director)
簽署(秘書/董事):

Name (Secretary/Director)
姓名(秘書/董事):

* In the case of a non-Hong Kong ID cardholder, state the passport number or any identification document number and name of issuing authority.
如為非香港身份證持有人,請列明護照號碼或任何身份識別文件號碼,以及簽發機構名稱。

Notes 附註:

- (1) *The failure of any person required to lodge this Form A to complete Part 1 of this Form A truthfully, completely and accurately, or the failure to execute Part 2 of this Form A or to observe any of the undertakings made under that Part, constitutes a breach of the GEM Listing Rules. In addition, every director of the issuer supplying information sought or referred to in this Form A, should note that such information constitutes information which is provided to the Exchange in purported compliance with a requirement to provide information under the "relevant provisions" (as defined in Part 1 of Schedule 1 to the Securities and Futures Ordinance, Cap 571) and is likely to be relied upon by the Exchange. In relation to this, you should be aware that giving to the Exchange any information which is false or misleading in a material particular will render the relevant person liable for prosecution for an offence under section 384 of the Securities and Futures Ordinance. If you have any queries you should consult the Exchange or your professional adviser immediately.*
按規定須呈交本A表格的任何人士,若未能真實、完整及準確地填妥本A表格第一部分,或未能簽立本表格第二部分又或未能遵守該部分所作的任何承諾,均構成違反《創業板上市規則》。此外,凡提供本A表格所要求或所述資料的發行人董事均應注意,該等資料構成本意是為遵守「有關條文」(定義見香港法例第571章《證券及期貨條例》附表1第1部)項下關於提供資料的規定而向本交易所提供的資料,本交易所或會依賴該等資料。就此,閣下應注意,根據《證券及期貨條例》第384條,在要項上向本交易所提供虛假或具誤導性的資料,有關人士即屬犯法,會遭檢控。若閣下有任何疑問,應立即諮詢本交易所或閣下的專業顧問。

- (2) *

* Note (2) is not reproduced in this abridged version of the form as it is not relevant.
附註(2)並不相關,此表格的節錄本因此並無轉載。

Part 2
第二部分

UNDERTAKING AND ACKNOWLEDGEMENT
承諾及確認

The particulars referred to in this Part 2 are:—
此第二部分所述的資料為：

- (a) in the exercise of my powers and duties as a director of
(Insert the name of the issuer) I, the undersigned, shall: —
在行使 (填入發行人名字) 董事的權力及職責時，本人 (簽署人) 須：
- (i) comply to the best of my ability with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited from time to time in force (the “GEM Listing Rules”), and all applicable laws, rules, regulations and normative statements from time to time in force in the PRC relating to the governing, operation, conduct or regulation of public companies in the PRC or elsewhere;
盡力遵守不時生效的《香港聯合交易所有限公司創業板證券上市規則》(《創業板上市規則》)，及不時生效的所有關於中國或其他地方的公眾公司的管轄、運作、行為或監管事宜的適用中國法律、規則、規例及規範聲明；
 - (ii) comply to the best of my ability with the provisions of the issuer’s articles of association (including all provisions regarding the duties of directors) and cause the issuer to act at all times in accordance with its articles of association;
盡力遵守發行人的公司章程的規定 (包括有關董事職責的一切規定)，並促使發行人在任何時候均按照其公司章程而行事；
 - (iii) use my best endeavours to cause the issuer to comply with the GEM Listing Rules;
盡力促使發行人遵守《創業板上市規則》；
 - (iv) inform The Stock Exchange of Hong Kong Limited forthwith and in writing, at any time while I am a director of the issuer (or within 12 months of my ceasing to be a director of the issuer), of any administrative or governmental notice or proceeding alleging a breach by the issuer or any of its subsidiaries or directors of any applicable laws, rules, regulations or normative statements in force in the PRC relating to the governing, operation, conduct or regulation of public companies;
在本人擔任發行人的董事的任何期間 (或本人停止擔任發行人的董事後的十二個月內)，如有行政或政府部門的通知或涉及任何程序，指稱發行人或其任何附屬公司或董事，違反有關公眾公司的管轄、運作、行為或監管事宜而不時生效的任何適用的中國法律、規則、規例或規範聲明，立即通知並以書面通知香港聯合交易所有限公司；
 - (v) comply to the best of my ability with the Companies Ordinance, the Securities and Futures Ordinance, the Code on Takeovers and Mergers, the Code on Share Repurchases and all other relevant securities laws and regulations from time to time in force in Hong Kong, and I shall use my best endeavours to procure the issuer to so comply; and
盡力遵守《公司條例》、《證券及期貨條例》、《公司收購及合併守則》、《股份購回守則》及香港所有其他不時生效的有關證券的法例與規例，本人並會盡力促使發行人遵守上述各項；及
 - (vi) use my best endeavours to procure that any alternate of mine shall so comply;
盡力促使本人的任何替任人遵守上述各項；
- (b) I shall:
本人將：
- (i) provide to the Exchange as soon as possible, or otherwise in accordance with time limits imposed by the Exchange:
盡快或根據本交易所設定的時限向本交易所提供以下資料及文件：
 - (1) any information and documents that the Exchange reasonably considers appropriate to protect investors or ensure the smooth operation of the market; and
本交易所合理地認為可保障投資者或確保市場運作暢順的任何資料及文件；及
 - (2) any other information and documents or explanation that the Exchange may reasonably require for the purpose of verifying compliance with the GEM Listing Rules; and
本交易所可為核實是否有遵守《創業板上市規則》事宜而合理地要求的任何其他資料及文件或解釋；及
 - (ii) cooperate in any investigation conducted by the Listing Division (as such term is defined in rule 1.01 of the GEM Listing Rules) and/or the GEM Listing Committee (as such term is defined in rule 1.01 of the GEM Listing Rules) of The Stock Exchange of Hong Kong Limited, including answering promptly and openly any questions addressed to me, promptly producing the originals or copies of any relevant documents and attending before any meeting or hearing at which I am requested to appear;
在香港聯合交易所有限公司上市科 (按《創業板上市規則》第 1.01 條界定) 及／或創業板上市委員會 (按《創業板上市規則》第 1.01 條界定) 所進行的任何調查中給予合作，包括及時及坦白地答覆向本人提出的任何問題，及時地提供任何有關文件的正本或副本，並出席任何本人被要求出席的會議或聽證會；
- (c) I hereby give my irrevocable authority to the Executive Director of the Listing Division, or to any person authorised by him, to disclose any of the foregoing particulars given by me to members of the GEM Listing Committee and, with the approval of the Chairman or a Deputy Chairman of The Stock Exchange of Hong Kong Limited, to such other persons, as the said Executive Director of the Listing Division may from time to time think fit;
本人茲授予上市科主管 (或獲其授權的任何人士) 不可撤回的權力，讓他將本人提供的上述資料向創業板上市委員會委員披露；並在香港聯合交易所有限公司主席或一位副主席批准的情況下，向上市科主管不時認為適當的其他人士披露；

- (d) I shall, for so long as I remain a director of the issuer and for a further period of 3 years from the date on which I cease to be a director of the issuer, inform The Stock Exchange of Hong Kong Limited, by notice in writing to the Executive Director of the Listing Division, of any change to my contact address for correspondence from and service of notices and other documents by The Stock Exchange of Hong Kong Limited as soon as reasonably practicable and in any event within 28 days of such change. I acknowledge and agree that a document or notice, for whatever purposes, including but not limited to the service of notice of disciplinary proceedings, shall be deemed to have been validly and adequately served on me by The Stock Exchange of Hong Kong Limited when the document or notice is served personally on me or is sent by post or facsimile to the address I provide to The Stock Exchange of Hong Kong Limited. I agree and acknowledge that I am responsible for keeping The Stock Exchange of Hong Kong Limited informed of my up-to-date contact address. I acknowledge that, if I fail to provide The Stock Exchange of Hong Kong Limited with my up-to-date contact address or arrange for notices, documents or correspondence to be forwarded to me, I may not be alerted to any proceedings commenced against me by The Stock Exchange of Hong Kong Limited; and
在本人出任發行人董事期間以至辭去發行人董事職務之日起計三年內，若本人用以接收香港聯合交易所有限公司發出的書信、送達的通知書及其他文件的聯絡地址有任何變動，本人將會在合理可行的情況下盡快及在任何情況下於有關變動出現後28日內，向上市科主管發出書面通知，知會香港聯合交易所有限公司有關變動。本人確認及同意，若有任何文件或通知（不論其目的，包括（但不限於）送達紀律程序的通知）以面交本人的方式，或以郵寄或傳真的方式送達本人向香港聯合交易所有限公司提供的地址，該文件或通知即被視為香港聯合交易所有限公司已有效及充分地送達本人。本人同意及確認，本人有責任向香港聯合交易所有限公司提供本人最新的聯絡地址。本人確認，若本人未能向香港聯合交易所有限公司提供本人最新的聯絡地址，或未有為送呈本人的通知、文件或書信提供轉送安排，本人可能會不知悉有關香港聯合交易所有限公司向本人展開的任何程序；及
- (e) I hereby submit to the jurisdiction of The Stock Exchange of Hong Kong Limited in respect of all matters relevant to the GEM Listing Rules.
本人在此接受香港聯合交易所有限公司就有關《創業板上市規則》各方面的管轄。

I, [Insert Chinese name, if any]:
本人 [請填上中文姓名（如有）]：

- (i) solemnly and sincerely declare that all particulars about me that appear in Part 1(1) of this Form B and in the document referred to in Part 1(2) of this Form B are true, complete and accurate, that I accept responsibility for the truthfulness, accuracy and completeness of the foregoing particulars, that I have not made any statements or omissions which would render such particulars untrue or misleading, that I understand the possible consequences of giving information which is false or misleading in a material particular including those as set forth in Note (1) hereto, and that I understand that The Stock Exchange of Hong Kong Limited may rely upon the foregoing particulars in assessing my suitability to act as a director of the issuer; and
謹以至誠鄭重聲明，在本B表格第一部分(1)及本B表格第一部分(2)所述文件所示有關本人的所有詳細資料均為真實、完整及準確，且本人對上述資料的真實性、準確性及完整性承擔責任，而本人亦無作出任何聲明或遺漏，致使有關資料不真實或具誤導性，本人亦明白在要項上提供虛假或具誤導性的資料可能引致的後果（包括本表格附註1所載內容）；本人並明白，香港聯合交易所有限公司或會倚賴上述資料來評估本人是否適合出任發行人董事；及
- (ii) undertake and acknowledge with The Stock Exchange of Hong Kong Limited in the terms set out in Part 2 of this Form B.
按本B表格第二部分所載的條款向香港聯合交易所有限公司作出承諾及確認。

Signature 簽署：

Name of director 董事姓名：

Hong Kong ID Card Number*
香港身份證號碼*：

Dated 日期：

Certified as the true signature of

由以下人士證明上述簽署為 的真實簽署

By :
Signature (Secretary/Director)
簽署（秘書／董事）：

Name (Secretary/Director)
姓名（秘書／董事）：

* In the case of a non-Hong Kong ID cardholder, state the passport number or any identification document number and name of issuing authority.
如為非香港身份證持有人，請列明護照號碼或任何身份識別文件號碼，以及簽發機構名稱。

Notes 附註：

- (1) The failure of any person required to lodge this Form B to complete Part 1 of this Form B truthfully, completely and accurately, or the failure to execute Part 2 of this Form B or to observe any of the undertakings made under that Part, constitutes a breach of the GEM Listing Rules. In addition, every director of the issuer supplying information sought or referred to in this Form B, should note that such information constitutes information which is provided to the Exchange in purported compliance with a requirement to provide information under the "relevant provisions" (as defined in Part 1 of Schedule 1 to the Securities and Futures Ordinance, Cap. 571) and is likely to be relied upon by the Exchange. In relation to this, you should be aware that giving to the Exchange any information which is false or misleading in a material particular will render the relevant person liable for prosecution for an offence under section 384 of the Securities and Futures Ordinance. If you have any queries you should consult the Exchange or your professional adviser immediately.
按規定須呈交本B表格的任何人士，若未能真實、完整及準確地填妥本B表格第一部分，或未能簽立本B表格第二部分又或未能遵守該部分所作的任何承諾，均構成違反《創業板上市規則》。此外，凡提供本B表格所要求或所述資料的發行人董事均應注意，該等資料構成本意是為遵守「有關條文」（定義見香港法例第571章《證券及期貨條例》附表1第1部）項下關於提供資料的規定而向本交易所提供的資料，本交易所或會依賴該等資料。就此，閣下應注意，根據《證券及期貨條例》第384條，在要項上向本交易所提供虛假或具誤導性的資料，有關人士即屬犯法，會遭檢控。若閣下有任何疑問，應立即諮詢本交易所或閣下的專業顧問。

- (2) *
- * Note (2) is not reproduced in this abridged version of the form as it is not relevant.
附註(2)並不相關，此表格的節錄本因此並無轉載。