

**From:** [REDACTED]

**Sent:** Friday, September 27, 2019 5:40 PM

**To:** response <response@hkex.com.hk>

**Subject:** Re: Consultation Paper on Codification of General Waivers and Principles Relating to IPOs and Listed Issuers and Minor Rule Amendments

**WARNING: External email, please exercise caution.**

TO: Hong Kong Exchanges and Clearing Limited

In response to (11) Experience and qualification of company secretary (the "Proposal"), I strongly object the Proposal.

The Proposal allows for individual with familiarity with the issuer's business and affairs, but not possess the academic or professional qualifications or the relevant experience and lacks familiarisation with Listing Rules and certain Hong Kong laws and regulations to be appointed as company secretary.

It cannot fulfil the purpose of the spirit of Listing Rules which stress the compliance issue. The familiarity with the issuer's business and affairs is not a pre-requisite for the function of company secretary so appointed. The familiarisation with Listing Rules and certain Hong Kong laws and regulations is a must for the role of the company secretary under the Listing Rules.

The waiver should be not used in normal circumstances. It must rely on the Qualified Person in Hong Kong. Alternatively, the individual with familiarity with the issuer's business and affairs should assist the company secretary to fulfil its regulatory function.

**Yang Chau Law Office**

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