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# CONSEQUENTIAL AMENDMENTS TO THE MAIN BOARD LISTING RULES

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## Chapter 1

### GENERAL

#### INTERPRETATION

...

- 1.01 Throughout these Rules, the following terms, except where the context otherwise requires, have the following meanings:

...

**“Eligible Security”**

means an issue of securities which is from time to time accepted as eligible by HKSCC for deposit, clearance and settlement in CCASS, in accordance with the General Rules of ~~CCASS~~ HKSCC, and where the context so requires shall include any particular security or securities of such an issue

...

**“FINI”**

“Fast Interface for New Issuance”, an online platform operated by HKSCC that is mandatory for admission to trading and, where applicable, the collection and processing of specified information on subscription in and settlement for all New Listings

...

**Chapter 2**  
**GENERAL**  
**INTRODUCTION**

...  
**Use of Electronic Means**

2.07C ...

- (5) Issuers must comply with such requirements as the Exchange may from time to time determine and promulgate with regard to format, timing, procedure or otherwise for publication and submission of documents to the Exchange.

*Notes:*

- (1) *The Exchange accepts no responsibility for any defects in the content or format of any document submitted for publication on the Exchange's website and accepts no responsibility for any delay or failure in publication. It is the sole responsibility of the issuer to ensure that all material submitted by it or on its behalf for publication on the Exchange's website is accurate.*
- (2) *Where the Exchange Listing Rules require submission of a document or information electronically the Exchange consents to the receipt of such document or information in the form of an electronic record.*
- (3) *By making a submission required under the Rules to the Exchange, the submitter (whether acting in its own capacity or on behalf of a person) would be deemed to have represented and warranted to the Exchange that the submission has been duly authorised and, if so required by the Rules, also duly and validly executed (whether by itself or by the person on behalf of which the submission is made). Where the submission is made by electronic means, the submitter would also be deemed to have represented and warranted to the Exchange that the submission is not prohibited from being made to the Exchange and/or the Commission by electronic means under all applicable laws and regulations of the place of incorporation, or the constitutional documents, of the person on behalf of which the submission is made.*

...

**Chapter 9**  
**EQUITY SECURITIES**

**APPLICATION PROCEDURES AND REQUIREMENTS**

**Preliminary**

...

9.09A In the case of a New Listing (irrespective of whether there is an offering or a placing of equity securities or interests) and an offer for subscription (as defined in rule 7.02) conducted by a listed issuer, FINI must be adopted for admission to trading and, where applicable, the collection and processing of specified information on subscription and settlement.

...

**Documentary Requirements – New Listing Applications**

...

9.10A The documents under rules 9.11(1) to (389) must be lodged with the Exchange according to the following schedule:

...

(5) documents under rules 9.11(29) to 9.11(32a) must be lodged as soon as practicable after the hearing of the application by the Listing Committee but on or before the date of issue of the listing document;

...

(7) documents under rules 9.11(34) to 9.11(389) must be lodged as soon as practicable after the issue of the listing document but before dealings commence.

...

9.11 The following documents must be lodged with the Exchange by a new applicant in connection with its listing application:—

...

**As soon as practicable after the hearing of the application by the Listing Committee but on or before the date of issue of the listing document**

...

(32) the original signed sponsor declaration(s) required by rule 3A.13 in the form in Appendix 19;

(32a) a New Listing initiation e-form, to be duly completed and submitted on FINI by the sponsor designated on FINI;

...

**As soon as practicable after the issue of the listing document but before dealings commence as a condition for granting listing approval**

...

- (35) in the case of a placing involving bookbuilding activities (as defined under the Code of Conduct) in connection with a New Listing:—
- (a) a copy of the placing letter and separate Mmarketing and Independence Sstatements in Form D in Appendix 5 ~~signed by~~ of (i) each overall coordinator; (ii) each syndicate member (other than an overall coordinator); (iii) any distributor (other than a syndicate member); and (iv) any Exchange Participant referred to in paragraph 9 of Appendix 6, to be duly completed and submitted on FINI; and
  - (b) a placee list from each of the relevant parties mentioned in sub-paragraph (a) above, setting out the required information in paragraph 11 of Appendix 6. The relevant party ~~may~~ shall provide such lists directly to the Exchange on FINI in order to maintain confidentiality;

...

- (36) a declaration substantially as in Form E in Appendix 5, to be duly completed and ~~signed~~ submitted by each sponsor and each overall coordinator on FINI;
- (37) a declaration substantially as in Form F in Appendix 5, duly signed by a director and the secretary of the new applicant ~~together with any annual listing fee which is payable and which has not previously been paid (see Appendix 8)~~ to be submitted by the new applicant's counsel on FINI in the form of a scanned copy of the duly completed and signed form; ~~and~~

*Note: Any annual listing fee which is payable and has not previously been paid (see Appendix 8) should be paid before dealings commence.*

- (38) a written declaration and undertaking, in Form B/H/I in Appendix 5, duly signed by each director/supervisor and proposed director/supervisor of the new applicant and the contact information as described in rule 3.20(1) (in the manner prescribed by the Exchange from time to time); and
- (39) an allotment results announcement e-form, to be duly completed and submitted on FINI by the sponsor designated on FINI.

...

**Documentary Requirements – Applications by Listed Issuers**

...

**Before dealings commence**

9.23 The following documents must be submitted to the Exchange before dealings commence:—

...

(2) in the case of the placing by a listed issuer of a class of equity securities or interests (including equity securities, interests in a REIT, stapled securities and securities of an investment company (as defined in rule 21.01)) new to listing:

(a) a copy of the placing letter and the separate Marketing and Independence Statements in the form set out in Form D in Appendix 5, ~~signed by~~ (i) each overall coordinator; (ii) each syndicate member (other than an overall coordinator); (iii) any distributors (other than a syndicate member); and (iv) any Exchange Participant referred to in paragraph 9 of Appendix 6; and

...

## Chapter 10

### EQUITY SECURITIES

#### RESTRICTIONS ON PURCHASE AND SUBSCRIPTION

##### Restrictions on Preferential Treatment of Purchase and Subscription Applications

...

- 10.02 The applications for securities offered under any preferential treatment scheme must be made on separate forms ~~supplied by the issuer for this purpose in order to distinguish them~~ that can be distinguished from other applications and the relevant application data should be input into FINI by the approved share registrar.

...

##### Restrictions on multiple applications

10.09

...

- (3) Issuers, their directors, sponsors and underwriters must ensure that it is a term and condition of the offer of the securities (disclosed as such in the listing document and, ~~where applicable,~~ the relevant application channel(form)) that by ~~making an application,~~ completing and delivering an application form, each applicant warrants that:—

...

- (iii) if he ~~signs the application form~~ makes the application as agent for someone else, he has only given one set of application instructions for that other person's benefit and has due authority to do so on behalf of that other person.

...

**Chapter 12**  
**EQUITY SECURITIES**  
**PUBLICATION REQUIREMENTS**

...

**After Issue**

- 12.08 In the case of an offer for subscription, offer for sale or open offer, an announcement of the results of the offer, the basis of allotment of the securities and, where relevant, the basis of any acceptance of excess applications must be published in accordance with rule 2.07C as soon as possible, but in any event, (i) (in the case of a New Listing) not later than 11:00 p.m. on the business day before listing; and (ii) (in other cases) not later than the time that is 30 minutes before the earlier of the commencement of the morning trading session or any pre-opening session on the business day next after the allotment letters or other relevant documents of title are posted.

...

## **Practice Note 8**

to the Rules Governing the Listing of Securities  
(the “Exchange Listing Rules”)

Issued pursuant to rule 1.06 of the Exchange Listing Rules

### **INTRODUCTION OF CCASS AND EMERGENCY SHARE REGISTRATION ARRANGEMENTS DURING A TYPHOON AND/OR A BLACK RAINSTORM WARNING**

...

#### **1. Definitions**

...

“Participant” means a person admitted for the time being by  
HKSCC as a participant of CCASS.

...



## Practice Note 8A

...

### ARRANGEMENTS FOR APPLICANTS DURING BAD WEATHER SIGNALS

...

#### **Vetting of an Issue of the listing approval letter and publication of the allocation announcement under rule 12.08**

10. ~~The Exchange normally issues the listing approval letter on the business day before listing (“L-1 Day”). Depending on the applicant’s intended date of listing (“L Day”), an allocation announcement is normally approved by the Exchange by the close of business on the second business day before listing (“L-2 Day”). The allocation announcement must be published on the Exchange’s website after the listing approval letter is issued and no later than 8:30 a.m.-11:00 p.m. on the business day before listing (“L-1 Day”).~~
11. ~~[Repealed on [to be announced]] If a Bad Weather Signal is issued on L-2 Day, the arrangements with the Exchange are as follows:~~

<del>Time when a Bad Weather Signal is issued</del>	<del>Status of the Bad Weather Signal</del>	<del>Arrangements</del>
<del>Before 9 a.m.</del>	<del>Cancelled at or prior to 12:00 noon</del>	<del>The Exchange will review the allocation announcement on L-2 Day.</del>
<del>Before 9 a.m.</del>	<del>Remains in force at and after 12:00 noon</del>	<del>The allocation announcement must be published before 8:30 a.m. on L-1 Day on the Exchange’s website and will be post- vetted by the Exchange on the same day.  If the Exchange considers the published allocation announcement omits material information, or contains inaccurate information, the applicant will be required, on L-1 Day, to publish a supplemental allocation announcement and may be required to take other actions to ensure the omitted or inaccurate information in the published allocation announcement will not result in a disorderly market on the L Day. Otherwise, the applicant may be required to delay its listing timetable and make an announcement in relation to the revised timetable on L-1 Day.</del>

		If the applicant is unable to publish the allocation announcement before 8:30 a.m. on L-1 Day on the Exchange's website, or if the Exchange cannot post the allocation announcement because a Bad Weather Signal is issued before 9 a.m. and remains in force at and after 12:00 noon on L-1 Day, it must revise its listing timetable and make an announcement in relation to the revised timetable on L-1 Day.
At or after 9 a.m.	Business as usual	The Exchange will review the allocation announcement on L-2 Day.

#### Issue of a listing approval letter

12. ~~[Repealed on [to be announced]]~~ The Exchange normally issues the listing approval letter by close of business on L-1 Day.
13. ~~[Repealed on [to be announced]]~~ If a Bad Weather Signal is issued on L-1 Day, the arrangements with the Exchange are as follows:

<del>Time when a Bad Weather Signal is issued</del>	<del>Status of the Bad Weather Signal</del>	<del>Arrangements</del>
<del>Before 9 a.m.</del>	<del>Cancelled at or prior to 12:00 noon</del>	<del>The Exchange will issue the approval letter by close of business on L-1 Day.</del>
<del>Before 9 a.m.</del>	<del>Remains in force at and after 12:00 noon</del>	<del>If a Bad Weather Signal was anticipated, the Exchange will issue the approval letter on L-2 Day. Otherwise, the Exchange will issue the approval letter before 9:15 a.m. on L Day if the Bad Weather Signal is no longer in force.</del>
<del>At or after 9 a.m.</del>	<del>Business as usual</del>	<del>The Exchange will issue the approval letter by close of business on L-1 Day.</del>

...

## Practice Note 18

...

### INITIAL PUBLIC OFFER OF SECURITIES

...

#### 4. Offers Involving a Subscription Tranche

...

- 4.5 Investors are free to select whether to apply in the placing tranche or the subscription tranche. Where the placement tranche and subscription tranche are completed simultaneously an investor may submit an application in one of the pools in the subscription tranche and indicate an interest for shares in the placing tranche. An investor may only receive shares in the placing tranche or the subscription tranche. ~~Any investors which have not received shares in the placing tranche may receive shares from the subscription tranche~~ Investors which have not received shares in the subscription tranche may receive shares in the placing tranche.
- 4.6 Issuers should reject multiple applications within either pool or between pools. Issuers, their directors, sponsors and underwriters are required to take reasonable steps ~~to identify and reject applications in the subscription tranche from investors that received shares in the placing tranche, and to identify and reject indications of interest in the placing tranche from investors that received shares in the subscription tranche.~~ Investors which have not received shares in the subscription tranche may receive shares in the placing tranche.

...

## Appendix 5

### Forms Relating to Applications for Listing

#### Listing Application Form (For Equity Securities and Debt Securities)

##### Form A1

...

Particulars of the proposed listing are:—

1. Proposed timetable for the listing (please specify dates) (**Note 1**):
  - (A) first draft of listing document available for Exchange: .....
  - (B) Exchange hearing: .....
  - (C) bulk print date: .....
  - (D) listing document date (**Note 1(4)**): .....
  - (E) application lists close: .....
  - (F) announcement of results: .....
  - ~~(G) refund cheques despatched: .....~~
  - (G) documents of title despatched: .....
  - (H) dealings commence: .....

...

#### Issuer's Undertaking (for equity)

We, ..... (Name of the issuer which is the subject of the listing application), the issuer, hereby undertake:—

...

- (d) to lodge with the Exchange the documents as required by rules 9.11(34) to 9.11(38~~39~~) of the Exchange Listing Rules as appropriate in due course, in particular, to procure each director, proposed director, supervisor and proposed supervisor (in the case of a PRC issuer) to lodge with the Exchange as soon as practicable after the listing document is published a duly signed declaration and undertaking in the form set out in Form B/H/I in Appendix 5; and

...

### Issuer's Undertaking (for depositary receipts)

We . . . . . (Name of the issuer which is the subject of the listing application), the issuer, hereby undertake:—

...

- (d) to lodge with the Exchange the documents as required by rules 9.11(34) to 9.11(3839) of the Exchange Listing Rules as appropriate in due course, in particular, in the case of a new applicant, to procure each director, proposed director, supervisor and proposed supervisor (in the case of a PRC issuer) to lodge with the Exchange as soon as practicable after the listing document is published a duly signed declaration and undertaking in the form set out in Form B/H/I in Appendix 5; and

...

### Issuer's authorisation for filing with the Commission

We are required to file copies of our application (within the meaning under section 2 of the Securities and Futures (Stock Market Listing) Rules ("Rules")) with the Securities and Futures Commission ("SFC Commission") under section 5(1) of the ~~Securities and Futures (Stock Market Listing) Rules ("Rules")~~. Pursuant to section 5(2) of the Rules, we hereby authorise the Exchange to file all such materials with the SFC Commission on our behalf as and when we file them with the Exchange.

In respect of materials and documents filed and submitted in relation to our listing application including those filed by our advisers and agents on our behalf, we hereby acknowledge that both the Exchange and the Commission will have unrestricted access to such materials and documents, and on this basis, the Exchange will be regarded as having discharged the above duty of filing such materials and documents with the Commission on our behalf as and when such materials and documents are filed and submitted.

If our securities become listed on the Exchange, we will be required to file copies of certain announcements, statements, circulars, or other documents made or issued by us or on our behalf to the public or to holders of our securities with the SFC Commission under sections 7(1) and (2) of the Rules. Pursuant to section 7(3) of the Rules, we hereby authorise the Exchange to file all such documents with the SFC Commission on our behalf as and when we file them with the Exchange.

All documents aforementioned shall be filed with the Exchange in such manner ~~and number of copies~~ as the Exchange may from time to time prescribe.

~~In this letter, "application" has the meaning ascribed to it under section 2 of the Rules.~~

The authorisation aforementioned shall not be altered or revoked in any way unless prior written approval has been obtained from the Exchange and the Exchange shall have the absolute discretion to grant such approval. In addition, we undertake to execute such documents in favour of the Exchange perfecting the above authorisation as the Exchange may require.

...

**Appendix 5**  
**Listing Application Form**  
**(For Collective Investment Schemes)**

**Form A2**

...

**CIS listing applicant and CIS Operator's authorisation for filing with the SFC Commission**

We are required to file copies of our application with the SFC under section 5(1) of the Rules. Pursuant to section 5(2) of the Rules, we hereby authorise the Exchange to file all such materials relating to our listing application with the SFC Commission on our behalf as and when ~~we file them~~ they are filed with the Exchange.

In respect of materials and documents that are filed and submitted in relation to our listing application on FINI, we hereby acknowledge that both the Exchange and the Commission will have unrestricted access to such materials and documents, and on this basis, the Exchange will be regarded as having discharged the above duty of filing such materials and documents with the Commission on our behalf as and when they are filed and submitted on FINI.

If our securities become listed on the Exchange, we will be required to file copies of certain announcements, statements, circulars, or other documents made or issued by us or on our behalf to the public or to holders of our securities with the SFC Commission under sections 7(1) and (2) of the Rules. Pursuant to section 7(3) of the Rules, we hereby authorise the Exchange to file all such documents with the SFC Commission on our behalf as and when ~~we file them~~ they are filed with the Exchange.

All documents aforementioned shall be filed with the Exchange in such manner ~~and number of copies~~ as the Exchange may from time to time prescribe.

~~In this letter, "application" has the meaning ascribed to it under section 2 of the Rules.~~

The authorisation aforementioned shall not be altered or revoked in any way unless prior written approval has been obtained from the Exchange and the Exchange shall have the absolute discretion to grant such approval. In addition, we undertake to execute such documents in favour of the Exchange perfecting the above authorisation as the Exchange may require.

...

## Appendix 5

### Marketing and Independence Statement

#### Form D

Case Number: .....

A separate Marketing and Independence Statement in this form must be ~~completed~~ submitted by (i) each overall coordinator, (ii) each syndicate member (other than an overall coordinator), (iii) any distributor (other than a syndicate member) and (iv) every Exchange Participant with whom or through whom the securities are placed in the following circumstances:—

- (1) a placing of equity securities by or on behalf of a new applicant
- (2) a placing of equity securities of a class new to listing by or on behalf of a listed issuer

...

#### A. GENERAL

1. Name of issuer/vendor (in English and Chinese) \_\_\_\_\_

...

\*5. ~~Final offer price~~ Net price to the issuer/vendor (Note 4) \_\_\_\_\_

\*6. Name(s) of overall coordinator(s) \_\_\_\_\_

\*7. Name(s) of syndicate member(s) (other than the overall coordinator(s))/ distributor(s) (other than syndicate member(s)) (if applicable)

1. \_\_\_\_\_
2. \_\_\_\_\_
3. \_\_\_\_\_
4. \_\_\_\_\_

\*8. Name(s) of the persons(s) or firm(s) from whom the undersigned obtained the securities to be placed by the undersigned \_\_\_\_\_

1. \_\_\_\_\_
2. \_\_\_\_\_
3. \_\_\_\_\_
4. \_\_\_\_\_

~~\* see Note 3 at the end of this form~~

**B. SUMMARY OF DISTRIBUTION**

9.	(To be completed by overall coordinator only) (Note 3)	Amount or Number of securities	% of Placing
	<u>Summary of distribution – Overall coordinator(s)</u> (As in A6)		
	<u>Summary of distribution – Syndicate member(s) (other than including the overall coordinator(s))</u> / Distributors (other than syndicate member(s)) (As in A7)		(1)
			(2)
			(3)
			(4)
	<b>Total</b> (As in A3)		<b>100</b>

...

12.	By the undersigned to other Exchange Participants (Note 5)	Name of Exchange Participant	Amount or Number of securities	% of Placing
	As in C.10(5)			

...



(For placings in connection with New Listings)

\_\_\_\_\_  
(Name of Submitter)

\_\_\_\_\_  
(Title of Submitter)

\_\_\_\_\_  
(Submitter's Company Name)

\_\_\_\_\_  
(Date)

(For placings other than in connection with New Listings)

Signed \_\_\_\_\_

Name and position held \_\_\_\_\_

Name of company \_\_\_\_\_

Date \_\_\_\_\_

...  
**NOTES**

1. ~~Marketing statements will only be accepted when the required details are typed on the statement. [Repealed on [to be announced]]~~
2. ~~A Marketing and Independence Sstatement in this form must be completed by each of the overall coordinator(s), any syndicate member(s) (other than the overall coordinator(s)) and any distributor(s) (other than syndicate member(s)) named in paragraph 9 and each of the other Exchange Participants (if any) named in paragraph 12 and sent directly to the Exchange by that person.~~

- ...
4. ~~In paragraph 5, the net price should represent the effective issue price to the issuer or vendor. [Repealed on [to be announced]]~~

- ...
8. In the case of a placing in connection with a New Listing, this form will be pre-populated and generated by FINI for review and electronic submission. References to the "undersigned" in this form shall therefore be construed as the submitter's company.

**Appendix 5**

**Sponsor's/ Overall coordinator's# Declaration  
(only applicable for New Listings)**

**Form E**

*Note: This form will be pre-populated and generated by FINI for review and electronic submission. If a legal entity is appointed as both the sponsor and the overall coordinator, only one declaration is required to be submitted and the legal entity may choose to submit the declaration as either a sponsor user or an overall coordinator user on FINI. If the sponsor and the overall coordinator are different legal entities within the same group of companies, each of the sponsor and the overall coordinator is required to submit this declaration in its own capacity.*

Case Number: .....

Dear Sirs,

We, ..... being a sponsor / an overall coordinator / a sponsor and an overall coordinator# to ..... [Name of issuer] (the "Issuer"), hereby declare to the best of ourmy knowledge and belief having made all reasonable enquiries that:—

**(1) Offers for Subscription and Offers for Sale**

At the time of listing there will be ..... shareholders of the securities to be listed. The securities have been allotted as follows:—

**No. of allottees ..... No. of securities allotted .....**

...

~~Yours faithfully,~~

Signed: .....

Name:

For and on behalf of  
[Sponsor's/ Overall coordinator's name]

\_\_\_\_\_  
(Name of Submitter)

\_\_\_\_\_  
(Title of Submitter)

\_\_\_\_\_  
(Submitter's Company Name)

\_\_\_\_\_  
(Date)

...

**Appendix 5**  
**Issuer's Declaration**  
**Form F**

*(In the case of a New Listing, this form of declaration will be generated and partially pre-populated by FINI. In other cases, ~~The following is a suggested form of declaration which may be amended to meet individual cases)~~*

Case Number: .....

Date: .....

Unless otherwise defined herein, capitalised terms used in this form have the same meanings as those defined in the listing document of ..... (hereinafter called the "Issuer") dated ..... (the "listing document").

We, ..... and .....  
a Director and the Secretary respectively of ..... Limited (hereinafter called "the Issuer"), declare to the best of our knowledge, information and belief as follows:—

1. (a) that all legal requirements in connection with the issue/ offer/ introduction/ new listing of the following securities of the Issuer, namely:

Number of securities: .....

Type of securities: .....

Nominal value/ denomination of securities (where applicable): .....

have been complied with;

- (b) (where applicable) that all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies in connection with ~~such~~the issue/offer/introduction on ..... of the following securities ..... of the Issuer, namely ..... (insert particulars), have been duly filed ~~and that to the best of our knowledge information and belief compliance has been made with all other legal requirements in connection with such issue/offer/introduction;~~
2. that all pre-conditions for listing imposed by the listing rules of The Stock Exchange of Hong Kong Limited entitled "Rules Governing the Listing of Securities" ("Listing Rules") under "Qualifications for Listing" have, insofar as applicable, been fulfilled

in relation to the Issuer and the securities of the Issuer referred to in paragraph 1 above;

3. that . . . . . Shares of . . . . .  
 (Number & Class) . . . . . HK\$ . . . . .  
~~Debenture/Loan Stock~~ . . . . . ~~Debenture/Notes/Bonds~~  
 Number of securities: . . . . .  
 Type of securities: . . . . .  
Nominal value/ denomination of securities (where applicable): . . . . .

have been subscribed/purchased for cash and duly allotted/ issued/transferred to the subscribers/purchasers (and that the said ~~Shares~~securities have been converted into HK\$ . . . . . Stock);

4. that all money due to the Issuer in respect of the issue/offer has been/ is expected to be received by it before dealings commence;

5. that . . . . . Shares of . . . . .  
 HK\$ . . . . . ~~Debenture/Loan~~  
~~Stock~~ . . . . . ~~Debentures/Notes/Bonds~~  
 Number of securities: . . . . .  
 Class of securities: . . . . .  
Nominal value/ denomination of securities (where applicable): . . . . .

have been issued credited as fully paid by way of conversion/exchange/consideration for property acquired/other consideration not being cash and have been duly allotted/issued and/or transferred to the persons entitled thereto ~~(and that the said Shares have been duly allotted/issued/transferred to the persons entitled thereto~~ (and that the said ~~Shares~~ securities have been converted into HK\$ . . . . . Stock);

6. that the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of the issue;
7. that completion has taken place of the purchase by the Issuer of all property shown in the listing document to Members dated . . . . . to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied;
8. that the Trust Deed/Deed Poll relating to the said . . . . . (insert type of securities) ~~Debenture/Loan Stock, Debentures, Notes or Bonds~~ has been completed and executed and a copy has been lodged with ~~the~~The Stock Exchange of Hong Kong Limited and that particulars thereof, if so required by law, have been filed with the Registrar of Companies;
9. that all the . . . . . (insert type of securities) ~~Shares/Debentures/Debenture/Loan Stock/Notes/Bonds~~ of each class referred to above are in all respects identical+ (Note 1);

10. that no alterations have been made to the version of the listing document which has been reviewed by The Stock Exchange of Hong Kong Limited and on which it has confirmed to the Issuer that it has no further comments other than in relation to the pricing of the issue or takeover offer, number of securities, figures depending on the information and correction of errors; and
- ~~10A. (in the case of an offering of equity securities or interests (which include equity securities, interests in a REIT, stapled securities and securities of an investment company (as defined in rule 21.01)) that fall within rule 3A.32(1) only) that the allocation of discretionary fees, that is, the absolute amount to be paid, and the time schedule for the payment of the total fees payable to each syndicate CMI have been determined and communicated in writing to each syndicate CMI;~~
11. that all (if any) conditions contained in the formal letter granting listing of and permission to deal in the ..... (insert type of securities) have been fulfilled;

...

16. Other information (if any)

For and on behalf of:

.....

(Note 2)

Signed ..... Director

Name:

Date: .....

Signed ..... Secretary

Name:

Date: .....

+Notes:—

(1) "Identical" means in this context:—

- (1) — (a) *the securities are of the same nominal value with the same amount called up or paid up;*
- (2) — (b) *they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and*
- (3) — (c) *they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.*
- (2) *This declaration should be signed for and on behalf of the Issuer by both a director and the secretary of the Issuer.*
- (3) *For the purpose of this form, references to “shares” shall include equity securities, interests in a REIT, stapled securities and securities of an investment company (as defined in rule 21.01 of the Listing Rules).*

## Appendix 6

### Placing Guidelines – for – Equity Securities

#### New Applicants

...

3. The overall coordinator(s) must make adequate distribution facilities available, must run the application list and must determine a fair basis for allocating securities when an issue is oversubscribed. In the case of a placing of securities involving bookbuilding activities (as defined under the Code of Conduct) in connection with a New Listing, each overall coordinator will be deemed to have reviewed the analysis generated by FINI on the distribution and concentration of the securities placed and confirmed its accuracy by submitting the declaration in the form set out in Form D in Appendix 5 on FINI (see rule 9.11(35)).

...

10. In connection with a New Listing, sSeparate Marketing and Independence Statements in the form set out in Form D in Appendix 5 ~~signed~~ must be submitted to the Exchange on FINI by (a) each overall coordinator; (b) each syndicate member (other than an overall coordinator); (c) any distributor (other than a syndicate member); and (d) any Exchange Participant referred to in paragraph 9 above, ~~must be lodged with the Exchange~~ before dealings commence (see rule 9.11(35)).

11. Dealings in the securities cannot commence until the Exchange has been supplied with and approved (on FINI in the case of a placing in connection with a New Listing) a list setting out for all the placees, the required information, including without limitation, the names, addresses and identity cards (or if none, passport numbers and the jurisdiction of issuance) (in the case of individuals) and the names, addresses, jurisdiction of incorporation and the relevant company identification numbers (in the case of companies), the names, addresses and identity cards (or if none, passport numbers and the jurisdiction of issuance) of the beneficial owners (in the case of nominee companies) and the amounts taken up by each placee (see rule 9.11(35)). The Exchange reserves the right to require submission of ~~such~~ further information ~~(on an electronic spreadsheet or in any~~ such other format as it may request) on the placees as it ~~may~~ considers necessary for the purpose of establishing the placees' their independence, including without limitation, details of beneficial ownership.

...



## Appendix 28

### TRANSITIONAL ARRANGEMENTS FOR ELIGIBLE ISSUERS

...

10. ...

- (9) a statement that subject to continued compliance with the stock admission requirements of HKSCC, the relevant securities will continue to be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS once dealings in the relevant securities on the Main Board commence, and that all activities under CCASS are subject to the General Rules of ~~the CCASS~~ HKSCC and ~~CCASS-HKSCC~~ Operational Procedures in effect from time to time;