

Form Filling Guide

Form A1

M103

Listing Application Form (For Equity Securities)

General

This e-form is only applicable to listing of equity securities. Issuers of debt securities will continue to use the paper listing application form.

1. Case Number - Please input the case number provided by the Exchange and if applicable, follow by the relevant indicator (i.e. “-B” for biotech companies applying for listing under Chapter 18A; “-W” for companies with weighted voting rights applying for listing under Chapter 8A of the Main Board Listing Rules, “-S” for companies applying for a secondary listing under Chapter 19C and “-Z” for listing application by a special purpose acquisitions company (**SPAC**). If more than one new chapters are applicable, please input the combined codes such as “-SW” and “-SB”) (**Updated in Jul 2021**).

Appendix 5

FORMS RELATING TO APPLICATIONS FOR LISTING

LISTING APPLICATION FORM (FOR EQUITY SECURITIES AND DEBT SECURITIES)

Form A1

Case Number : 20200611-120001-000 -B

To: The Head of the Listing Division,
The Listing Division,
The Stock Exchange of Hong Kong Limited.

2. To input multiple values (for example, when more than one sponsors are appointed), please click to expand the field.
3. To remove the unused added fields, please click .
4. Some fields do not require user's input, instead they will automatically display the required information based on the inputs in other fields. Please see fields with
5. Please input explanation or additional information in the free text box under the relevant section (**Added in Feb 2021**).

Part 2.

6. If the new listing applicant was incorporated in a jurisdiction not in the dropdown list, please select “Others (Please specify)”. An additional field will then be automatically displayed for user input (**Added in Feb 2021**).

2. Place and date of incorporation or other establishment:

Place of Incorporation : Others (Please specify)

Others (Please specify) :

Date of Incorporation : 01/06/2010

SHARE CAPITAL – (a) Authorised share capital

7. For companies incorporated in jurisdiction with no authorized share capital concept, please select “N/A” for currency and “Not Applicable” for class of shares from the drawdown lists.

5. Details of share capital

(a) Authorised share capital is divided into:

Class	Number (A)	Par value per share (B)	Total nominal value (C) = (A) x (B)
		N/A	
Not Applicable			

TOTAL

For shares issued with par value, select the currency of par value per share and input the par value amount in section 5 (a) and (b), then the total nominal value will be calculated and displayed automatically (see).

5. Details of share capital

(a) Authorised share capital of is divided into:

Class	Number (A)	Par value per share (B)	Total nominal value (C) = (A) x (B)
		RMB	<input type="text" value="RMB"/>
H-Shares	1,000,000	0.00015	<input type="text" value="150"/>

TOTAL

(b) The type(s) and number of securities for which application is now made, being the issued (and paid up) share capital, inclusive of proposed issue, of divided into:

In issue before the offer

Class	Number (A)	Par value per share (B)	Total nominal value (C) = (A) x (B)
		RMB	RMB
H-Shares	5,000,000	0.00015	<input type="text" value="750"/>
Domestic shares	2,000,000	0.00015	<input type="text" value="300"/>

Proposed to be issued pursuant to the offer (tentative)

Class	Method of issue of securities	Number (A)	Par value per share (B)	Total nominal value (C) = (A) x (B)
			<input type="text" value="RMB"/>	RMB
H-Shares	Global offering	5,000,000	0.00015	<input type="text" value="750"/>
H-Shares	Capitalisation issue	1,000,000	0.00015	<input type="text" value="150"/>

Please input shares issued under over-allotment option or other options, “Share may be issued (tentative)”. If there is no over-allotment option or other options, please select “Not Applicable” under “Class” field. (b) For shares may be issued pursuant to exercise of option(s), please edit the free text field “Method of issue of securities”.

Share may be issued (tentative)

<u>Class</u>	<u>Method of issue of securities</u>	<u>Number (A)</u>	<u>Par value per share (B)</u> RMB	<u>Total nominal value (C) = (A) x (B)</u> RMB
H-Shares	Pursuant to exercise of options under share option scheme/ over-allotment option/ option or warrant	500,000	0.00015	75

5 (b). If there is no over-allotment option, please select “Not Applicable”

5(b). Edit the description in this free text box as appropriate

TOTAL NOMINAL VALUE

1,950

Assuming {options under share option scheme/ over-allotment option} is not exercised

2,025

Assuming {options under share option scheme/ over-allotment option} is fully exercised

8. Please indicate if there is any over-allotment option in Section 6 part (a). If there is over-allotment option, please input the number of shares if the over-allotment option is fully exercised AND not exercised respectively.



6. (a) Estimated size of offer (tentative):

Including the number of shares that may be issued if the over-allotment option is fully exercised (i.e. 500,000 as illustrated in (b) below).

Over-allotment option	Class of securities	Number of securities (if applicable)		Proposed offer price (D)	Estimated size of offer (E) = (C) x (D) HKD
		Sale shares (A)	New issue (B)	HKD	
Fully exercised	H-Shares	Sale shares (A)	1,000,000	2	13,000,000
		New issue (B)	5,500,000		
		Total Offered (C) = (A) + (B)	6,500,000	3	19,500,000
Not exercised	H-Shares	Sale shares (A)	1,000,000	2	12,000,000
		New issue (B)	5,000,000		
		Total Offered (C) = (A) + (B)	6,000,000	3	18,000,000
TOTAL					13,000,000
TOTAL					19,500,000
TOTAL					12,000,000
TOTAL					18,000,000
					Assuming Over-allotment option is fully exercised
					Assuming Over-allotment option is not exercised

If there is no over-allotment option, please select "Not Applicable".

Excluding the number of shares that may be issued under the over-allotment option.

(b) Particulars of proposed listing method of the securities referred to in paragraph 5(b) above (tentative):

Class of securities	Proposed listing method (Note 2)	Number of securities (if applicable)		Proposed offer price (D)	Estimated market value (E) = (C) x (D) HKD
		Sale shares (A)	New issue (B)	HKD	HKD
H-Shares	Offer for subscription	Sale shares (A)	1,000,000	2	12,000,000
		New issue (B)	5,000,000		
		Total Offered (C) = (A) + (B)	6,000,000	3	18,000,000
H-Shares	Exercise of over-allotment option	Sale shares (A)	0	2	1,000,000
		New issue (B)	500,000		
		Total Offered (C) = (A) + (B)	500,000	3	1,500,000

Refers to the additional shares which may be issued subject to the full exercise of over-allotment option.

9. Based on the information input in the above sections, the market capitalisation values in section 7 will be calculated automatically.

7. (A) Estimated market value (equity)/total capitalisation (debt) of issuer:

			HKD
Max. estimated market value :	From		27,000,000
	To		40,500,000
		Assuming {options under share option scheme/ over-allotment option} is fully exercised	
<hr/>			
Min. estimated market value (if applicable):	From		HKD 26,000,000
	To		39,000,000
		Assuming {options under share option scheme/ over-allotment option} is not exercised	

Please edit the description in the free text box as appropriate

(B) Estimated market capitalisation (equity)/nominal amount (debt) of securities for which listing is sought (Note 2):

			HKD
Max. estimated market value :	From		13,000,000
	To		19,500,000
		Assuming {options under share option scheme/ over-allotment option} is fully exercised	
<hr/>			
Min. estimated market value (if applicable):	From		HKD 12,000,000
	To		18,000,000
		Assuming {options under share option scheme/ over-allotment option} is not exercised	

10. In section 8(a) and (b), if the date when the securities will become identical is unknown, please leave the “date when the securities will become identical” fields blank and provide the expected date when they will become identical (or other relevant information) in the text box (*updated in Feb 2021*).

8. The securities for which application is now made

(a) are not identical in all respects (Note 3)

Date when the securities will become identical
.....

(b) are not identical in all respects with an existing class of security (Note 3)

Date when the securities will become identical
.....


(If the securities are not identical now, but will become so in the future, a statement as to when they will become identical must be added to (a) or (b) above.)

The securities are expected to be identical on dd/mmm/yyyy

Please provide the relevant information in the text box.

(c) are not listed or dealt in on another stock exchange(s) (please specify)

(d) have not been in the previous 6 months, are not or will not be the subject of an application for listing on another stock exchange(s) (please specify)

11. Please use  button to add a row for the third financial year and the fourth row for stub period (if any). Banking company is not required to add the third row. Please leave the "Revenue" field empty if the applicant is a pre-revenue company and use negative sign before the figure to indicate loss. For Application Proof with accountants' reports covering a period shorter than the trading record period under Guidance Letter GL56-13, the 2nd and/or 3rd row(s) may left empty (where appropriate).

9. Revenue and profit attributable to equity shareholders for the three preceding years (or two years for applicants under Chapter 18A) (**Note 4**):

<u>Year ending</u>	<u>Revenue</u> RMB	<u>Profit / - Loss</u> RMB
1st Year: 31/12/2017	0	-7,939,000
2nd Year: 31/12/2018	78,575,000	52,407,000
3rd Year: 31/12/2019	41,145,000	37,516,000
Stub Period 30/06/2020	56,000,000	9,765,000

No need to create a third row for banking companies

12. Where appropriate, user may cross-reference to the relevant disclosure in the Application Proof.

10. *So far as is known, or can be ascertained after reasonable enquiry, by the directors of the issuer, the undermentioned is/ are substantial shareholder(s) of the company or of its holding company (**Note 6**):—

<u>Name</u>	<u>Address</u>	<u>Company</u>	<u>Number of shares held</u>	<u>Extent of holding</u>
Please see section "Substantial Shareholders" of the Prospectus				%

The following are particulars of the qualifications, if any, and experience of the directors, chief executive and secretary of the issuer (**Note 6**):

These are optional fields

Name:	Please see section "Substantial Shareholders" of the Prospectus
Position:	
Qualification(s):	
Experience	

* This paragraph is not applicable in the case of capitalisation issues.

13. Please do not input decimal place in the use of proceed amount. If the proposed listing method in section 6(b) is "Introduction", then use of proceeds section will be dimmed and does not required any input (**updated Feb 2021**).

11. The proceeds (if any) of the issue or sale of the securities for which application is now made, or the portion thereof to be received by the issuer, are intended to be used by the issuer for the following purpose(s):—

<u>Use of proceeds</u>	<u>Use of proceeds amount</u> (HK\$)	<u>Use of proceeds percentage</u>
For development of new products	10,000,000	66.67 %
For acquisition and installation of production facilities in XXX for manufacturing of the core produ	5,000,000	33.33 %
	Total: 15,000,000	

14. Please input the name and qualifications of experts as those set out in the Appendix [X] – Statutory and General Information section of the listing document.

12. The following are the qualifications of the undermentioned person(s) whose opinion(s) as (an) expert(s) is/are referred to in any document included in this application:—

Name	Qualifications	Document
XXXX Bank N.V., Hong Kong Branch	SFC License Type 1 and 6 for advisory on corporate finance	Prospectus
YYYY C.P.A.	Certified Public Accountants	Accountants' Report as Appendix I of the Prospectus
MMO Consultant	Market Expert	"Industry Overview" section of the Prospectus

15. Please click on the pencil button to select the method of payment (i.e. by cheque or by electronic transfer) for the initial listing fee and input the relevant information (**Added in Jul 2022**).

[A cheque numbered [] (cheque number) drawn on [] (bank) for \$[] is enclosed being payment of / A sum of HK\$[] has been electronically transferred to the Exchange's designated bank account as] the initial listing fee payable in advance. If there is any delay in the proposed timetable as set out above, or if there is any change in that timetable or in any of the other particulars without the approval of the Exchange or if the proposed application for listing is withdrawn, cancelled or rejected by the Exchange, the Issuer acknowledges that the initial listing fee will be forfeited (**Note 1(5) and (6)**).

Payment method :

Cheque number :

Name of bank :

Amount :

16. When there are more than one sponsors, please use button to add the signing fields for each of the joint-sponsors' signature.

After submission of e-Form through ESS, please download a copy of the submitted form (i.e. the copy with a Submission No.) from the e-Form Submission Acknowledgement page for each sponsor's signature.

The signed version of Form A1 should be filed to the Exchange together with other documents as required under Main Board Rule 9.11.

Please specify that the signing person is the **Principal(s)** who act(s) as the supervisor(s) of the Transaction Team (as defined in the SFC Sponsor Provisions) undertaking the listing assignment.

Yours faithfully



Name: Chan Tai Man

Position: Managing Director (Principal)

for and on behalf of
XXXX Bank Limited

(Note 7)

Yours faithfully



Name: Lee Siu Ming

Position: Executive Director (Principal)

for and on behalf of
YYY Corporate Finance Company Limited

(Note 7)

Once the e-Form has been successfully submitted through ESS, a submission number will be generated and displayed on the bottom left corner of the e-Form.

Submission No.: IA-20201019-00267

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17. For listing by way of Introduction, please also input this Additional Information section. As all the fields are mandatory, please input "N/A" and "0" if there are less than ten largest beneficial holders of the securities (on the last page of the form).

Additional information

Under Note 4:

Particulars of the ten largest beneficial holders of the securities (in case of an Introduction)

	Name of the shareholder	Beneficial interests in the listing applicant (percentage of shareholding)	
1	A	33.33	%
2	B	33.33	%
3	C	33.34	%
4	N/A	0	%
5	N/A	0	%
6	N/A	0	%
7	N/A	0	%
8	N/A	0	%
9	N/A	0	%
10	N/A	0	%

	Name of director who have interest in the listing applicant (or his/her families hold such interest)	Interests in the listing applicant held by director and his/her families (percentage of shareholding)	
1	N/A	0	%

Interests in the listing applicant held by the director and his/her families (% of shareholding)

- End -