

HKEX GUIDANCE LETTER

HKEX-GL55-13 (July 2013), ~~and~~ (Updated in September 2013, February 2014, March 2014, December 2016, and February 2018 and July 2018)

[\[Updated to include relevant guidance in HKEX-GL23-10 and HKEXLD21-3, which will be withdrawn\]](#)

Subject	Guidance on Documentary Requirements and Administrative Matters for New Listing Applications (Equity)
Listing Rules and Regulations	Main Board Rules 9.03, 9.10A, 9.11, 9A.01, 9A.02, 19A.22A and Appendix 28 GEM Rules 12.12 to 12.14, 12.22 to 12.26 and 25.17A
Related Publications	See body of this Guidance Letter <u>HKEX-GL14-09 – Guidance on application for exemptions from the Companies (Winding Up and Miscellaneous Provisions) Ordinance (“GL14-09”)</u> <u>HKEX-GL18-10 – Guidance on publicity materials, e-IPO advertisements and Mixed Media Offer (“MMO”) (“GL18-10”)</u> <u>HKEX-GL57-13 – Guidance on the submission and publication of Application Proofs, Post Hearing Information Packs (“PHIPs”) and related materials on the Exchange’s website for listing applicants (“GL57-13”)</u> <u>HKEX-GL81-15 – Guidance on Mixed Media Offer (“GL81-15”)</u> <u>HKEX-GL98-18 – Guidance on Disclosure in Listing Documents (“GL98-18”)</u> <u>Checklists and forms for applications submitted on or after 15 February 2018 on the Exchange’s website</u>
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Important note: *This letter does not override the Listing Rules and is not a substitute for advice from qualified professional advisers. If there is any conflict or inconsistency between this letter and the Listing Rules, the Listing Rules prevail. You may consult the Listing Department on a confidential basis for an interpretation of the Listing Rules or this letter.*

1. Purpose

- 1.1 This letter provides guidance on the documentary requirements and administrative matters for new listing applications ~~submitted on or after 1 October 2013.~~ [\(Updated in July 2018\)](#)
- 1.2 The Exchange expects applicants to follow this guidance letter when preparing their listing applications. The Exchange may consider an application to be not substantially

complete as required under the Listing Rules if the applicant does not follow this guidance.

2. Background

2.1 The current filing requirements for a listing application require different documents to be submitted at various stages to facilitate the vetting process in a sequenced and orderly manner. There are corresponding checklists which set out the documents required to be submitted at those stages.

2.2 Under the Securities and Futures Commission's ("[SFC](#)") new sponsor regulation effective on 1 October 2013, an Application Proof and related documentation must be substantially complete and the time between the date of the listing application and the actual listing should be shortened. To streamline the checklists and documentary requirements, the Exchange has amended the Listing Rules to complement the new sponsor regulation.

2.3 With effect from 15 February 2018:

(a) an application for transfer of a listing from GEM to the Main Board (a "**GEM Transfer**") requires the appointment of a sponsor (and an applicant is required to comply with the requirement to appoint a sponsor at least two months prior to the submission of its listing application for the Main Board); and

(b) unless a listing document is not required pursuant to the transitional arrangements applicable to a GEM Transfer (an "**Eligible Transfer**") (see paragraph 3.2 below), a GEM Transfer applicant must publish a listing document and comply with the substantially complete Application Proof¹ requirement under Main Board Rule 9.03(3) (GEM Rule 12.09(1)). **(Added in February 2018)**

3. Relevant Listing Rules

3.1 Main Board Rules 9.03, 9.10A and 9.11 (GEM Rules 12.12 to 12.14 and 12.22 to 12.26) set out the documentary requirements for application for the listing of equity securities, including a GEM Transfer (unless transitional arrangements apply). **(Updated in February 2018)**

3.2 Appendix 28 ~~of~~ [to](#) the Main Board Rules sets out the transitional arrangements for an Eligible Transfer for a qualifying GEM Transfer applicant (an "**Eligible Issuer**"²) for a period of three years from 15 February 2018. Paragraphs 8 and 10 of Appendix 28 allow a qualifying Eligible Issuer to publish a GEM Transfer announcement instead of a listing document. **(Added in February 2018)**

3.3 For a PRC incorporated applicant, Main Board Rule 19A.22A (GEM Rule 25.17A) sets out the timing (i.e. at least four clear business days before the expected hearing date)

¹ Refers to a draft listing document that is required to be substantially complete and is submitted to the Exchange together with a listing application form (see Main Board Rule 1.01 (GEM Rule 1.01)).

² Defined in Main Board Rule 9A.01A.

when it is required to submit a certified copy of the document issued by the China Securities Regulatory Commission ("**CSRC**") or other PRC competent authority expressly approving its listing on the Exchange.

4. Guidance

4.1 ~~To streamline the application process, the majority of Main Board Rule 9.11 (GEM Rule 12.22) sets forth~~ the documents ~~that are previously~~ required to be submitted ~~in stages will now have to be submitted~~ together with the respective listing application forms:

(a) Form A1 – for Main Board, GEM Transfers and Category A Eligible Transfers³;

(b) Form 5A – for GEM; or

(c) Form 5J – for Category B Eligible Transfers⁴. (**Updated in JulyFebruary 2018**)

4.2 To facilitate applicants and their sponsors to assemble information required for a new listing application in an orderly manner and on a timely basis, the following ~~A~~ attachments set out the documentary and administrative requirements to be followed at different stages of the application process:

Attachment I – for new listing applications (but excluding GEM Transfers and Eligible Transfers)

Attachment II – for GEM Transfers and Eligible Transfers (**Updated in February 2018**)

³ A Category A Eligible Transfer relates to an Eligible Transfer by an Eligible Issuer which (a) has changed its principal businesses and/ or controlling shareholder(s) since listing on GEM; or (b) is an infrastructure company or a mineral company.

⁴ A Category B Eligible Transfer relates to an Eligible Transfer by an Eligible Issuer which (a) has ~~neither~~ changed its principal businesses ~~nor its~~ controlling shareholder(s) since listing on GEM; and (b) ~~is not~~ an infrastructure company nor a mineral company.

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The Exchange requires the following documents to be submitted and administrative matters to be followed at different stages of the application process:

<u>Before A1/ GEM: 5A submission</u>	
1a	Sponsor's appointment letter in accordance with Main Board Rules 3A.02A(1) and 3A.02B (GEM Rules 6A.02A(1) and 6A.02B) (Added in February 2018)
1a	The sponsor, if not yet registered as a user of the Exchange's e-submission system ("HKEX-ESS"), must register as soon as possible but at least three business days before submission of the listing application to use HKEX-ESS for publication of listing-related documents through HKEX-EPS. Details of the registration process are set out at www.esubmission.hkex.com.hk . Please contact HKEX-ESS hotline on (852) 2840-3460 for any questions.
2	The sponsor to obtain a company case number from the Listing Department – IPO Vetting Team at least one business day before submission of the listing application and listing-related documents through HKEX-ESS. Please refer to Enclosure 4 of Guidance Letter HKEX-GL57-13 – Guidance on logistical arrangements for publication of Application Proofs, Post Hearing Information Packs ("PHIPs") and related materials on the Exchange's website for listing applicants.
<u>At the time of A1/ GEM: 5A submission</u>	
3	A sponsor's confirmation that the applicant has submitted the Application Proof for publication on the Exchange's website in accordance with Main Board Rule 12.01A ⁵ (GEM Rule 16.01A). Please refer to form M115 (GEM: form G115) and Enclosure 5 of Guidance Letter HKEX-GL57-13 – Guidance on logistical arrangements for publication of Application Proofs, Post Hearing Information Packs ("PHIPs") and related materials on the Exchange's website for listing applicants.
4	Documents under Main Board Rules 9.03 and 9.11(1) to 9.11(17c) (GEM Rules 12.12 to 12.14, 12.22 and 12.23) together with additional information set out in form M104 (GEM: form G104) to be submitted with form A1 (GEM: form 5A). Document specifications: <ul style="list-style-type: none"> - 18 copies of Application Proof, two copies for other documents (double-sided printing required) - two CD-ROMS containing all documents in text searchable format If the Exchange decides that this information is not substantially complete, the Exchange will not continue to review any documents relating to the application. All documents, including the form A1 (GEM: form 5A) (except for the retention of a copy of

⁵ ~~The publication of the Application Proof is suspended for a period of six months from 1 October 2013 to 31 March 2014 (both dates inclusive). Please refer to the Exchange's announcement dated 23 July 2013.~~

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	these documents for the Exchange's record) submitted to the Exchange will be returned to the sponsor. (Updated in February 2018)
<u>4a</u>	<u>If an applicant delays its proposed timetable more than three times before the lapse of its listing application, the initial application fee will be forfeited. An applicant wishing to continue its listing application must repay the initial listing fee. (Updated in July 2018)</u>
5	<p>Completed checklists on:</p> <ul style="list-style-type: none"> • ___ (i) basic qualifications for new listing under the Rules (form M105) (GEM: {form G105}); • ___ (ii) basic requirements for contents of listing document under the Rules and <u>Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) (“CWUMPO”)⁶</u> (form M106) (GEM: form G106); • ___ (iii) rules on valuation of and information on properties (form M107) (GEM: form G107); • ___ (iv) rules on accountants' report (form M108) (GEM: form G108); • ___ (v) for applicants (both Main Board and GEM) seeking to list shares and are incorporated in an acceptable overseas jurisdiction (“Acceptable Jurisdiction”⁷), the CCASS Admission Form – New Listing (set out at here); • ___ and (vi) for Main Board applicants seeking to list Depositary Receipts and are incorporated in an Acceptable Jurisdiction, the CCASS Admission Form – New Listing of Depositary Receipts (set out at here); <p>Where a legal opinion referred to in the relevant CCASS Admission Form has been provided to the Exchange at the pre-IPO stage by the applicant, the applicant only needs to provide a bring down legal opinion confirming that the position in the earlier legal opinion is still valid. (Updated in December 2016)</p>
<u>5a</u>	<p><u>A written confirmation to the applicant from:</u></p> <ul style="list-style-type: none"> • <u>the reporting accountants that no significant adjustment is expected to be made to the historical financial information, the pro forma financial information and the profit forecast (if any) included in the Application Proof (form M116) (GEM: form G116)</u> • <u>each of the experts who is named as an expert in the listing document that no material change is expected to be made to the relevant expert opinion included in the Application Proof (form M117) (GEM: form G117) (Added in July 2018)</u>
6	For applicants that are applying for a certificate of exemption from any prospectus

⁶ ~~Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32)~~

⁷ See a list of Acceptable Jurisdictions at:
http://www.hkex.com.hk/eng/rulesreg/listrules/listsptop/listoc/list_of_aoj.htm

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	requirements under the CWUMPO ⁶ , a final or an advanced draft of the applications to both the Exchange and the Securities & Futures Commission <u>SFC</u> . For guidance on application for exemptions from the CWUMPO ⁶ , please refer to Guidance Letter HKEX-GL14-09 Guidance on application for exemptions from the CWUMPO⁶ . (Updated in March 2014)
7	A final or draft legal opinion from a legal adviser of the relevant jurisdiction on the applicant's Chinese name if a Chinese stock short name is required for a non-Hong Kong or a non-PRC issuer.
7a	Where a listed issuer conducts a reverse takeover and is treated as if it were a new listing applicant under Main Board Rule 14.54 (GEM Board Rule 19.54), a draft and final legal opinion from a PRC legal adviser confirming whether the reverse takeover falls within the scope of the "1997 Red Chip Guidelines" (GuoFa [1997] No.21) and, if so, that the transaction has been duly reported to the competent PRC authorities and all required prior consents and approvals have been obtained. The PRC legal adviser must state the reasons and bases for (i) its opinion; and (ii) consulting or not consulting the China <u>Securities Regulatory Commission</u> <u>CSRC</u> on this issue. (Added in February 2014)
7b	For an applicant incorporated in an Acceptable Jurisdiction, the following sponsor's confirmations, with accompanying legal opinions of the Acceptable Jurisdiction and of a Hong Kong legal adviser that: <ul style="list-style-type: none"> (a) (i) the laws, regulations and market practices of the Acceptable Jurisdiction contained in the relevant Country Guide are still applicable; or (ii) where the relevant laws, regulations and market practices of the Acceptable Jurisdiction described in the relevant Country Guide have changed, provide details of the changes that are relevant to the circumstances, unless already provided to the Exchange, together with a confirmation that these changes will not affect the applicant's compliance with the shareholder protection standards under the Joint Policy Statement⁸ ("JPS");
	(b) the applicant is able to satisfy the accounting and auditing related requirements set out in Section 3 of the JPS and that listing of the applicant's securities would not give rise to any practical or operational difficulty as set out in Section 4 of the JPS; and
	(c) that the applicant's constitutive documents do not conflict with the Listing Rules and the Takeovers Code and Part XV of the Securities and Futures Ordinance (Disclosure of Interest); or alternatively, details of the conflicts, together with the measures proposed to address the conflicts and a confirmation that with the

⁸ See "Joint Policy Statement Regarding the Listing of Overseas Companies (Updated on [30 April 2018](https://www.hkex.com.hk/eng/rulesreg/listrules/liststptop/listoc/Documents/new_jps_0927.pdf)~~27 September 2013~~)" webpage at: http://www.hkex.com.hk/eng/rulesreg/listrules/liststptop/listoc/Documents/new_jps_0927.pdfhttps://www.hkex.com.hk/-/media/HKEX-Market/Listing/Rules-and-Guidance/Other-Resources/Listing-of-Overseas-Companies/Understanding-the-Risks-of-Investing-in-Overseas-Issuers/jps_20180430.pdf?la=en

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	implementation of the measures, the conflicts will not affect the issuer's compliance with the shareholder protection standards under the JPS. <i>(Updated in February 2018)</i>
	Where a legal opinion referred to in (a) to (c) above has been provided to the Exchange at the pre-IPO stage by the applicant, the sponsor only needs to provide a written confirmation with the support of a bring down legal opinion confirming that the position in the earlier legal opinion is still valid. <i>(Added in December 2016)</i>
<u>After A1/ GEM: 5A submission</u>	
8	<p>Where there is an update of:</p> <ul style="list-style-type: none"> • (i) the historical financial information, (ii) the pro forma financial information, and (iii) the profit forecast (if any) after the submission of an Application Proof, a written confirmation from the reporting accountants that no significant adjustment is expected to be made to the updated financial information upon submission of the updated information (form M116) (GEM: form G116). Please refer to Guidance Letter HKEX-GL58-13 – Guidance on confirmations required on the accountants' report, pro forma financial information and profit forecast in Application Proofs and subsequent draft listing documents. • <u>any opinion, statement or report made by an expert in the listing document, a written confirmation from the expert that no material change is expected to be made to the updated information (form M117) (GEM: form G117). <i>(Updated in July 2018)</i></u>
8a	Where applicable, a completed form M115 (GEM: form G115) – Confirmation with regard to posting of statement made under Main Board Rule 9.08(2)(ca) (GEM Rule 12.10(2)(ca)). <i>(Added in February 2018)</i>
<u>By 6:00p.m. at least four clear business days before the expected hearing date</u>	
9	<p>Documents under Main Board Rules 9.11(18) to 9.11(22) (GEM Rules <u>12.22(15)</u> <u>and 12.23A</u>).</p> <p>For a PRC incorporated applicant, a certified copy of the document issued by the China Securities Regulatory Commission <u>CSRC</u> or other PRC competent authority expressly approving the applicant's listing on the Exchange under Main Board Rule 19A.22A ("<u>CSRC Approval</u>") (GEM Rule 25.17A).</p> <p>For an investment company under Chapter 21 of the Main Board Rules ("Chapter 21 Company"):</p> <p>(i) (i) a formal application for listing on form C3Z in Appendix 5; and</p> <p>(ii) (ii) a written submission from the sponsor where there is to be restricted marketing that:</p> <ul style="list-style-type: none"> • (a) there is not likely to be significant public demand for the securities of

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	<p>the investment company; and</p> <ul style="list-style-type: none"> • (b) adequate arrangements have been made to ensure that the securities of the investment company will not be permitted to be marketed to the public under Main Board Rules 21.14(1) and 21.14(3). <p><u>To provide flexibility and to facilitate the vetting process, the final proof of the listing document may be submitted to the Exchange not less than two clear business days before the expected hearing date (all dates exclusive). The CSRC Approval (if applicable) may be submitted not less than three clear business days before the expected hearing date (all dates exclusive). We may allow the final proof of the listing document and CSRC Approval to be submitted on a later date on a case-by-case basis.</u></p> <p>Applicants and sponsors are reminded to strictly<u>must</u> adhere to the time for submission, otherwise to avoid delay of the Listing Committee hearing of the new listing application may be delayed. <u>(Updated in July 2018)</u></p>
10	Completed checklist on the new listing particulars (form M201) (GEM: form G201) of the applicant.
<u>Before bulk-printing of the listing document</u>	
11	Documents under Main Board Rules 9.11(24) to 9.11(28a) (GEM Rule 12.23 BA). For a Chapter 21 Company, completed Listing Agreement (Chapter 21 Investment Companies) (see form M502). <i>(Updated in February 2018)</i>
12	A signed and certified true copy of the undertakings from the applicant's controlling shareholder in relation to pledged/ charged securities, as required under note 3 to Main Board Rule 10.07 (GEM Rule 13.19).
13	Ifn the case an applicant has been given a mandate to make share <u>repurchase shares</u> , (a) a confirmation from the applicant that the explanatory statement required to be sent to the applicant's shareholders contains the information required under Main Board Rule 10.06(1)(b) (GEM Rule 13.08) and that neither the explanatory statement nor the proposed share repurchase has unusual features; and (b) an undertaking from the applicant's directors to the Exchange under Main Board Rule 10.06(1)(b)(vi) (GEM Rule 13.08(6)).
14	A signed confirmation from a legal adviser that the listing document duly complies with relevant CWUMPO ⁶ requirements. <i>(Updated in March 2014)</i>
15	Notify the Exchange in writing if the applicant will not adopt the standard transfer form.
16	A sponsor's confirmation that the applicant has submitted the Post Hearing Information Pack for publication on the Exchange's website in accordance with Main Board Rule 12.01B (GEM Rule 16.01B). Please refer to form M115 (GEM: form G115) and Enclosure 5 of Guidance Letter HKEX-GL57-13 – Guidance on logistical arrangements for publication of Application Proofs, Post Hearing Information Packs (“PHIPs”) and

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	related materials on the Exchange's website for listing applicants.
17	Before noon on the day when the sponsor would like to obtain our clearance for bulk-printing the listing document, a <u>written</u> confirmation from the applicant or the sponsor that the listing document covers (both English and Chinese versions) meet the principles set out in Guidance Letter HKEX-GL98-1813-09 <u>Prospectus Cover. (Updated in July 2018)</u>
<u>On or before the issue of the listing document</u>	
18	Documents under Main Board Rules 9.11(29) to 9.11(32) (GEM Rule 12.24).
19	Where applicable, (a) documents under Main Board Rule 9.11(33) (GEM Rule 12.25); and (b) a sponsor's confirmation that the prospectus and application forms have been registered and that the Exchange is authorised to publish the prospectus and application forms on the Exchange's website.
<u>After the issue of the listing document but before dealings commence</u>	
20	Documents under Main Board Rules 9.11(34) to 9.11(38) (GEM Rule 12.26).
21	<p>Main Board Rule 2.07C(1)(b)(ii) (GEM Rule 16.17(2)(b)) requires the applicant to submit to the Exchange for publication on its website a "ready-to-publish electronic copy of each of the prospectus <u>and any application forms</u>". For compliance with this rule, submit an electronic copy of each <u>sample</u> application form together with an electronic copy of the prospectus.</p> <p>The use of a <u>sample</u> application form is to avoid applicants for Hong Kong offer shares from using a downloaded electronic application form for subscription purposes which may contain reproduction errors. Therefore, please print a "SAMPLE" watermark (i.e. ghost text) or text to have similar effect on each page of the electronic copy of the application form.</p> <p>Please also refer to question 12 in the Appendix 5 to GL81-15. Frequently Asked Questions Series 13 at: http://www.hkex.com.hk/eng/rulesreg/listrules/listrulesfaq/Documents/FAQ_13.pdf <u>(Updated in July 2018)</u></p>
22	Where the applicant's directors and the sponsor outsource the process of reviewing the IPO application forms to a third party service provider (for example, a licensed share registrar), reasonable enquiries in relation to the service provider's background, credentials, experience and the appropriateness of the scope of work performed in light of the codes of conduct applicable to the service provider's trade is expected. Furthermore, <u>unless</u> where the applicant's circumstances warrant other considerations to be taken into account, directors and sponsor are expected to <u>discuss and agree/negotiate</u> with the service provider on the for appropriate criteria for rejecting multiple or suspected multiple applications, instead of relying solely on the service provider's standard practices. Outsourcing to a third party service provider does would

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	not exonerate the applicant's directors or the sponsor from their responsibilities under Main Board Rule 10.09(1) (GEM Rule 13.21). <u>Updated in July 2018</u>
23	<p>To ensure the efficient administration and publication of allotment results:</p> <p>(a) please submit an electronic file of the allotment results for publication on the Exchange's website under Appendix F of the <u>e-Submission System User Manual for Publication Related Matters</u>ESS User Manual; and</p> <p>(b) where the applicant proposes to raise HKD1.5 billion or more in the Hong Kong offering, include a "Search by Identity Card" function to facilitate searching of IPO allotment results on the applicant's own website.</p>
24	<p>To expedite the IPO brokerage distribution process and enhance the operational efficiency of Exchange Participants, share registrars and the Exchange, the Main Board/ GEM Listing Rules allow the applicant to pay the IPO brokerage to Exchange Participants' bank accounts through electronic transfer.</p> <p>The applicant is encouraged to distribute IPO brokerage to Exchange Participants through autopay for every successful IPO application. To effect the autopay arrangement, the applicant should submit a written request to Hong Kong Securities Clearing Company Limited ("HKSCC") to release to it or its share registrar information in relation to the bank accounts of Exchange Participants in CCASS. Please note that the written request needs to be received by HKSCC at least three business days before the listing document date.</p> <p>For queries, you can contact a HKSCC personnel on (852) 2211-6271 or (852) 2211-6258.</p>
25	Please ensure receiving banks' staffs are aware that potential investors are permitted to obtain both English and Chinese versions of the prospectus during the offer period.

Attachment II

**Documentation and Administrative Matters for GEM Transfers and Eligible Transfers
(Added in February 2018)**

Notes:

1. “Eligible Issuer” is defined in Main Board Rule 9A.01A as:
 - (1) all issuers listed on GEM as at 16 June 2017; and
 - (2) all GEM applicants who have submitted a valid listing application for listing on GEM as at 16 June 2017 and subsequently listed on GEM pursuant to such application or a renewal of such application.

An Eligible Issuer is entitled to transitional arrangements for a period of three years from 15 February 2018 (“Transitional Period”) as set out in Appendix 28 ~~of to~~ the Main Board Rules.

2. Category A Eligible Issuer – is an Eligible Issuer which has changed its principal businesses and/ or controlling shareholder(s) since listing on GEM or is an infrastructure company or a mineral company.
3. Category B Eligible Issuer – is an Eligible Issuer which has ~~neither~~ neither changed its principal businesses ~~nor its~~ nor its and controlling shareholder(s) since listing on GEM and is not an infrastructure company or a mineral company.

Documentation and Administrative Matters		GEM Transfer by non-Eligible Issuers on or after 15 February 2018	Eligible Issuers ^{note 1} <u>during the Transitional Period</u>	
			Category A Eligible Issuers ^{note 2}	Category B Eligible Issuers ^{note 3}
<u>Before submission of listing application</u>				
1.	Sponsor’s appointment letter in accordance with Main Board Rules 3A.02A(1) and 3A.02B.	<u>✓</u>	<u>✓</u>	<u>✓</u>
1a.	<u>The sponsor, if not yet registered as a HKEX-ESS user, must register at least three business days before submission of the listing application to use HKEX-ESS for publication of listing-related documents through HKEX-EPS. Details of the registration process are set out at www.esubmission.hkex.com.hk. Please contact HKEX-ESS hotline on (852) 2840-3460 for any questions. (Added in July 2018)</u>	<u>✓</u>	<u>✓</u>	<u>✓</u>

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Documentation and Administrative Matters		GEM Transfer by non-Eligible Issuers on or after 15 February 2018	Eligible Issuers ^{note 1} <u>during the Transitional Period</u>	
			Category A Eligible Issuers ^{note 2}	Category B Eligible Issuers ^{note 3}
2.	The sponsor to obtain a company case number from the Listing Department – IPO Vetting Team at least one business day before submission of the listing application and listing-related documents through HKEX-ESS. See Enclosure 4 of Guidance Letter HKEX-Please refer to <u>GL57-13.</u>	<u>✓</u>	<u>✓</u>	X
<u>At the time of listing application</u>				
3.	A <u>Completed Application Form.</u>	Form A1	Form A1	Form 5J
4.	A sponsor's confirmation that the applicant has submitted the Application Proof for publication on the Exchange's website in accordance with Main Board Rule 12.01A. See Please refer to form M115— Confirmation with regard to posting of Application Proof.	<u>✓</u>	<u>✓</u>	X
5.	Documents under Main Board Rules 9.03 and 9.11(1) to 9.11(17c), except Rule 9.11(17a), together with additional information set out in form M104. <u>Document specifications: see Please refer to paragraph 4 of Attachment I for document specifications.</u> If the Exchanges decides this information is not substantially complete, the Exchange will not continue to review any documents relating to the application. All documents, including the form A1 (except for the retention of a copy of these documents for the Exchange's record) submitted to the Exchange will be returned to the sponsor.	<u>✓</u>	<u>✓</u>	X
5a.	<u>If an applicant delays its proposed timetable more than three times before the lapse of its listing application, the initial application fee will be forfeited. An applicant wishing to continue its listing application must repay the initial listing fee. (Added in July 2018)</u>	<u>✓</u>	<u>✓</u>	<u>✓</u>

Attachment II

**Documentation and Administrative Matters for GEM Transfers and Eligible Transfers
(Added in February 2018)**

Documentation and Administrative Matters		GEM Transfer by non-Eligible Issuers on or after 15 February 2018	Eligible Issuers ^{note 1} <u>during the Transitional Period</u>	
			Category A Eligible Issuers ^{note 2}	Category B Eligible Issuers ^{note 3}
6.	Documents <u>(set out in paragraph 12 of Appendix 28 to the Main Board Rules)</u> and information specified in form MT001 – Checklist on documents to be submitted when making an application for transfer of listing from GEM to Main Board.	X	X	<u>✓</u>
7.	A <u>C</u> ompleted checklist – Basic qualifications for: (a) new listing (other than Eligible Transfers); (b) Category A and Category B Eligible Issuers.	M105	MT002	MT002
8.	A <u>C</u> ompleted form MT004 – form 5K – Declaration of Directors and Supervisors with regard to a Transfer of Listing from GEM to Main Board.	X	X	<u>✓</u>
9.	A <u>C</u> ompleted checklist – Basic requirements for contents of listing document/ announcement of transfer.	M106	M106	MT005
10.	A <u>C</u> ompleted checklist M107 – Property valuation.	<u>✓</u>	<u>✓</u>	X
11.	A <u>C</u> ompleted checklist M108 – Accountants' report.	<u>✓</u>	<u>✓</u>	X
12.	Completed form M109 – Sponsor's Undertaking and Statement of Independence (Appendix 17 <u>to the Main Board Rules</u>).	<u>✓</u>	<u>✓</u>	<u>✓</u>
13.	Completed form MT009 – New listing particulars.	X	X	<u>✓</u>
14.	For applicants incorporated in Acceptable Jurisdictions, information required in paragraphs 5(v) and 7b of Attachment I <u>above</u> .	<u>✓</u>	<u>✓</u>	<u>✓</u>
14a.	<u>A written confirmation to the applicant from the reporting accountants and each of the experts as required in paragraph 5a of Attachment I (Added in July 2018)</u>	<u>✓</u>	<u>✓</u>	<u>X</u>

Attachment II

**Documentation and Administrative Matters for GEM Transfers and Eligible Transfers
(Added in February 2018)**

Documentation and Administrative Matters		GEM Transfer by non-Eligible Issuers on or after 15 February 2018	Eligible Issuers ^{note 1} <u>during the Transitional Period</u>	
			Category A Eligible Issuers ^{note 2}	Category B Eligible Issuers ^{note 3}
14b.	<p><u>Information on:</u></p> <ul style="list-style-type: none"> • <u>the percentage of public float as at the latest practicable date;</u> • <u>number of shareholders as at the latest practicable date; and</u> • <u>the identity of three largest shareholders and their aggregate shareholding. (Added in July 2018)</u> 	✓	✓	✓
<u>After submission of listing application</u>				
15.	<p>Where there is an update of:</p> <ul style="list-style-type: none"> • <u>(i) the (+) historical financial information, (ii) the pro forma financial information, and (iii) the profit forecast (if any) on the accountants' report, a written confirmation from the reporting accountants on no significant adjustment. Please refer to See paragraph 8 of Attachment I above;</u> • <u>any opinion, statement or report made by an expert in the listing document, a written confirmation from the expert on no material change. Please refer to paragraph 8 of Attachment I (Added in July 2018)</u> 	✓	✓	X
16.	Where applicable, a completed form M115 – Confirmation with regard to posting of statement made under Main Board Rule 9.08(2)(c).	✓	✓	X
<u>By 6:00p.m. at least 4 clear business days before the expected hearing date</u>				
17.	Documents under Main Board Rules 9.11(18) to 9.11(22).	✓	✓	X
18.	For a PRC incorporated applicant, a certified copy of the document issued by the China Securities Regulatory Commission CSRC or other PRC competent authority expressly approving the applicant's listing on the Exchange under Main Board Rule 19A.22A.	✓	✓	✓

Attachment II

**Documentation and Administrative Matters for GEM Transfers and Eligible Transfers
(Added in February 2018)**

Documentation and Administrative Matters		GEM Transfer by non-Eligible Issuers on or after 15 February 2018	Eligible Issuers ^{note 1} <u>during the Transitional Period</u>	
			Category A Eligible Issuers ^{note 2}	Category B Eligible Issuers ^{note 3}
19.	A Completed form M201 – New listing particulars.	<u>✓</u>	<u>✓</u>	X
<i>Before bulk printing of the listing document or issue of the GEM Transfer announcement</i>				
20.	Documents under Main Board Rules 9.11(24) to 9.11(28a).	<u>✓</u>	<u>✓</u>	X
21.	A <u>written</u> confirmation from the applicant or the sponsor that the listing document covers (both English and Chinese versions) meet the principles set out in <u>Guidance Letter HKEX-GL98-1843-09 – Prospectus Cover</u> . <u>Please refer to</u> See paragraph 17 of Attachment I. <i>(Updated in July 2018)</i>	<u>✓</u>	<u>✓</u>	X
22.	Notify the Exchange in writing if the applicant will not adopt the standard transfer form.	<u>✓</u>	<u>✓</u>	<u>✓</u>
<u>22a.</u>	<u>Information on:</u> <ul style="list-style-type: none"> • <u>the percentage of public float as at the latest practicable date;</u> • <u>number of shareholders as at the latest practicable date; and</u> • <u>the identity of three largest shareholders and their aggregate shareholding. <i>(Added in July 2018)</i></u> 	<u>✓</u>	<u>✓</u>	<u>✓</u>
<i>On or before the issue of the listing document</i>				
23.	Documents under Main Board Rules 9.11(29) to 9.11(32), except Rule 9.11(30).	<u>✓</u>	<u>✓</u>	X
24.	Completed form M302 – Sponsor's Declaration (Appendix 19 <u>to Main Board Rules</u>)	<u>✓</u>	<u>✓</u>	<u>✓</u>
<i>After the issue of the listing document or GEM Transfer announcement, but before dealings commence</i>				
25.	Documents under Main Board Rules 9.11(34) to 9.11(38).	<u>✓</u>	<u>✓</u>	X

Attachment II

**Documentation and Administrative Matters for GEM Transfers and Eligible Transfers
(Added in February 2018)**

Documentation and Administrative Matters		GEM Transfer by non-Eligible Issuers on or after 15 February 2018	Eligible Issuers ^{note 1} <u>during the Transitional Period</u>	
			Category A Eligible Issuers ^{note 2}	Category B Eligible Issuers ^{note 3}
26.	Completed forms B/ H/ I in Appendix 5 – Declaration and undertaking with regard to director/ supervisor.	<u>✓</u>	<u>✓</u>	<u>✓</u>
<u>26a.</u>	<u>Information on:</u> <ul style="list-style-type: none"> • <u>the percentage of public float as at the latest practicable date;</u> • <u>number of shareholders as at the latest practicable date; and</u> • <u>the identity of three largest shareholders and their aggregate shareholding. (Added in July 2018)</u> 	<u>✓</u>	<u>✓</u>	<u>✓</u>