

Appendix 7

SPONSOR'S FORMS

FORM K

Sponsor's undertaking and statement of independence

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

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We,, are the Sponsor appointed by (the "Company") on [Date] for the purpose referred to in rule 6A.02 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules") and have offices located at

Under rule 6A.03, we hereby:

- (1) undertake to The Stock Exchange of Hong Kong Limited (the "Exchange") that we shall:
 - (a) comply with the GEM Listing Rules from time to time in force and applicable to Sponsors;
 - (b) use reasonable endeavours to ensure that all information provided to the Exchange and the Securities and Futures Commission (the "Commission") during the Company's listing application process, or for that part of it as we continue to be engaged by the Company, is true, accurate, complete and not misleading in all material respects and, to the extent that we subsequently become aware of information that casts doubt on the truth, accuracy or completeness of information provided to the Exchange, we will promptly inform the Exchange and the Commission, as the case may be, of such information;
 - (c) cooperate in any investigation conducted or enquiry raised by the Listing Division, the GEM Listing Committee of the Exchange, and/or the Commission including answering promptly and openly any questions addressed to us, promptly producing the originals or copies of any relevant documents and attending before any meeting or hearing at which we are requested to appear;
 - (d) lodge with the Exchange, before dealings in the Company's securities commence, the declaration of compliance set out in Appendix 7I as referred to in rule 12.26(8) of the GEM Listing Rules;
 - (e) report to the Exchange in writing as soon as practicable when we become aware of any material information relating to the Company or its listing application which concerns non-compliance with the GEM Listing Rules or other legal or regulatory requirements relevant to the Company's listing (except as otherwise disclosed), or any change to the information relating to our independence. This obligation continues after we cease to be the Company's Sponsor, if the material information came to our knowledge whilst we were acting as the Sponsor; and
 - (f) report to the Exchange in writing of the reasons for ceasing to act as a Sponsor as soon as practicable when we cease to act for the Company before completion of its listing; and

