

**Submitted via Qualtrics**

**Universe Corporate Services Limited**

**Company/Organisation view**

**Other**

**Question 1**

**Do you agree with the Electronic Instructions Proposal as detailed in paragraphs 29 to 45 of the Consultation Paper?**

Yes

**Please give reasons for your views.**

The Electronic Instructions Proposal could improve the speed of facilitating and the efficiency of receiving and providing actions on securities holders' instructions by the issuers, allowing for receipt even during severe weather while minimizing issuer's impact on the environment and natural resources.

**Question 2**

**Do you agree with the implementation timeline (including the availability of transitional arrangements) for the Electronic Instructions Proposal as set out in paragraphs 47 to 54 of the Consultation Paper?**

Yes

**Please give reasons for your views.**

Sufficient time has been provided to the issuers to develop their own mechanism (if any) to verify the authenticity of the Requested Communications and ensure compliance with laws and regulations.

**Question 3**

**Do you agree with the Real-time Electronic Payment Proposal as detailed in paragraphs 69 to 74 of the Consultation Paper?**

Yes

**Please give reasons for your views.**

The Stock Exchange did not mandate the only use of CHATS to receive Corporate Action Proceeds, rather, they provide greater flexibility to securities holders to choose their desired methods to receive Corporate Action Proceeds where existing payment options, including payment by cheque, autopay and FPS etc. remains.

The Real-time Electronic Payment Proposal catered for the interests of the securities holders who would like to receive Corporate Action Proceeds right in time by the announced payment date and enhance the efficiency of receiving payment and the time lag for the deposited cheque could be evaded. Therefore, the Stock Exchange has considered different parties needs in such proposal.

It also enables the issuer to arrange payment of Corporate Action Proceeds even on a severe weather day and results in timely distribution. As such, the SWT day will no longer be a matter for the issuer to delay for payment.

Ultimately, the Real-time Electronic Payment Proposal will align the Hong Kong stock market with the global market practice and trends as in the United States, the United Kingdom, Australia etc. and improve the status of the Hong Kong stock market among the global markets.

#### **Question 4**

**Do you agree with the Electronic Subscription Monies Proposal as detailed in paragraphs 83 to 89 of the Consultation Paper?**

Yes

**Please give reasons for your views.**

The reason is similar to answer in question 3 and added that the Electronic Subscription Monies Proposal with the option for securities holders to pay subscription monies via electronic means can avoid elderly securities holders who are not familiarize with the electronic payment. The Electronic Subscription Monies Proposal reserves the freedom of choice of the securities holders.

#### **Question 5**

**Do you agree that MMOs should no longer be available to issuers as set out in paragraph 99 of the Consultation Paper?**

Yes

**Please give reasons for your views.**

According to paragraph 101 of the Consultation Paper, the Stock Exchange considered that MMOs no longer served a useful purpose following their Paperless I initiative to remove the requirement for paper prospectuses. Since the implementation of the reform, MMOs have not been adopted by any issuer. As such, the elimination of MMOs in the future should bring minimal impact to the issuers but enhance the efficiency of the regulatory processes.

### **Question 6**

**Do you agree with the Hybrid General Meeting and E-voting Proposal as detailed in paragraphs 129 to 134 of the Consultation Paper?**

Yes

**Please give reasons for your views.**

Generally agree with the Hybrid General Meeting and E-voting Proposal which can allow more flexibility in conducting general meetings and enhance the proceedings of the meetings.

However, certain issuers may consider that it will be timely and costly for frequent amendments to their constitutional documents since they might have already amended their constitutional documents in recent years to cope with the core shareholder protection standards only but did not amend to enable hybrid general meetings and E-voting.

Nonetheless, other jurisdictions have either planned to enable virtual or hybrid general meeting or already under implementation. To meet with the global standard, it is wise for the Stock Exchange to put forward the Hybrid General Meeting and E-voting Proposal.

### **Question 7**

**Should issuers be required to provide securities holders with an option to attend general meetings remotely and vote via electronic means (as set out in paragraph 135 of the Consultation Paper)?**

Yes

**Please give reasons for your views.**

The listed issuers should provide securities holders with an option to attend general meetings remotely and vote via electronic means in order to cater for the needs of different shareholders. This can reduce the burden of overseas shareholders who would be required to travel all the way to the venue of the meetings in order to attend the meetings physically.

Back in February 2023, the Stock Exchange updated the General Meeting Guide and in paragraph 2.4, they actively encouraged and promoted the issuers on better shareholders' engagement and maximise the shareholders' participation in general

meetings. Since certain shareholders resided overseas, their right to participate in the general meetings might be deprived of. In order to maximise the shareholders' participation, introducing electronic means for attending meeting and voting would be one of the best way to achieve the optimum shareholders' participation.

However, the Stock Exchange should bear in mind that it should not mandate the method for the securities holders to attend the general meetings which should lie at their own choice.

### **Question 8**

**Should web accessibility guideline(s) (e.g. WCAG) be incorporated into, or referred to, in the Listing Rules (for example, the CG Code) or the Exchange's guidance, such that any corporate communications made available on issuers' website under the Rules should conform to such guideline(s), as set out in paragraph 146 of the Consultation Paper?**

No

**Please give reasons for your views.**

The web accessibility guideline(s) should not be incorporated into, or referred to, in the Listing Rules (for example, the CG Code) or the Exchange's guidance or become a mandatory guideline for the issuers to follow as it will be costly and timely and lay extra burden for the listed issuers to make available all its corporate communications to conform with such guidelines.

Nevertheless, we consider that accessible right to issuers' corporate communications by persons with disabilities are equally important. We suggest that the Stock Exchange can consider other alternatives.

### **Question 9**

**Do you agree with adding a new note to MB Rule 13.46(1) to clarify that the conditions for granting waivers from the publication and distribution requirements of annual results/reports also apply to issuers that are neither overseas issuers nor PRC issuers (see paragraph 151 of the Consultation Paper)?**

Yes

**Please give reasons for your views.**

Adding a new note to MB Rule 13.46 (1) can clarify and expressly include the intended application of the conditions for granting waivers from the publication and distribution requirements of annual results/reports also apply to issuers that are neither overseas issuers nor PRC issuers.

**Question 10(a)**

**Do you agree with the following proposed amendments to align requirements:**

**To amend paragraph 12B of Appendix D2 to the MB Rules (GEM Rule 18.39B) to remove the annual affirmation requirement for independent non-executive director (see paragraph 152 of the Consultation Paper)?**

Yes

**Please give reasons for your views.**

To avoid any ambiguous understanding arising from the inconsistent of MB Rule 3.13 and paragraph 12B of Appendix D2 to the MB Rules (GEM Rule 18.39B). We suggest that the listed issuer, if they so wish, can confirm the independence of the independent non-executive director via electronic means e.g. e-mail correspondence, alternatively.

**Question 10(b)**

**Do you agree with the following proposed amendments to align requirements:**

**Amend MB Rule 9.11(33) (GEM Rule 12.25(2)) to more accurately reflect the documentary requirements for the registration of a prospectus of C(WUMP)O (see paragraph 154 of the Consultation Paper)?**

Yes

**Please give reasons for your views.**

The new amendment would be clearer.

**Question 10(c)**

**Do you agree with the following proposed amendments to align requirements:**

**To remove GEM Rule 18.50C to align the requirement on the timeframe for submission of annual report with the MB Rules (see paragraph 155 of the Consultation Paper)?**

Yes

**Please give reasons for your views.**

The new amendment could align the requirements on both the GEM Rules and the MB Rules.

**Question 10(d)**

**Do you agree with the following proposed amendments to align requirements:**

**To align the market capitalisation information required on Main Board and GEM listing application forms (see paragraph 157 of the Consultation Paper)?**

Yes

**Please give reasons for your views.**

The new amendment could align the requirements on both the GEM Rules and the MB Rules.

**Question 11**

**Do you agree with the proposal to amend MB Rule 2.07C to cover the types of announcements mentioned in paragraphs 158 and 159 of the Consultation Paper?**

Yes

**Please give reasons for your views.**

The new amendment would be clearer.

**Question 12**

**Do you agree with the proposal to amend MB Rule 37.06 as mentioned in paragraphs 161 to 164 of the Consultation Paper?**

Yes

**Please give reasons for your views.**

The proposal to amend MB Rule 37.06 as mentioned in paragraphs 161 to 164 of the Consultation Paper could minimise the impact of any blackout period arising from/due to “the production of audited accounts for two financial years made up to a date that is at most 15 months before the intended date of listing document” and provide flexibility for applicants to satisfy the eligibility requirement for listing debt securities.

**Question 13**

**Do you agree with the proposal to clarify the scope of Professional Debt Issuers' continuing obligation to notify the Exchange of their proposals to amend trust deed (see paragraphs 165 and 166 of the Consultation Paper)?**

Yes

**Please give reasons for your views.**

As discussed in paragraphs 165 and 166 of the Consultation Paper, the scope should not be only limited to trust deed, but to expand to other documents securing or constituting the debt securities. We suggest the Exchange to amend and broaden the scope of Professional Debt Issuers' accordingly.

**Question 14**

**Do you agree with the proposal to clarify the scope of Professional Debt Issuers' continuing obligation to submit financial statements to the Exchange (see paragraphs 167 and 168 of the Consultation Paper)?**

Yes

**Please give reasons for your views.**

This can make it clear to the Professional Debt Issuer to submit interim financial statements instead of interim report.

**Question 15**

**Do you agree with the proposal to revise the scope of Public Debt Issuers' continuing obligation to inform and submit drafts to the Exchange with respect to their proposal to amend documents that affect the rights of the holders of their listed debt securities (see paragraphs 169 to 171 of the Consultation Paper)?**

Yes

**Please give reasons for your views.**

Similar to the answer on question 13, we strongly suggest the Exchange to look into the revision on the scope of Public Debt Issuers' continuing obligation not only to include the amendment of trust deeds or other documents securing or constituting their listed debt securities or equivalent documents that affect the rights of holders of their listed debt securities (in addition to memorandum or articles of associations or equivalent documents) but also other possible obligation so as to enhance investor protection.

**Question 16**

**Do you agree with the proposal to clarify the validity period of a debt programme under MB Rule 37.41 (GEM Rule 30.34) (see paragraphs 172 and 173 of the Consultation Paper)?**

Yes

**Please give reasons for your views.**

It can avoid any ambiguity arising on the validity period (i.e. whether the validity period of a debt programme starts right after the date of publishing the debt programme or after the date of the offering circular of the debt programme).

**Question 17**

**Do you agree with the proposal to revise the definition of supranationals under the MB Rules (see paragraphs 174 and 175 of the Consultation Paper)?**

Yes

**Please give reasons for your views.**

The revision of the definition of supranationals will become more specific and align with the definition of SFC.

**Question 18**

**Do you agree with the proposal to require all Public Debt Issuers (except States and supranationals) to publish the English and Chinese versions of their financial statements (see paragraphs 176 to 178 of the Consultation Paper)?**

Yes

**Please give reasons for your views.**

To make it clear and avoid ambiguity.

**Question 19**

**Do you agree with the proposal to replace references to “general meeting” with “meeting of holders of the debt securities” in paragraph 9 of Appendix A2 to the MB Rules (paragraph 9 of Appendix A2 to the GEM Rules) (see paragraphs 179 and 180 of the Consultation Paper)?**

Yes

**Please give reasons for your reviews.**

To make it clear and avoid ambiguity.