

## Form Filling Guide

Next Day Disclosure Return e-Form for Equity Issuers and Collective Investment Scheme under Chapter 20 of the Exchange Listing Rules (other than listed open-ended Collective Investment Schemes)

### **General points to note**

- Issuers would need to download Adobe Acrobat Reader DC on a PC for viewing and completing the e-Forms. Mobile devices such as tablets and mobile phones are not supported.
- Issuer must complete both English and Chinese versions of this e-Form. Please use traditional Chinese characters when completing the Chinese version of this e-Form. When the Issuer inputs a non-text field in any one language, the corresponding field in the other language will be auto-filled.

**Next Day Disclosure Return**  
(Equity issuer - changes in issued share capital and/or share buybacks)

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Instrument:  Status:

Name of Issuer:

Date Submitted:

*Section I must be completed by a listed issuer where there has been a change in its issued share capital which is discloseable pursuant to rule 13.25A of the Main Board Rules (the "Main Board Listing Rules") / rule 17.27A of the GEM Rules (the "GEM Listing Rules") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Exchange")*

Section I					
1. Type of shares	<input type="text" value="Ordinary shares"/>	Class of shares	<input type="text"/>	Listed on SEHK (Note 11)	<input type="text"/>
Stock code (if listed)	Description				
Add multi-counter stock code					
Issues of shares (Notes 6 and 7)	No. of shares	Issued shares as a % of existing number of issued shares before relevant share issue (Notes 4, 6 and 7)	Issue price per share (Notes 1 and 7)	Closing market price per share of the immediately preceding business day (Note 5)	% discount(-)/premium of issue price to market price (Note 7)
Opening balance as at (Note 2)					
1). Type of changes to issued shares					
Description (Notes 3, 6 and 7)					
Date of changes					
Closing balance as at (Note 8)		Auto-fill			

Add remarks

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1. For the field “Status”, Issuers should select:
  - (a) “New Submission” for first time submission of this e-Form.
  - (b) “Resubmission” if the Issuer wish to update any information on any previously published e-Form
2. If the Issuers’ securities are traded in multiple counters, input the multi-counter stock code and its trading currency (e.g. an issuer with stock code XXX may have a Renminbi counter with stock code 80XXX).
3. For Issuers with only one class of shares, they should select “Not applicable” from the dropdown list under “Class of shares”.
4. For Issuers with shares not listed on SEHK, such as A shares or domestic shares, Issuers should add a new table (see note 8 below) for each class of shares and fill-in the information in all fields applicable to such class of shares. Select “No” under the “Listed on SEHK” field to indicate that such shares are not listed on SEHK.
5. For WVR shares, Issuers should select “WVR ordinary shares” under the “Type of shares” field and add a new table (see note 8 below) for the WVR shares and fill-in the information in all fields applicable to the WVR shares.
6. If Issuers select “Other type” under the “Type of shares” field or “Other class” under the “Class of shares” field, Issuers should provide a detailed description of the type and/or class of shares in the “Description” field.
7. Issuers may click the  button to add new tables and new rows. For example, if Issuers are A + H Issuers, Issuers should add and complete two separate tables for their A-shares and H-shares. If the additional tables or rows are insufficient for the Issuers to supplement all necessary information, Issuers may submit additional documents in PDF file format when uploading the e-Form through the ESS system.
8. Issuers may use the field “Add remarks” to supplement any information for each section.
9. For redemption or repurchase of shares, disclosure is required when the relevant event has occurred (subject to the provisions of Main Board Rule 13.25A/GEM Rule 17.27A), even if the redeemed or repurchased shares have not yet been cancelled. However, when inputting the closing balance of the number of shares as at the date of this e-Form, any redeemed or repurchased shares that are yet to be cancelled shall be included in the closing balance. For allotment of shares, disclosure is required when the shares have been issued and allotted, but options exercised with shares yet to be allotted shall be excluded from such disclosure. Disclosure is required irrespective of when the Register of Members is updated.

10. Issuers can select the appropriate “Type of changes to issued shares” in the dropdown list. Issuers may click the pencil button  to change or amend their previous selection.
11. Issuers should include a description of the event that occurred (if any) and choose the date of allotment / redemption / repurchase in the “Date of changes” field. Where the shares are allotted or redeemed or repurchased on multiple dates, Issuers should fill in all relevant information regarding allotment / redemption / repurchase taken place on the same date in a separate row by clicking the  button..
12. Issuers are required to disclose the changes to its issued shares arising from (i) any event under Main Board Rule 13.25A(2)(a)/GEM Rule 17.27A(2)(a) and (ii) any event under Main Board Rule 13.25A(2)(b)/GEM Rule 17.27A(2)(b) which has not yet been disclosed in either a published Next Day Disclosure Return or Monthly Return even if the event did not result in a change of 5% or more of the listed issuer’s issued shares (see Main Board Rule 13.25A(3)(b)/GEM Rule 17.27(3)(b)). Issuers should use the closing balance of the listed issuer’s total issued shares as set out in the last submitted Next Day Disclosure Return / Monthly Return (whichever is the later) as the basis for calculating the 5% de minimis threshold.
13. The percentage change in the Issuers’ issued shares under the “Issued shares as a % of existing number of issued shares before relevant share issue” field shall be calculated with reference to the Issuer’s total number of issued shares as set out in the “Opening balance” field of this e-Form (see Rule 13.25A(4)/GEM Rule 17.27A(4)).
14. Where shares are issued on multiple dates or under different contractual agreements or arrangements, Issuers should fill in all relevant information regarding each share issuance (including the date of allotment and the respective issue price) in a separate row by clicking the  button. Where shares were issued on the same day under the same contractual agreement or arrangement but at different prices, Issuers may input the weighted average issue price under the “Issue price per share” field.
15. Issuers should state the closing market price on the business day immediately preceding the occurrence of the event, e.g. if shares are issued under a share option scheme, Issuers should state the closing market price on the business day immediately preceding the issue date. Where the event occurred on multiple dates, Issuers should fill in all relevant information regarding the issuance taken place on the same date in a separate row by clicking the  button.

16. % discount (-) / premium is to be calculated by reference to the closing market price per share on the business day immediately preceding the event, i.e. the figure inputted in the “Closing market price per share of the immediately preceding business day” field. Issuers should input a positive percentage when the issue price is at a premium to market price, and a negative percentage when the issue price is at a discount to market price.
  
17. This is the closing balance of the last published Next Day Disclosure Return or Monthly Return, whichever is the later. Issuers should deduct any shares cancelled after the date of the last published Next Day Disclosure Return or Monthly Return (as the case may be) when calculating the closing balances for this e-Form. If the cancellation took place on different dates, please disclosure such information on the ‘Add remarks’ field.

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Section II must also be completed by a listed issuer where it has made a repurchase of shares which is discloseable under Main Board Rule 10.06(4)(a) / GEM Rule 13.13(1).

The issuer has  Purchase report or additional information for issuer whose primary listing is on the Exchange  Not applicable 18

Section II					
1. Type of shares	Ordinary shares	Class of shares	Listed on SEHK (Note)		+
Stock code (if listed)	Description				
Add multi-counter stock code					
A. Purchase report					
Trading date	Number of securities purchased	Method of purchase (Note)	Price per share or highest price paid \$	Lowest price paid \$	Total paid \$
1).					
Total number of securities purchased		Auto-fill		Total paid \$	
				Auto-fill	
B. Additional information for issuer whose primary listing is on the Exchange					
1). Number of such securities purchased on the Exchange in the year to date (since ordinary resolution)				(a) <input style="width: 100%;" type="text"/>	
2). % of number of shares in issue at time ordinary resolution passed acquired on the Exchange since date of resolution ( (a) x 100 ) / Number of shares in issue				<input style="width: 100%;" type="text"/> %	

We hereby confirm that the repurchases set out in A above which were made on the Exchange were made in accordance with the Main Board Listing Rules / GEM Listing Rules and that there have been no material changes to the particulars contained in the Explanatory Statement dated ..... which has been filed with the Exchange. We also confirm that any purchases set out in A above which were made on another stock exchange were made in accordance with the domestic rules applying to purchases made on that other exchange.

Add remarks

Note to Section II: Please state whether on the Exchange, on another stock exchange (stating the name of the exchange), by private arrangement or by general offer.

Submitted by:   
(Name)

18. Issuers may check the box “Not applicable” when any section in this e-Form is not applicable to the issuers. In this case, all fields under the relevant section will be left blank automatically.