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| **Notification and Application by Associated Entity**Specified under section 402 of the Securities and Futures Ordinance (“Ordinance”) (Cap 571) | **Form****F** |

|  |  |
| --- | --- |
| **Name of corporation/applicant** |       |
| English |
|       |
| Chinese |
| **CE number (if applicable)** |       |
| **Notification of** | [ ]  **Becoming an associated entity** |
| [ ]  **Ceasing to be an associated entity** |
| [ ]  **Others** |
| **Application for** | [ ]  **Change of financial year end under section 155(3) of the Ordinance** |
| [ ]  **Adoption of period exceeding 12 months as financial year under section 155(3) of the Ordinance** |
| [ ]  **Extension of deadline for submission of audited accounts under section 156(4) of the Ordinance** |
| **Contact person regarding any queries on this form** |       |
| English/Chinese name |
|       |
| Business title/Firm name |
|       |
| Relationship with the corporation/applicant |
|       |       |
| Mobile number | E-mail address |

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| **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](https://www.sfc.hk/web/EN/rules-and-standards/codes-and-guidelines/guidelines/?rule=Licensing%20Handbook) 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 corporation, 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.
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 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.
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| **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** |
| **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 |
|  | VII | Declaration |

**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 audited account submission deadline** |
| I | ✓ |  |  |  |  |  |
| II |  | ✓ |  |  |  |  |
| III |  |  | ✓ |  |  |  |
| IV |  |  |  | ✓ |  |  |
| V |  |  |  |  | ✓ |  |
| VI |  |  |  |  |  | ✓ |
| VII | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |

**Part I: Notification - Becoming an associated entity**

|  |
| --- |
| **Section 1: Background of the Intermediary** |

**1.1 Please state the names of the intermediaries for which you propose to act as associated entity.**

|  |  |  |
| --- | --- | --- |
| **Name of intermediary** | **CE number** | **Effective date****(DD/MM/YYYY)** |
|       |       |       |
|       |       |       |
|       |       |       |
|       |       |       |

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| **Section 2: Your Background****(Not applicable if you are a licensed corporation or registered institution)** |

**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, if applicable |       |
| Place of incorporation |       |
| Date of incorporation (DD/MM/YYYY) |       |
| Financial year end (DD/MM) |       |
| Name of auditor |       |

**2.2 Contact information**

**Please provide information on your principal place of business, registered office, correspondence,
e-mail and website addresses.**

**(If there is not enough space, please copy this section and provide the required information.)**

|  |  |  |
| --- | --- | --- |
| [ ]  **Principal place of business** | [ ]  **Registered office** | [ ]  **Correspondence address**  |
| **Flat, floor and block number** |       |
| **Building name** |       |
| **Street number and name** |       |
| **District**  |       |
| **Area** |  [ ]  HK | [ ]  KLN | [ ]  NT |
| **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.**

**(If there is not enough space, please copy this section and provide the required information.)**

|  |  |
| --- | --- |
| **Flat, floor and block number** |       |
| **Building name** |       |
| **Street number and name** |       |
| **District**  |       |
| **Area** | [ ]  HK | [ ]  KLN | [ ]  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.**

**(If there is not enough space, please copy this section and provide the required information.)**

|  |  |  |
| --- | --- | --- |
| **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.**

|  |
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|       |

**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**

**(If there is not enough space, please copy this section and provide the required information.)**

|  |
| --- |
| **Personal details** |
| **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** |       |
| **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.**

**(If there is not enough space, please copy this section and provide the required information.)**

|  |
| --- |
| **Personal details** |
| **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** |       |
| **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.**

**(If there is not enough space, please copy this section and provide the required information.)**

|  |
| --- |
| **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**

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| **Section 3: Background of the Intermediary** |

* 1. **Please state the names of the intermediaries for which you are ceasing to act as associated entity.**

|  |  |  |
| --- | --- | --- |
| **Name of intermediary** | **CE number** | **Effective date****(DD/MM/YYYY)** |
|       |       |       |
|       |       |       |
|       |       |       |
|       |       |       |

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| **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 intermediaries**

|  |
| --- |
|       |

**4.2 Have you fully accounted for and properly disposed of all the clients’ assets of the intermediary 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.

|  |
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|       |

**Part III: Other Notifications**

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| **Section 5: Details of the Notifications** |

* 1. **Please provide details of the notifications and the effective dates.**

|  |
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|       |

**Part IV: Application - Change of Financial Year End**

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| --- |
| **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**

|  |
| --- |
| **Section 8: Details of the Extension** |

**8.1 Please provide the following information:**

|  |  |
| --- | --- |
| **Submission due date****(DD/MM/YYYY)** |       |
| **Proposed date of submission (DD/MM/YYYY)** |       |
| **Reason for the extension** |       |

**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 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 notification/application.
* **Understand** that if any information contained in this notification/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, 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 |

\* Delete where not applicable.

|  |
| --- |
| **Vetting Authorisation** |

|  |  |  |
| --- | --- | --- |
| **We**, |       | , (“the Company”), hereby: |

1. Give consent to the Securities and Futures Commission to release the particulars of the Company to the Commissioner of Police/any local or overseas criminal investigatory body or regulatory authority, or their representatives for vetting purposes.

2. 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 Company, to the Securities and Futures Commission.

The particulars of the Company are as follows:

|  |  |
| --- | --- |
| **Name of the company** |       |
| **Registered address of the company** |       |
| **Date and place of incorporation of the company** |       |
| **Company number** |       |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|       |  |  |  |       |
| Name of director/person authorised by the board of directors\* |  | Signature  |  | Date |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|       |  |  |  |       |
| Name of director/person authorised by the board of directors\* |  | Signature  |  | Date |
| **Witnessed 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\*\*\*** |       |

**\*** Delete where not applicable.

\*\* The witness must be one of the following persons:

1. a practicing solicitor, notary public or Justice of the Peace; or
2. a director or responsible officer of the licensed corporation/corporation applying for a licence.

\*\*\* Only applicable to individuals who are non-Hong Kong permanent residents.

**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 Data[[1]](#footnote-1) 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**

1. 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.
1. 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**

1. 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).
2. 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/matching[[2]](#footnote-2) those data.

**Public Registers**

1. 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**

1. 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**

1. 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.

1. Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 (“PDPO”) [↑](#footnote-ref-1)
2. “Matching procedure” is defined in section 2 of the PDPO. [↑](#footnote-ref-2)