**CHECKLIST**

## BASIC QUALIFICATIONS FOR LISTING OF A NEW CLASS OF EQUITY SECURITIES

**(GEM)**

|  |  |  |
| --- | --- | --- |
| **Name of Issuer** | **:** |  |
| **Case Number** | **:** |  |
| **Description of Transaction** | **:** |  |

**I. Please provide the following information:**

|  |  |  |  |
| --- | --- | --- | --- |
| 1. | Method of listing:  Placing  Bonus Issue  Rights Issue  Open Offer  Other listing method (please specify:        ) | | |
|  |  |  |  |
| 2. | Brief description of securities for which listing is sought **(“Securities”)**: |  | |
|  |  |  |  |
| 3. | Total number of Securities to be issued: |  |  |
|  |  |  |  |
| 4. | Issue price of Securities: |  |  |
|  |  |  |  |
| 5. | Total market value of Securities to be issued: |  |  |
|  |  |  |  |
|  | *Where the Securities are offered by way of bonus issue, please explain the basis for determining the total market value of the Securities as stated in item (5) (including any assumptions made):* | | |
|  |  |  |  |
| 6. | Total number of Securities that will be held by public at the time of listing: |  |  |
|  |  |  |  |
| 7. | Total expected number of holders of the Securities at the time of listing ***(Listing Rule 11.23(3)(b)(ii))***: |  |  |
|  |  |  |  |
| 8. | Total expected number of Securities that will be held by the three largest public holders of the Securities ***(Listing Rule 11.23(8))***: |  |  |
|  |  |  |  |
| 9. | Where the Securities are options, warrants or similar rights to subscribe or purchase equity securities (“**Warrants**”) subject to Chapter 21 of the Listing Rules: |  |  |
|  | (a) Date of issue of the Warrants: |  |  |
|  |  |  |  |
|  | (b) Date of expiry of the Warrants: |  |  |
|  |  |  |  |

|  |  |  |  |
| --- | --- | --- | --- |
|  | (c) Maximum number of securities which may be issued on the exercise of the Warrants: |  |  |
|  |  |  |  |
|  | (d) Maximum number of securities which remain to be issued on exercise of any other subscription rights (excluding (i) options under share option schemes which comply with Chapter 23; (ii) convertible preference shares and any equity securities into which the same convert; and (iii) convertible bonds and any equity securities into which the same convert): |  |  |
|  |  |  |  |
|  | (e) Total number of shares in issue at the time of issue of the Warrants: |  |  |
|  |  |  |  |
| 10 | The listed issuer will inform the Exchange of the International Securities Identification Number (**“ISIN”**) for the new class of securities before the commencement of dealings in the securities. (Note) |  | Yes |

1. **Please confirm whether the listed issuer has complied or will comply with the following requirements:**

| **Rules** |  | **Y/N/N/A** |
| --- | --- | --- |
| **Basic conditions for listing applicable to a new class of securities**: | |  |
| Rule 11.22A | Sufficient public interest |  |
| Rule 11.23 | * Open market in the Securities * Expected initial market capitalisation |  |
| Rule 11.25 | Restriction on issue of shares of which the proposed voting power does not bear a reasonable relationship to the equity interest when fully paid |  |
| Rule 11.26 | Transferability of the Securities |  |
| Rule 11.27 | Partly-paid shares and bearer shares are not admissible to listing |  |
| Rule 11.29 | The Securities must be Eligible Securities |  |
| Rule 11.30 | Application for listing |  |
| Rules 11.31 and 11.31A | Conformity with laws and articles of association |  |
| **Additional requirements for placing of a class of securities new to listing** | |  |
| Rule 10.12(1A) | Restriction on allocations |  |
| Rule 10.12(5) | Placee information |  |
| Rule 10.12(6) | Marketing and Independence Statements (Form D) |  |
| Rule 10.12(7) | Retention of placees’ record |  |
| **Additional requirements for listing of warrants, options or similar rights to subscribe or purchase equity securities** | |  |
| Rule 11.32 | Compliance with applicable listing requirements and Chapter 21 |  |
| Rule 21.02(1) | Maximum dilution effect of the Warrants |  |
| Rule 21.02(2) | Expiry date of the Warrants |  |
| Rule 21.05 | The underlying securities are or will be a class of equity securities already listed on the GEM |  |
| **Additional requirements for listing of convertible equity securities** | |  |
| Rule 22.02 | The underlying securities are or will be a class of equity securities already listed on the GEM |  |

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| * This checklist is provided for reference only. In case of doubt, listed issuers are advised to refer to the Listing Rules for the specific requirements. |

Note: ISIN is extensively used by international brokerage houses/ investors for settlement/ clearing as well as trading. Please contact corresponding numbering agency according to the issuer’s place of incorporation to obtain an ISIN for the new class of securities to be issued.

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| --- | --- | --- | --- |
|  |  |  |  |
| Submitted by: |  | Date: |  |
|  | Signature |  |  |
|  |  |  |  |
|  | Name and Firm |  |  |
|  |  |  |  |