



# Television Broadcasts Limited

## THE DECLARATION IMPORTANT NOTICE

If you hold shares in Television Broadcasts Limited and you want to be sure you have the right to exercise your vote at the forthcoming general meeting on 31 May 2023 (“Annual General Meeting”), you should complete this Declaration. **If this form is not completed and returned as provided below, you will not be able to vote the shares on a poll at the forthcoming general meeting.**

Further details are given in the Explanatory Notes.

If you are the Registered Shareholder(s), please complete **PART A**. If you are a Voting Controller but not the Registered Shareholder(s), please complete **PART C**. If you are an intermediary in the chain between the Registered Shareholder(s) and the Voting Controller, please complete **PART B**.

### **Part A (for Registered Shareholder(s))**

Full Name(s) and Address <sup>Note 1</sup> of Registered Shareholder(s)

**HKSCC NOMINEES LIMITED**  
30/F, ONE EXCHANGE SQUARE,  
8 CONNAUGHT PLACE, CENTRAL,  
HONG KONG  
W

Number of Shares

322090025

A1 On 03 May 2023, were you, are you, or will you be the Voting Controller / Joint Voting Controller <sup>Note 2</sup> of the shares?

Yes, Voting Controller

Yes, Joint Voting Controller

No

*(If you ticked “Yes” to Question A1, please complete Questions A2 and A3 below and disregard PART B and PART C of this Declaration.)*

*(If you ticked “No” to Question A1, please provide your identifying reference in Question A4 below and then send this Declaration to the person whom you have reason to believe may be able to complete PART C as the Voting Controller of the shares or PART B as an Intermediary in the chain between Registered Shareholder(s) and Voting Controller.)*

A2 On 03 May 2023, were you, are you, or will you be the Qualified Voting Controller or Unqualified Voting Controller <sup>Notes 2, 3 and 4</sup> of the shares?

Qualified Voting Controller

Unqualified Voting Controller

A3 I/We hereby declare that to the best of my/our belief the information I/we have given in PART A is true.

Signature <sup>Note 5</sup>

A4 If on 03 May 2023, you were not, are not or will not be the Voting Controller / Joint Voting Controller of the shares, please provide your identifying reference <sup>Note 6</sup> below and send this Declaration to the person whom you have reason to believe may be able to complete PART B or PART C as soon as practicable.

**PART B (for Intermediary)**

You should complete this part if on 03 May 2023, you were, are or will be an Intermediary <sup>Note 7</sup> (i.e., neither the Voting Controller nor the Registered Shareholder). If there is insufficient space, please provide the details on an additional sheet and attach it to the Declaration. If you are an Intermediary holding the shares on behalf of two or more persons, you should photocopy the Declaration and send a duly completed copy to each person on whose behalf you hold the shares.

B1 1<sup>st</sup> Intermediary's identifying reference: Account No:  
Number of shares to which this reference relates:

B2 2<sup>nd</sup> Intermediary's identifying reference: Account No:  
Number of shares to which this reference relates:

B3 3<sup>rd</sup> Intermediary's identifying reference: Account No:  
Number of shares to which this reference relates:

*(After completing PART B as an Intermediary, you should send this Declaration to the person you believe may be able to complete PART C as the Voting Controller of the shares or PART B as another Intermediary in the chain between Registered Shareholder(s) and Voting Controller.)*

**Part C (for Voting Controller but not Registered Shareholder(s))**

C1 On 03 May 2023, were you, are you, or will you be the Qualified Voting Controller / Qualified Joint Voting Controller / Unqualified Voting Controller / Unqualified Joint Voting Controller <sup>Notes 2, 3 and 4</sup> of the shares?

Qualified Voting Controller  Unqualified Voting Controller

Qualified Joint Voting Controller  Unqualified Joint Voting Controller

C2 Full Name, Address and Identification Details <sup>Note 8</sup> Number of Shares  
Name:  
Address:  
Identification Detail:

C3 I/We hereby declare that to the best of my/our belief the information I/we have given in this Part is true.

Signature <sup>Notes 2(3) and 5</sup>

**Deadline for returning the Declaration:** The completed Declaration should be returned to the Company Secretary, Television Broadcasts Limited by POST to TVB City, 77 Chun Choi Street, Tseung Kwan O Industrial Estate, Kowloon, Hong Kong; or by FAX to Facsimile No.: (852) 2719 7388; or by EMAIL to [declaration.forms@tvb.com.hk](mailto:declaration.forms@tvb.com.hk) not later than 14 May 2023 ("Specified Date").

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**TELEVISION BROADCASTS LIMITED**  
(the “Company”)

Declaration of Voting Control of shares issued by the Company pursuant to Section 22(1)(b) of Schedule 1 to the Broadcasting Ordinance (Cap. 562) (“BO”) and the directions of the Communications Authority (“CA”).

**HOW TO COMPLETE THIS DECLARATION**

- (1) This Declaration should be completed in whole or in part where indicated by the registered holder of shares in the Company, by the Voting Controller of those shares (who may or may not be the same person as the registered holder of the shares) and by any persons having an intermediate interest in those shares. The Explanatory Notes offer guidance in completing the Declaration and the Calendar displays the timetable to be observed.
- (2) This Declaration must be duly completed, returned to the Company and received by it not later than 16 clear days prior to the date of the general meeting of the Company, notice of which accompanies this Declaration. If this Declaration is not received by the Company by the stipulated date, the consequence is that on any poll at that meeting, no vote may be cast (in person or by proxy) in respect of the shares to which this Declaration relates.
- (3) If you are unable from your own knowledge and belief to complete this Declaration, or have no authority to do so, you are required by the BO to send this Declaration to any person whom you have reason to believe may be able to complete or assist in the completion of this Declaration, or has authority to do so, after (if appropriate) inserting an identification reference in Part B of the Declaration.
- (4) If you are in any doubt as to how to complete this Declaration, you should obtain independent professional advice.
- (5) This Declaration must be made to record the details of voting controller of the shares on the relevant date specified on the notice of general meeting accompanying this Declaration (being 28 days prior to the date of the general meeting) (the “Relevant Date”).
- (6) Any person who in purported compliance with any obligation to give information upon a declaration gives information which is false in any material particular and which he knows or reasonably ought to know is false commits an offence and is liable to a fine of HK\$1,000,000 and to imprisonment for 2 years.

**EXPLANATORY NOTES**

These notes have no legal effect and are only intended for guidance in completing the Declaration. Unless otherwise stated, the terms used in the Declaration shall have the same meaning as those which are defined in the BO. If you are in doubt as to how to complete the Declaration, you should obtain independent professional advice.

**GENERALLY**

**The purpose of the Declaration:**

The Declaration gives effect to the provisions of the BO intended to ensure:

- (1) that the control of the majority of the voting shares exercised on a poll (i.e. ballot) at any general meeting of the Company is in the hands of qualified voting controllers. The terms “voting controller”, “qualified voting controller” and “unqualified voting controller” are defined at length in the legislation and summarised in Notes 2, 3 and 4 below; and
- (2) that an unqualified voting controller does not exercise more than 15% of the total voting control of the Company’s shares and that no unqualified voting controller exercises 5% or more of the total voting control of the Company’s shares without the prior approval in writing of the CA.

**Personal data collection:**

Please refer to the Privacy Policy Statement and the Personal Information Collection Statement of the Company enclosed with the Declaration. Your provision of personal data to the Company is voluntary. However, failure to complete the Declaration could affect your entitlement to vote at the general meeting to which the Declaration relates (see below). Please note that your personal data may be disclosed or transferred by the Company to its subsidiaries, its share registrars, the CA, and/or other companies or bodies for the purposes stated in the Privacy Policy Statement and the Personal Information Collection Statement, and may be retained for such period as may be necessary for its verification and record purposes. You have the right under the Personal Data (Privacy) Ordinance (Cap. 486) to request access to or correction of your personal data or to request that your personal data should not be used in accordance with the provisions. Any such request should be in writing by post to Television Broadcasts Limited, TVB City, 77 Chun Choi Street, Tseung Kwan O Industrial Estate, Kowloon, Hong Kong or by email to info@tvb.com.

**The consequences of not completing the Declaration or not returning it duly completed to the Company by the Specified Date:**

The consequences are that the shares which are the subject of the Declaration cannot be voted, whether in person or by proxy, on any poll at the general meeting of the Company notice of which accompanies the Declaration. The marketability and dividend entitlement of the shares are not affected by not completing the Declaration and neither is the right to vote at the general meeting on a show of hands. However, the CA and other shareholders in the Company have the right to demand a poll in accordance with the Company’s articles of association, the outcome of which will override any vote taken on a show of hands.

**The consequences of duly completing and returning the Declaration to the Company by the Specified Date:**

The consequences are that the shares which are the subject of the duly completed Declaration can be voted on any poll without restriction unless either:

- (1) scrutiny of the votes cast on the poll discloses that the total voting control exercised by unqualified voting controllers on that poll exceeds 49% of the total voting control exercised on the poll by both qualified and unqualified voting controllers. In that situation, the weight attaching to the votes cast by unqualified voting controllers is reduced by the statutory formula to 49% of the total voting control exercised on the poll; or
- (2) a duly completed Declaration discloses that the total voting control in the hands of one unqualified voting controller is either more than 15% of the total voting control in the Company or, without the CA’s prior approval in writing, 5% or more of the total voting control in the Company (and see Note 3(5) below).

## SPECIFICALLY

### These notes cross refer to the Declaration

#### Note 1 – Address of Registered Shareholder

The Address printed in the Declaration has been extracted from the Company's register of shareholders. If this does not show the correct full address, write the correct full address in the space provided.

#### Note 2 – Voting Controller

- (1) The voting controller of shares is the person who directly or indirectly, whether alone or with others, controls or has the ability to control how the votes attaching to those shares are to be exercised at a general meeting. The registered shareholder may not necessarily be the voting controller but could be a nominee, broker or agent for another who may, or may not, be the voting controller (and see Note 7 below). The voting controller and beneficial owner do not mean the same thing but there will be instances when the voting controller of shares in the Company will also be the beneficial owner of those shares.
- (2) A person's status as a voting controller is determined on the Relevant Date (being the date 28 days prior to the general meeting of the Company).
- (3) The BO contemplates that there may be two or more voting controllers in relation to the same shares. However, this will not occur unless the conclusive decision how to vote those shares is taken jointly. If the decision of one prevails over another or others, the person whose decision prevails is the voting controller. If there are two or more voting controllers in relation to the same shares and one or more is an unqualified voting controller, each voting controller is to be regarded in relation to those shares as an unqualified voting controller and the Declaration should be completed accordingly.
- (4) The BO provides for transparency of the voting controller of the Company where any intermediary, nominee, trust, agreement, arrangement, understanding or practice, (whether having legal effect or not) is used or interposed.

Examples of who is the voting controller in various scenarios are set out below:

##### (a) Mortgages of shares in the Company

Where shares in the Company are mortgaged or subject to a security interest in favour of a bank or its nominee, the borrower is usually the voting controller until such time as the bank or its nominee has given written notice of its intention to exercise the right to vote those shares upon, for example, default by the borrower in repaying or servicing the borrowing.

##### (b) Discretionary fund management

Where portfolio managers of shares in the Company have a wide discretion as to management and investment but nevertheless there is an overriding right vested in their client, or a third party, to direct how those shares should be voted, their client or the third party (as the case may be) is usually the voting controller of those shares whether or not he exercises his overriding right.

##### (c) Discretionary trusts

The trustees of a discretionary trust comprising shares in the Company who properly exercise the discretion reposed in them and vote those shares accordingly are usually the voting controllers of the shares. Where, however, for example the trustees invariably follow the directions of the founder of the trust or a beneficiary thereof or a third party, that founder, beneficiary or third party (as the case may be) is usually the voting controller.

##### (d) Bare trusts and fixed interest trusts

Adults who are absolutely or unconditionally entitled to a trust estate comprising shares in the Company or who are entitled to the income of such a trust as it arises or to resort to its capital are usually the voting controllers of those shares. In all other circumstances the trustees are usually the voting controllers of those shares.

#### Note 3 – “Qualified” voting controller

- (1) In the case of an individual (not a corporation) this means a voting controller who is presently ordinarily resident in Hong Kong and has been so resident for at least one continuous period of not less than 7 years.
- (2) In the case of a corporation (not an individual) this means a voting controller, incorporated in Hong Kong, whose control and management are actually exercised in Hong Kong and a majority of whose directors (or both if there are only 2 directors) are ordinarily resident in Hong Kong and have been so resident for at least one continuous period of not less than 7 years. For this purpose the directors are considered to be ordinarily resident in Hong Kong if they satisfy the requirements of (3) below.
- (3) Not less than 180 days residence in Hong Kong in any calendar year or not less than 300 days residence in Hong Kong in any two consecutive calendar years makes an individual ordinarily resident in Hong Kong.
- (4) The BO deems the following to be “qualified” voting controllers irrespective of their residence:
  - (i) the trustee or manager of a unit trust or mutual fund authorised as a collective investment scheme under section 104 of the Securities and Futures Ordinance (Cap. 571);
  - (ii) the trustee of a charitable scheme made by a court order;
  - (iii) the judicial officer in whom the estate of a deceased is vested between the time of death and the grant of letters of administration; and
  - (iv) the Registrar of the High Court of Hong Kong.
- (5) The BO contains extensive powers for the CA and the Company to require information to be given by persons it believes to be voting controllers. The CA may make orders restricting the transfer or issuing of voting shares, the exercise of the voting rights and (except in a liquidation) the payment of dividends or capital in respect of the shares if information is not provided in connection with an investigation.

#### Note 4 – “Unqualified voting controller”

An unqualified voting controller is a voting controller who is not a qualified voting controller (see Note 3).

#### Note 5 – Who should sign?

The person who signs the declaration should be, in the case of an individual, the registered shareholder and/or the voting controller as the case may be; or the case of a company or corporation, an officer with the authority to sign on its behalf.

In the case of joint voting controllers, any one with authority to do so may sign for or on behalf of the joint voting controller.

#### Note 6 – Identifying reference of registered shareholder

If the registered shareholder is not the voting controller and holds different shares in the Company on behalf of more than one person, client or customer, he should insert an identifying reference in order to identify which of the shares held by him are attributable to each person, client or customer.

#### Note 7 – Intermediary

If on the Relevant Date you were, are or will be neither the voting controller of the shares (see Note 2) nor the registered shareholder but you represented, represent or will represent a person, such as a client or customer, with interests directly or indirectly in the shares, you should complete Part B.

It is irrelevant to your status as an intermediary whether or not the person whose interests you represent is the voting controller of the shares in the Company.

#### Note 8 – Identification details of voting controller in Part C

In the case of a voting controller who is an individual (not a corporation) you should enter in the space provided any identification document number, or passport document number and the date and place of issue of that document.

In the case of corporate (not individual) voting controller you should enter the name of the state or territory of incorporation or good standing of the corporation and the office or position within the corporation of the signatory to Part C of the Declaration, for example: director, manager, financial controller.



# 電視廣播有限公司

## 聲明書 重要通告

如你持有電視廣播有限公司的股份，而你想確定你在 年 月 日（股東大會舉行日期）召開的股東大會上有權行使投票權，則必須填寫本聲明書。

如你不依照下列指示填寫及交回本聲明書，將不能在即將召開的股東大會上以行使所持股份的投票權去投票表決。

其他資料詳載於附註內。

如你是登記股東，請填寫 **A部**。如你是投票權控制人但非登記股東，請填寫 **C部**。如你是登記股東與投票權控制人之間的中間人，請填寫 **B部**。

### A部（適用於登記股東）

登記股東（們）全名及地址<sup>附註1</sup>

股份數目

**A1** 在 年 月 日（股東大會舉行日期前 28 天），你（們）是否曾經、正在或將會身為該等股份的投票權控制人/聯合投票權控制人<sup>附註2</sup>？

是，投票權控制人  是，聯合投票權控制人  否

*（如你在問題 A1 回答「是」，請填寫問題 A2 及 A3 並無須理會本聲明書的 B 部和 C 部。*

*如你在問題 A1 回答「否」，請在問題 A4 提供你的識別附註，然後將本聲明書送交你認為可以投票權控制人身份填寫 C 部或可以登記股東與投票權控制人之間中間人身份填寫 B 部的人士。）*

**A2** 在 年 月 日（股東大會舉行日期前 28 天），你（們）是否曾經、正在或將會身為該等股份的合資格投票權控制人或不合資格投票權控制人<sup>附註2,3及4</sup>？

合資格投票權控制人  不合資格投票權控制人

**A3** 我/我們現謹聲明，我/我們在本部分所填報的資料，據我/我們相信，均屬真確無訛。

簽署<sup>附註5</sup>

**A4** 在 年 月 日（股東大會舉行日期前 28 天），如你並非曾經、並非正在或不會身為該等股份的投票權控制人/聯合投票權控制人，請填上識別附註<sup>附註6</sup>，然後將本聲明書盡快送交你認為可以填寫 B 部或 C 部的人士。

**B 部 (適用於中間人)**

在 年 月 日 (股東大會舉行日期前 28 天), 如你曾經、正在或將會身為中間人<sup>附註 7</sup> (即並非投票權控制人或登記股東), 則須填寫本部份。若空位不足, 請將資料另頁填寫, 然後附於本聲明書。如你是中間人, 正代表兩名或以上人士持有有關股份, 則須將本聲明書影印, 並將填妥的副本送交你代為持有股份的每位人士。

B1 第一中間人的識別附註:  
與本編號有關的股份數量:

B2 第二中間人的識別附註:  
與本編號有關的股份數量:

B3 第三中間人的識別附註:  
與本編號有關的股份數量:

(你以中間人身份填妥 B 部後, 應將本聲明書送交你認為可以該等股份的投票權控制人身份填寫 C 部或可以登記股東與投票權控制人之間另一中間人身份填寫 B 部的人士。)

**C 部 (適用於投票權控制人但非登記股東)**

C1 在 年 月 日 (股東大會舉行日期前 28 天), 你是否曾經、正在或將會身為該等股份的合資格投票權控制人/合資格聯合投票權控制人/不合資格投票權控制人/不合資格聯合投票權控制人<sup>附註 2,3 及 4</sup>?

合資格投票權控制人  不合資格投票權控制人

合資格聯合投票權控制人  不合資格聯合投票權控制人

C2 全名、地址及身份證明詳情<sup>附註 8</sup>

股份數目

C3 我/我們現謹聲明, 我/我們在本部份所填報的資料, 據我/我們相信, 均屬真確無訛。

簽署<sup>附註 2(3)及 5</sup>

**遞交聲明書的限期:** 填妥的聲明書應在 年 月 日 (股東大會舉行日期 16 整天前) (「指定日期」) 或之前以郵寄方式寄香港九龍將軍澳工業邨駿才街七十七號電視廣播城電視廣播有限公司公司秘書收, 或以傳真方式傳至圖文傳真號碼: (852)2719 7388, 或以電郵方式送達至 [declaration.forms@tvb.com.hk](mailto:declaration.forms@tvb.com.hk)。

## 電視廣播有限公司

(「該公司」)

依據《廣播條例》(第562章)(「該條例」)附表1第22(1)(b)條及通訊事務管理局(「通訊局」)指示,就該公司所發行股份的投票控制權而作出的聲明。

### 如何填寫本聲明書

- (1) 本聲明書應由該公司股份的登記持有人,該等股份的投票權控制人(他與股份登記股東可能是或可能不是同一人)及任何擁有該等股份中間人權益的人士,按照指示填寫全部或部分內容。附註內已對聲明書的填寫方法提供指引,而有關月曆則顯示須予遵循的時間表。
- (2) 本聲明書必須經有關人士填妥並交回該公司,而該公司須在股東大會舉行日期(有關通告夾附於本聲明書內)16整天前收到該聲明書,倘該公司在規定日期或之前未有收到本聲明書,其後果為有權投票者在大會進行任何投票表決時,不論其本人或其代理人,皆不得行使本聲明書有關股份的投票權。
- (3) 如你據本身所知所信,無法填妥本聲明書,或無權這樣做,則必須遵照該條例規定,在聲明書B部內填上識別編號後,將本聲明書送交你有理由相信可填寫或協助填寫本聲明書或有權這樣做的人士。
- (4) 如你對填寫本聲明書有任何疑問,請徵詢獨立專業人士的意見。
- (5) 聲明書必須記錄於本聲明書所夾附股東大會通告上所指定當日(股東大會舉行日期前28天)(「有關日期」),身為該等股份投票權控制人的資料詳情。
- (6) 任何人士,如聲稱已根據規定在聲明書上填報資料,但在若干重要細節上提供虛假資料而他亦知情或理應知情者,即屬犯罪,一經定罪可處罰款港幣1,000,000元及監禁兩年。

### 附註

本附註不具法律效力,只用作填寫聲明書的指引。除非另有說明,聲明書中所用詞彙與該條例中所界定者具備相同涵義。如對填寫聲明書有任何疑問,請徵詢獨立專業人士的意見。

### 一般指引

#### 聲明書的目的:

為施行該條例的規定而作出的聲明,旨在確保:

- (1) 在該公司任何股東大會上進行投票表決時行使投票權的股份,大部份是操控於合資格投票權控制人手上。「投票權控制人」、「合資格投票權控制人」及「不合資格投票權控制人」等名詞的定義,在法例內已有詳細界定,並在以下附註2、3及4內扼要說明;及
- (2) 每名不合資格投票權控制人,不得行使超過該公司股份總投票控制權的15%,及任何不合資格投票權控制人,在未獲通訊局事先書面批准之前,不得行使該公司股份總投票控制權的5%或以上。

#### 收集個人資料:

請參照夾附於本聲明書的「隱私政策聲明」和「收集個人資料聲明」。你向該公司提供個人資料純屬自願性質。然而,未能填妥本聲明書將影響你於股東大會中行使與本聲明書相關的投票資格(參看下部)。該公司或會為「隱私政策聲明」和「收集個人資料聲明」內所述的目的,將你的個人資料披露或轉交予該公司之附屬公司、股份過戶登記處、通訊局及/或其他公司或團體,以及於該公司為核實及記錄目的所需之期間內保留該等資料。根據《個人資料(私隱)條例》(第486章),你有權要求存取或更改你的個人資料或要求停止使用你的個人資料。任何該等要求須以書面方式致函電視廣播有限公司,香港九龍將軍澳工業邨駿才街七十七號電視廣播城或電郵至info@tvb.com.。

#### 不填寫聲明書或不在指定日期前將填妥的聲明書交回該公司的後果:

其後果為在公司股東大會(開會通告夾附於聲明書)進行投票表決時,不論是有權投票者本人或其投票代理人,皆不得行使聲明書所涉股份的投票權。不填寫聲明書,不會影響該等股份在市場銷售的能力和享有股息的資格,及在股東大會進行舉手表決時的投票權。不過,通訊局及該公司其他股東有權要求按照公司組織章程進行投票表決,而所得出結果將可推翻任何舉手表決的決議。

#### 在指定日期前將填妥的聲明書交回該公司的結果:

其結果為有權投票者在任何投票表決上,均可行使該已填妥的聲明書所涉股份的投票權,不會受到任何限制,除非:

- (1) 在審查投票表決中所投票數後,發現在該次表決中由不合資格投票權控制人所行使的總投票控制權,超出合資格投票權控制人和不合資格投票權控制人在該次投票表決中共行使總投票控制權的49%。在這種情形下,不合資格投票權控制人所投票數的比重,將會依照法定公式減為該次表決中總投票控制權的49%;或
- (2) 有任何經填妥的聲明書顯示,一名不合資格投票權控制人所操縱的總投票控制權,超過該公司總投票控制權的15%,或在未獲通訊局事先書面批准之前,持有該公司總投票控制權的5%或以上(參看以下附註3(5))。

## 特別指引

### 以下附註與聲明書互相參照

#### 附註1—登記股東的地址

聲明書內所印列地址，引錄自該公司的股東名冊，如該地址並不正確詳盡，請將正確詳盡的地址填寫在適當空位內。

#### 附註2—投票權控制人

- (1) 股份投票權控制人是在股東大會上，可直接或間接（不論單獨或聯同他人）控制或有能力控制如何行使該等股份所附有的投票權者。登記股東未必是投票權控制人，而只是別人的代理人、經紀或代表，而該人可能是或可能不是投票權控制人（參看以下附註7）。雖然投票權控制人與實益擁有人並非同指一人，但有些情況下該公司股份的投票權控制人亦是該等股份的實益擁有人。
- (2) 投票權控制人的身份是取決於有關日期（即該公司股東大會舉行日期前第28天）
- (3) 該條例關注到相同股份可能會有兩名或以上投票權控制人。不過，除非該兩名或以上投票權控制人共同全權決定如何行使股份的投票權，否則上述情況不會出現。倘某人的決定能凌駕於其他人的決定，則那某人即為投票權控制人。倘相同股份有兩名或以上投票權控制人，而其中一人或以上是不合資格投票權控制人，則該等股份每名投票權控制人均被視為不合資格投票權控制人，而他們亦應據此填寫聲明書。
- (4) 該條例規定，凡使用或採用中間人、代理人、信託、協議、協定、協商或慣例等方式（不論具法律效力與否）者，該公司的投票權控制人的身份須為人知。

下列各例子說明在不同情況下誰是投票權控制人：

##### (a) 公司股份抵押

如該公司股份已抵押給銀行或其代理人或給予銀行或其代理人作為貸款抵押品，借款人通常是投票權控制人，直至該銀行或其代理人因借款人拖欠還款或不履行債務責任等理由而發出書面通知，表示準備行使該等股份的投票權為止。

##### (b) 有酌情權的基金管理

凡投資組合經理在該公司股份管理及投資事宜上擁有廣泛的決定權，但其客戶或第三者有推翻決定權，可指示該等股份如何投票者，則其客戶或第三者通常是該等股份的投票權控制人，不論他行使其推翻決定權與否。

##### (c) 有酌情權的信託

包括該公司股份在內的有酌情權信託的信託人，如恰當地行使所受託的酌情權，並據此行使該等股份的投票權者，通常是該等股份的投票權控制人。不過，例如信託人一律遵循該項信託的創立人或受益人或第三者的指示，則該創立人、受益人或第三者通常是投票權控制人。

##### (d) 受益人完全有權擁有信託財產的信託

任何成年人，如果他們是絕對和無條件地有權擁有包括該公司股份在內的信託財產，或是該信託財產所產生的收入的受益人，或可使用其資金者，通常是該等股份的投票權控制人。在其他一切情形下，信託人通常是該等股份的投票權控制人。

#### 附註3—「合資格」投票權控制人

- (1) 如屬個人（並非公司），意即該名投票權控制人須目前通常居於香港，並最少曾於一段不少於7年的連續期間通常居於香港。
- (2) 如屬公司（並非個人），意即該名投票權控制人須在香港註冊，其控制及管理權是真正在香港行使，而且大多數董事（如董事人數只得兩名，則指該兩名董事）通常居於香港，並最少曾於一段不少於7年的連續期間通常居於香港。就本項而言，如董事符合以下第(3)項的規定，即視為通常居於香港。
- (3) 通常居於香港的人士，指在任一個曆年內在在香港居住不少於180天，或在任何連續兩個曆年內在在香港居住不少於300天者。
- (4) 以下人士不論是否通常居於香港，在該條例內均被視為「合資格」投票權控制人：
  - (i) 根據《證券及期貨條例》（第571章）第104條獲認可為集體投資計劃的單位信託或互惠基金的信託人或經理；
  - (ii) 由法庭頒令成立的慈善計劃的信託人；
  - (iii) 在某人身故後至遺產管理證明書發出前期間，暫獲死者遺產業權的法庭人員；及
  - (iv) 香港高等法院司法常務官。
- (5) 該條例賦予通訊局及該公司廣泛權力，可要求其相信為投票權控制人的人士提供資料，通訊局如在進行調查期間不獲提供有關資料，可發出命令限制轉讓或發行有投票權股份、行使投票權及（除清盤外）就該等股份派發股息或繳付股本。

#### 附註4—「不合資格投票權控制人」

任何投票權控制人，如非合資格投票權控制人，即屬不合資格投票權控制人（參看附註3）。

#### 附註5—誰應簽署？

本聲明書應由以下人士簽署：如屬個人，由登記股東及／或投票權控制人（視乎情況而定）；如屬公司或法人組織，由有權代表該公司或法人組織簽署的人員簽署。

如屬聯合投票權控制人，則由任何有權為或代表聯合投票權控制人簽署的人士簽署。

#### 附註6—登記股東識別編號

如登記股東並非投票權控制人，並代表超過一位人士、客戶或顧客持有該公司不同的股份，則須填上識別編號，以識別他所持的股份，分別屬於那位人士、客戶或顧客所有。

#### 附註7—中間人

如你在有關日期並非曾經、正在或將會身為該等股份的投票權控制人（參看附註2）或登記股東，但你曾經、正在或將會代表一位對該等股份有直接或間接權益的人士（例如一位客戶或顧客），則須填寫B部。

不論由你代表權益的人士是否該公司股份的投票權控制人，均與你中間人身份無關。

#### 附註8—C部內投票權控制人的身份證明詳情

屬個人身份（而非公司）的投票權控制人，請在適用空位內填上任何身份證明文件編號或護照文件編號及該證件簽發的日期和地方。

屬公司身份（而非個人）的投票權控制人，請於聲明書C部填上註冊國家或地區的名稱，或該公司的有效存在，以及簽署人在該公司內的職位，例如：董事、經理、財務主管。