

U O B K A Y H I A N P R I V A T E L I M I T E D

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GUIDE AND CAUTIONARY NOTES IN APPLYING FOR/CONTINUING WITH AN ACCOUNT WITH UOB KAY HIAN PRIVATE LIMITED ("GUIDE")

Thank you for maintaining an account with UOB Kay Hian Private Limited (hereafter either "UOBKH" or "We" or "Us").

We provide this Guide in the interest of transparency and fair dealing with you.

It is designed to assist you in:

- (i) understanding the types of services we offer and their respective limits; and
- (ii) with that understanding, deciding on whether to use, and if so, which of our service or services to use.

While there are common terms governing all of our services – as you will note from a study of our Master Trading Agreement – the terms specific to each service will vary.

Who Are We And What Services Can We Provide?

We are a Singapore established company and the holder of a capital markets services license ("CMS license") under the Securities and Futures Act of Singapore (the "SFA") for the carrying out of activities regulated under the SFA including but not limited to, dealing in securities.

As we hold a CMS license for the regulated activities set out above, we are also entitled to be, and are, registered as an exempt financial adviser ("EFA") under the Financial Advisers Act of Singapore (the "FAA") for the carrying out of financial advisory services as defined under the FAA or its regulations.

What Services Are Available To You From Us?

We provide basically three levels of service:

- (i) execution only;
- (ii) dealing with execution related advice ("ERA"); and
- (iii) dealing with advice under a formal advisory agreement ("Paid Advice").

ERA is specifically defined by our regulators as advice or recommendation that you provide no additional payment apart from any fee that we may earn from your dealing (i.e. buying/selling) in investment products with or through us. We refer to such advice or recommendation as free advice or recommendation.

Excluded Investment Products

Level of Service

For dealings in what are called Excluded Investment Products ("EIPs") the **only** levels of service available from us are (i) execution only; and (ii) dealing with Paid Advice. Neither we nor any of our representatives will or will be providing dealing with ERA.

Unless you are receiving advice which you are paying for pursuant to the terms of an express advisory agreement with us – ie. Paid Advice, we are not willing and will not provide you with anything in relation to EIPs that you may regard or rely on as being advice or recommendation intended for you specifically to rely or act on.

We or our representatives may still from time to time comment or give opinions and suggestions or otherwise make statements in relation to EIPs. **HOWEVER** – as you will also note from a study of our disclaimers in relation to EIPs - **you MUST assume and accept ALL such statements as no more than our respective expressions of opinions honestly held or statements of fact honestly believed not to be inaccurate or misleading. This is particularly so for responses off the cuff to any enquiries you may put orally or via electronic communications to us or our representatives.** You should not place reliance on such supposed statements even if they are given in language indicating them to be recommendations or advice, without you first independently satisfying yourself of the correctness of such supposed statements and the suitability of such supposed recommendations or advice.

What are EIPs?

EIPs are limited to securities (and options on such securities) that are listed for trading on an approved securities exchange in Singapore and not specifically specified by such securities exchange to be a Specified Investment Product. Please refer to the attached Appendix 1 for a list of EIPs.

EIPs are (in the words of our regulatory authority in their press release of 28th July 2011) "less complex products which are already established in the market and are generally well understood by retail investors". As such we will provide you our services on a purely execution only dealing services in relation to EIPs.

For our services in relation to EIPs, except for Paid Advice, we therefore assume and materially rely on you being agreeable and willing to generally accept sole responsibility for determining the merits or suitability of any and all transactions that you may enter into with respect to any and all EIPs. If you are not so agreeable and willing, you should and must not apply for an account for dealing in EIPs with us. If you have such an account you must take steps to close that account. The only exception to our execution only services for EIP is dealing with Paid Advice. For this you must have entered into a formal agreement with us defining both the circumstances when we will provide or be deemed to be providing you advice or recommendations in relation to EIPs; and our charges for the giving of such advice or recommendation(s).

Specified Investment Products

Level of Service

For dealings in what are called Specified Investment Products ("SIPs"), all three levels of services are (depending on your circumstances and the circumstances of your particular transacting in SIPs) available options if you are not any of the following:

- I. An accredited or expert investor as defined below;
- II. A person not residing in Singapore who is not a Singapore citizen or a permanent resident of Singapore, or wholly or partly dependent on a Singapore citizen or a permanent resident of Singapore.
- III. Not a natural person (including but not limited to corporations and institutions).

If you fall within I, II and/or III, our services are (as with EIPs generally) limited to execution only services; and/or dealing with Paid Advice only.

If you do not fall within either I or II and you are a natural person, then you will be regarded as a Retail Investor. Please see below under the heading of "Retail Investor" for the services that we will offer you.

What are SIPs?

SIPs are (for the purposes of our dealing services available to you as a CMS license holder) capital markets products that are not EIPs.

SIPs are then further divided into three general types –

- (a) those listed solely on a securities or futures exchange outside of Singapore;
- (b) those listed on a securities or futures exchange in Singapore; and
- (c) those that are not listed on any securities or futures exchange.

A general guide on SIPs is available through the following link:

http://www.mas.gov.sg/resource/publications/Safeguards%20when%20purchasing%20specified%20investment%20pdts_UPDATED.pdf

Accredited and Expert Investor and Non-Resident Exemption Notice

Please be reminded as noted above that we are expressly exempted from assuming and will not assume (short of an express and formal agreement otherwise) any suitability obligation under the FAA or any obligation to provide product information under the FAA to any person who is either an accredited investor or an expert investor for the purposes of the FAA or a person not residing in Singapore who is not a Singapore Citizen or Singapore Permanent Resident, and not wholly or partly dependent upon a Singapore Citizen or Singapore Permanent Resident.

For convenience of reference we set out below the relevant definition of "accredited investor" and "expert investor" respectively:

Schedule

Definitions of "accredited investor" and "expert investor".

- (a) "accredited investor" means –
 - (i) an individual –

- (A) whose net personal assets exceed in value \$2 million (or its equivalent in a foreign currency) or such other amount as the Monetary Authority of Singapore ("MAS") may prescribe in place of the first amount; or
 - (B) whose income in the preceding 12 months is not less than \$300,000 (or its equivalent in a foreign currency) or such other amount as the MAS may prescribe in place of the first amount;
- (b) "expert investor" means —
- (i) a person whose business involves the acquisition and disposal, or the holding, of capital markets products, whether as principal or agent;
 - (ii) the trustee of such trust as the Authority may prescribe, when acting in that capacity; or
 - (iii) such other person as the Authority may prescribe.

Retail Investors

Depending on whether a Retail Investor wishes to deal in listed or unlisted SIPs, he will first need to pass respectively a Client Account Review ("CAR") and/or a Customer Knowledge Assessment ("CKA") before he may be permitted to begin or continue trading in the relevant SIP. Therefore, unless we had expressly agreed otherwise in your case, you must have had passed either the CAR and/or CKA with us before you can begin or continue trading in the relevant SIP.

The new measures also impact on the types of questions we need to put to a Retail Investor who wishes to deal in listed or unlisted SIPs, to understand his ability and willingness to take relevant investment/trading risks and his investment/trading objectives.

We have prepared a new Client Investment Profile Questionnaire (the "CIP") accordingly and **you should therefore treat all previous Client Investment Profile Information that you had provided (if any) as being redundant and obsolete.**

The filling up of the CIP in particular is relevant only if you are permitted to trade or continue to trade in SIPs. Therefore it will generally only be relevant if successfully pass your review and/or your assessment under the CAR and/or the CKA (as relevant). As such we will follow up and provide you with the revised CIP only after the relevant CAR and/or CKA assessment(s) have been done, and you have been approved to be permitted to trade and/or continue trading in SIPs.

Generally Circulating Materials and Resources Warning

Please also note that regardless of whether you properly complete and return the CIP to us, you may be provided or given access to resources or materials that are intended to be for general circulation. The materials intended for general circulation will have an express notice accompanying the materials to that effect. Such resources and materials are provided with the sole aim of enabling you to manage and control your own investments and this means also that you need to be able and willing to accept sole responsibility for ensuring the merits and suitability of any and all investments that you may make with or through us before making any investment or effecting any transaction with or through us. **None of the advice or recommendation appearing in such generally-circulated materials and resources should be taken by you as intended for you specifically to rely on.** They are provided expressly subject to the exemption notice and disclaimer against such effects accompanying the materials.

APPENDIX 1 – EXCLUDED INVESTMENT PRODUCTS

(Extract of the MAS Notice No. SFA 04-N12 Notice on the Sale of Investment Products)

Unless otherwise provided here, the terms used or referred to in this Appendix shall have the same meanings assigned to them in section 2 of the Securities and Futures Act (Cap. 289) or section 2 of the Financial Advisers Act (Cap. 110), where applicable.

“Excluded Investment Product” means:

- (a) any stocks or shares issued or proposed to be issued by a corporation or body unincorporate, other than where such corporation or body unincorporate is a collective investment scheme;
- (b) any unit of a share which represents ownership of the underlying share, where the underlying share is held on trust for the unit-holder by a custodian, and where –
 - (i) the units of shares have been previously issued, are listed for quotation or quoted on a securities exchange, and are traded on the exchange or an application has been or will be made for permission for the units of shares to be listed for quotation or quoted on a securities exchange or recognised securities exchange and the shares have been previously issued and are listed for quotation on a securities exchange or a recognised securities exchange; and
 - (ii) no additional consideration (other than administrative fees) is payable by the unit-holder in the event that he converts the unit of share into the underlying share;
- (c) any right, option or derivative issued or proposed to be issued by a corporation or body unincorporate in respect of its own stocks or shares;
- (d) any unit in a business trust;
- (e) any unit in a collective investment scheme, such collective investment scheme being an arrangement:
 - (i) that is a trust;
 - (ii) that invests primarily in real estate and real estate-related assets specified by the Authority in the Code on Collective Investment Schemes; and
 - (iii) all or any units of which are listed for quotation on a securities exchange;
- (f) any debenture other than:
 - (i) asset-backed securities as defined in section 262(3) of the Act; or
 - (ii) structured notes as defined in regulation 2(1) of the Securities and Futures (Offers of Investments) (Shares and Debentures) Regulations 2005;
- (g) any contract or arrangement the effect of which is that one party agrees to exchange currency at an agreed rate of exchange with another party, where such currency exchange is effected immediately,

but does not include any product specified in items (a) to (g) above that is listed for quotation or quoted only on a securities market or a futures market that is not operated by an approved exchange.

ACKNOWLEDGMENT OF RECEIPT OF GUIDE AND CAUTIONARY NOTES IN APPLYING FOR/CONTINUING WITH AN ACCOUNT WITH UOB KAY HIAN PRIVATE LIMITED

This acknowledges that I/we* have received a copy of the GUIDE AND CAUTIONARY NOTES IN APPLYING FOR/CONTINUING WITH AN ACCOUNT WITH UOB KAY HIAN PRIVATE LIMITED and have read and understood its contents and the terms explained for me/us* to be allowed to open/continue to maintain an account with UOB Kay Hian Private Limited.

Signature of Principal Applicant **

Name:

NRIC/Passport No.:

Date:

Signature of Joint Applicant (if any)**

Name:

NRIC/Passport No.:

Date:

* Delete where applicable

** If you are an existing account holder, you are deemed to have received, read, understood and accepted the terms of the Guide when you place your next transaction with us.