

Appendix 7

SPONSOR'S FORMS

FORM H

Sponsor's Declaration of Interests

This declaration must be lodged, duly completed, at the time a new applicant or a listed issuer submits its listing application.

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

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Dear Sirs,

Re:
(state name of issuer) (the "Issuer")

We,, the Sponsor of the above-named Issuer hereby confirm that:

- (1) neither ourselves nor our associates have or may, as a result of the listing or transaction, have any interest in any class of securities of the Issuer, or any other company in the Issuer's group (including options or rights to subscribe such securities); (Note 2)
- (2) no director or employee of the Sponsor who is involved in providing advice to the Issuer has or may, as a result of the listing or transaction, have any interest in any class of securities of the Issuer or any other company in the Issuer's group (including options or rights to subscribe such securities but, for the avoidance of doubt, excluding interests in securities that may be subscribed by any such director or employee pursuant to an offer by way of public subscription made by the issuer);
- (3) neither ourselves nor our associates expect to have accrued any material benefit as a result of the successful outcome of the listing or transaction, including by way of example, the repayment of material outstanding indebtedness and payment of any underwriting commissions or success fees; and

(4) no director or employee of the Sponsor has a directorship in the Issuer, or any other company in the Issuer's group, save as disclosed below (*Note 3*) (complete on a separate sheet if necessary):

Yours faithfully,

Signed:
Name:
(Principal supervisor)
for and on behalf of
Name of Sponsor:

NOTE:

- (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) *For the purposes of paragraphs 1 and 3, "associate" shall have the same meaning as set out in rule 1.01 of the GEM Listing Rules, save that it shall be construed as applying to the Sponsor.*
- (3) *Please refer to rules 6.34 and 6.35 of the GEM Listing Rules for guidance. The Sponsor must forward a copy of this form to the new applicant or listed issuer.*