HKEX
香港交易所

EN21

特殊目的收購公司交易所參與者註冊 / 退任申請之解釋說明
Explanatory Notes for Application for Registration / Resignation as SPAC Exchange Participant

一般資料
General Information

1. **申請人須注意，若所呈交之申請未有附上解釋說明內所列明的所須表格及文件，香港交易及結算所有限公司（「香港交易所」）將不作處理，有關的申請將退回申請人。**
   Applicant should note that Hong Kong Exchanges and Clearing Limited ("HKEX") will not process an application that is not accompanied by all the required form and documents stated in these notes and will return the application to the applicant.

2. 申請表格可於香港交易所網站 www.hkex.com.hk 下載。
   Application form is available at the web-site of HKEX at www.hkex.com.hk.

3. 除另有界定或文意另有所指外，本說明所載詞語具有《交易所規則》所界定之涵義。
   Unless otherwise defined or the context otherwise requires, terms and expressions used in these notes shall have the same meaning as defined in the Rules of the Exchange.

申請註冊特殊目的收購公司交易所參與者之所須文件
Documents Required for Application for Registration as SPAC Exchange Participant

申請人須提交：
Applicant shall provide:-

1. 表格 21（特殊目的收購公司交易所參與者註冊 / 退任申請）。
   Form 21 (Application for Registration / Resignation as SPAC Exchange Participant);

2. 申請人為確保遵守《證券及期貨事務監察委員會持牌人或註冊人操守準則》專業投資者制度下的適用規定而制定有關以下方面的政策、監控及程序，包括：
   Policies, controls and procedures that are in place to ensure compliance with the applicable requirements under the Professional Investor regime in accordance with the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission, including:
   (i) 評估客戶身份（即是否專業投資者，以及（若是）屬於哪一種（個人、法團還是機構））；
   in relation to the assessment of the status of a client (i.e. a Professional Investor or not, and if so, an Individual Professional Investor, a Corporate Professional Investor or an Institutional Professional Investor);
   (ii) 參與特殊目的收購公司證券交易的客戶的合適性評估；
   in relation to the suitability assessment of a client participating in SPAC securities;

3. 申請人為以下目的而制定的監控及 / 或措施： 為確保僅當客戶（包括直接客戶和中介經紀的相關客戶）為專業投資者，和按產品合適性評估被認定爲適宜買入相關證券（特別是特殊目的收購公司權證）時，才可執行其特殊目的收購公司證券的買盤指令，且此等買盤均按交易所不時規定的方式顯示；及

Controls and/or measures in place to ensure that only buy order instructions of SPAC securities on behalf of clients, including direct clients and underlying clients of intermediary brokers, who are Professional Investors and who are considered to be suitable for trading such securities in particular SPAC warrants based on the product suitability assessment are executed, and that such orders are indicated in such manner as prescribed by the Exchange from time to time; and

4. 申請人為以下目的而制定的監控及程序：
   Controls and procedures that are in place to:
   (i) 及時識別並向交易所舉報任何違反《交易所規則》適用規定的情況；
   timely identify and report to the Exchange any non-compliance of the applicable requirements under the Rules of the Exchange;
   (ii) 如交易所提出要求，採取必要的行動或措施補救或糾正任何違規情況（包括但不限於對任何有關特殊目的收購公司股份或特殊目的收購公司權證進行平倉）。
   if required by the Exchange, take such actions or measures as may be necessary to remedy or rectify any non-compliance (including but not limited to unwinding any settled position in the relevant SPAC Shares or SPAC Warrants).

請將上述所須文件遞交予香港交易及結算所有限公司客戶服務部，地址為香港中環康樂廣場八號交易廣場一期四十五樓。 為加快申請程序，交易所參與者可另將填妥的申請表以PDF格式連同列於EN21的其他所須申請文件電子副本，一併經電郵發送至OTPC@hkex.com.hk，並標題為「SPAC EP Application Form 21」。

Please submit the documents required listed above to Client Services Department of Hong Kong Exchanges and Clearing Limited at 45/F, One Exchange Square, 8 Connaught Place, Central, Hong Kong. To expedite the application process, Exchange Participants may also submit the duly completed form in PDF format, together with the electronic copies of other supplementary documents listed in EN21, via email to OTPC@hkex.com.hk with the subject marked as “SPAC EP Application Form 21”.

申請退任特殊目的收購公司交易所參與者註冊之所須文件
Documents Required for Resignation as SPAC Exchange Participant

申請人須提交：
Applicant shall provide:-

1. 表格 21 (特殊目的收購公司交易所參與者註冊 / 退任申請）。
   Form 21 (Application for Registration / Resignation as SPAC Exchange Participant).