

Applicant	Background and Decision
<p><b>Company A</b> (MB applicant) (2015)</p> <p>Rule reference: MB Rule 2.06; MB Chapter 8</p>	<p><i>Background</i></p> <ol style="list-style-type: none"> <li>1. Company A had a December financial year end. It was listed on GEM in January last year [year T-1] and was applying for a transfer of listing from GEM to the Main Board in May this year [year T].</li> <li>2. Under MB Rule 9A.02(2), a GEM listed issuer may apply for a transfer of listing of its securities from GEM to the Main Board if, among other things, it complied with GEM Rule 18.03<sup>1</sup> in respect of its financial results for the first full financial year commencing after the date of its initial listing.</li> <li>3. As Company A was listed in January of [year T-1], its first full financial year would be ended on December of [year T], and it could apply for transfer of listing from GEM to the Main Board after it had sent its annual report for the year ended December of [year T]. However, Company A submitted its application to transfer to the Main Board in May of [year T], which was before the end of its first full financial year after the date of its initial listing (i.e. December of [year T]). In other words, the first full financial year as required under GEM Rule 18.03 had not yet completed.</li> </ol> <p><i>Decision</i></p> <ol style="list-style-type: none"> <li>4. The transfer application was rejected as Company A failed to comply with the transfer qualification requirements under MB Rule 9A.02(2).</li> </ol>

<sup>1</sup> Under GEM Rule 18.03, the listed issuer must send to every member of the listed issuer; and every other holder of its listed securities, a copy of either (i) the directors' report and its annual financial statements and, where the listed issuer prepares consolidated financial statements, the consolidated financial statements, together with a copy of the auditors' report thereon or (ii) its summary financial report, not less than 21 days before the date of the listed issuer's annual general meeting and not more than four months after the date upon which the financial period ended.