

Appendix 7

SPONSOR'S FORMS

FORM G

Sponsor's Declaration in support of a New Applicant

This declaration must be lodged, duly completed, prior to the issue of the listing document by or on behalf of the new applicant.

To: The GEM Listing Division
The Stock Exchange of Hong Kong Limited

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Dear Sirs,

Re: (state name of new applicant) (the "applicant")

We,, being Sponsor (*Note 2*) to the applicant, hereby confirm that:—

- (1) all the documents required by the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited ("GEM Listing Rules") to be submitted to The Stock Exchange of Hong Kong Limited (the "Exchange") prior to the issue of the listing document have been so submitted;
- (2) we have satisfied ourselves, to the best of our knowledge and belief, having made due and careful enquiries, that:—
 - (a) the applicant is suitable for listing on GEM;
 - (b) the applicant is in compliance with all of the qualifications for listing set out in the GEM Listing Rules;
 - (c) the listing document is in compliance with the GEM Listing Rules and that:—
 - (i) the information contained in the listing document is accurate and complete in all material respects and not misleading;
 - (ii) there are no other matters the omission of which would make any statement in the listing document misleading;
 - (iii) all opinions of the directors of the applicant expressed in the listing document have been arrived at after due and careful consideration on their part and are founded on bases and assumptions that are fair and reasonable; and
 - (iv) the directors of the applicant have made sufficient enquiries so as to enable them to give the directors' confirmations set out in the "responsibility statement" contained in the listing document;
 - (d) there are no matters other than those disclosed in the listing document or otherwise in writing to the Exchange which should have been taken into account by the Exchange in considering the application for listing of the relevant securities; and

(3) the directors of the applicant have had explained to them the nature of their responsibilities under the GEM Listing Rules and other applicable laws and provisions relating to securities and we have satisfied ourselves to the best of our knowledge and belief, having made due and careful enquiries that:—

- (a) the directors of the applicant have the requisite expertise and experience;
- (b) they appreciate the nature of those responsibilities and can be expected to honour their obligations under the GEM Listing Rules and other applicable laws and provisions relating to securities;
- (c) they can be expected to prepare and publish all information necessary for an informed market to take place in the applicant’s securities; and
- (d) they can be expected, generally, to honour their obligations, both in relation to shareholders and to the applicant’s creditors.

Yours faithfully,

Signed:

Name:

(Principal supervisor)

Signed:

Name:

(Assistant supervisor)

For and on behalf of
Name of Sponsor:

NOTES

- (1) *This declaration must be read in conjunction with the full text of the GEM Listing Rules and the notes provided herein do not replace or limit the effect of the GEM Listing Rules.*
- (2) *In the case of joint or co-sponsorships, separate declarations must be completed by each of the Sponsors.*