

Part B Consultation Questions

Please indicate your preference by checking the appropriate boxes. Please reply to the questions below on the proposed change discussed in the Consultation Paper downloadable from the HKEx website at: <http://www.hkex.com.hk/eng/newsconsul/mktconsul/Documents/cp2013042.pdf>

Where there is insufficient space provided for your comments, please attach additional pages.

- A) Do you agree with the proposal to rename the definitions of “connected person” and “associate” in Chapter 1 as “restricted connected person” and “close associate”?

☒ Yes

☐ No

If your answer is “No”, please give reasons for your views.

- B) Do you agree with the proposal to align the definitions of connected person and/or associate in each of the Rules described in the table under paragraph 13 of the Consultation Paper with those used in Chapter 14A? If not, please give reasons for your views.

Rule no.	Yes	No	If your answer is “No”, please provide reasons.
<u>Transactions</u>			
1. R14.06(b), R14.23B(2)	☒	☐	
R14.92	☒	☐	
2. R14.58(3), R14.63(3)	☒	☐	
3. R5.03, PN12- Para 15	☒	☐	

Issues of securities

4. R7.21(2), R7.26A(1)	☒	☐	
5. N1 to R13.36(2)(b), R19A.38	☒	☐	

Rule no.	Yes	No	If your answer is “No”, please provide reasons.
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Share option schemes

6.	R17.03(4)	☒	☐	
	R17.04(1), N1 to R17.04(3)	☒	☐	
	R17.06A, R17.07	☒	☐	

Repurchases of securities

7.	R10.06(1), (2)	☐	☒	<i>In respect of share repurchase mandate and its associated dealing restriction, it may not be practicable to extend the definition of “connected person” in Rule 10.06(1)(b)(ix) and Rule 10.06(2)(c) respectively to include persons who were directors of the issuer or any of its subsidiaries in the last 12 months and all their respective extended associates.</i>
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Voting at general meeting

8.	R2.16	☒	☐	
	N2 to R14.33, R14.46, R14.49, R14.55, R14.63(2)(d)	☒	☐	
	R13.68	☒	☐	
	PN15 – Para 3(e)(2)	☒	☐	
9.	R6.12, R6.13, R7.19, R7.24, R13.36(4), R14.90, R14.91, Note to R13.39	☒	☐	
10.	PN4 - Para 4(c)	☒	☐	
11.	R21.04(3)(d)	☒	☐	

Voting at, and quorum for, board meeting

12.	R13.44	☒	☐	
	App3 – Para 4(1), N1 to App3	☒	☐	

Rule no.	Yes	No	If your answer is “No”, please provide reasons.
App14 – Para A.1.7	☒	☐	
App14 – Para B.1.2(h)	☒	☐	

Independent non-executive directors (“INEDs”), independent financial advisers (“IFAs”) and sponsor

13.	R3.13	☒	☐	
	R13.84 (see also item no. 14 below)	☒	☐	
	R13.80 (see also item no. 14 below)	☒	☐	
	R3A.07(3), (6)	☒	☐	
	PN21 – Para 14(g)	☒	☐	
14.	R13.84	☒	☐	
	R13.80	☒	☐	
15.	R3A.05	☒	☐	

Disclosures in issuers’ documents

16.	R7.16	☒	☐	
	App1A – Para 28(1)(b)(v), App1E – Para 28(1)(b)(v)	☒	☐	
	App1B – Para 26(1)(b)(v), App1F – Para 22(1)(b)(v), App16 – Para 31(5)	☒	☐	
	R21.08(12)	☒	☐	

Depository

17.	R19B.03	☒	☐	
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Investment companies

18.	R21.04 (3)(a)	☒	☐	
	R21.04 (4)	☒	☐	

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