

**Hong Kong Securities Clearing Company Limited**  
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

**CCASS Admission Form – Further Issuance of Shares of a Class that is Already Listed**

Name of the company applying for further issuance of an existing class of shares in Hong Kong (the “Company”):

(i) in English \_\_\_\_\_

(ii) in Chinese \_\_\_\_\_

Place of Incorporation: \_\_\_\_\_

Date of Submission: \_\_\_\_\_

Notes:

- (a) Unless otherwise defined, capitalized terms used herein have the same meanings as in the Joint Policy Statement regarding the Listing of Overseas Companies<sup>1</sup>.
- (b) This form only applies to companies which are incorporated outside of the HKSAR, Cayman Islands, Bermuda and the PRC.
- (c) All questions must be answered, unless otherwise stated. If any question is not applicable, please write “N/A”.
- (d) If there is insufficient space to complete the answer, please continue on a separate sheet and specify the question to which it relates.
- (e) If there is any further change or update to the response submitted, the Company is required to provide Hong Kong Securities Clearing Company Limited (“HKSCC”) with the updated information as soon as possible. Failing to do so may result in delay or even refusal of admission of the further issue of the Company’s securities to CCASS.
- (f) It is the responsibility of the Company to provide evidence that the further issuance of the Company’s securities satisfy the CCASS Admission criteria.

1. **Form and class of securities**

Please advise whether the further issuance of securities that the Company is proposing to list is in the same form and of the same class as the Company’s securities that are currently listed on SEHK.

Confirmed

If you are unable to confirm, please provide details and your proposal as to how to address such issues..

2. **Recognition of beneficial ownership in the Company’s shares under HKSCC’s current clearing and custody model under the laws of the jurisdiction of incorporation of the Company**

Under HKSCC’s current clearing and custody model for shares of issuers listed on The Stock Exchange of Hong Kong Limited (“SEHK”), HKSCC, in its capacity as the central securities depository, holds, through its nominee, HKSCC Nominees Limited (“HKSCCN”), legal title to shares of companies listed on SEHK as the registered shareholder in a branch register of the company held in Hong Kong. HKSCC’s participants hold the beneficial interest in such shares in their CCASS stock accounts opened with HKSCC. When a sale/purchase transaction in

<sup>1</sup> [https://www.hkex.com.hk/Listing/Rules-and-Guidance/Other-Resources/Listing-of-Overseas-Companies?sc\\_lang=en](https://www.hkex.com.hk/Listing/Rules-and-Guidance/Other-Resources/Listing-of-Overseas-Companies?sc_lang=en)

respect of such shares is made amongst CCASS participants, a transfer of proprietary interest in such shares amongst HKSCC's clearing participants is effected by way of book entry transfer amongst CCASS stock accounts.

- (a) Please confirm that the laws of the Company's jurisdiction of incorporation continue to recognise the concept of beneficial ownership in respect of shares of the Company?

Confirmed

If you are unable to confirm, please provide details and your proposal as to how to address such issues..

- (b) Please confirm that the structure (outlined above) continues to be accepted and recognized in the Company's jurisdiction of incorporation and that the transfer of proprietary interests in the Company's shares under such structure continues to be recognized in the Company's jurisdiction of incorporation.

Confirmed

If you are unable to confirm, please provide details and your proposal as to how to address such issues..

- (c) Please confirm that there continues to be no legal impediments under the laws of the Company's jurisdiction of incorporation to the creation of security interests over proprietary interests in the Company's shares held by a HKSCC's clearing participant under the structure (outlined above) in favour of HKSCC pursuant to the provisions of the CCASS Rules (and the ancillary Hong Kong law governed deed of charge)?

Confirmed

Please provide details of any requirements to perfect the creation of security interests and/or deed of charge mentioned above, and how they may be satisfied.

If you are unable to confirm, please provide details and your proposal as to how to address such issues..

**IMPORTANT NOTE:** To the extent any of the answers to the questions above is "No", a legal opinion to be addressed to and relied upon by HKSCC and SEHK is required to provide the relevant details under the laws of the Company's jurisdiction of incorporation.

3. **Holding restrictions or limitations on transfers**

- (a) To the extent there are holding restrictions or limitations on transfers imposed on the Company's securities under the relevant laws, rules, regulations or the Company's constitutional documents, please advise if there are any updates to the information previously disclosed in the prospectus/public announcement/CCASS Admission Undertaking made by the Company.

Yes

No. The information previously disclosed in the prospectus/public announcement/CCASS Admission Undertaking remains true and accurate in all material respects.

- (b) Please advise if the Company's securities continue to satisfy the requirements under CCASS Rule 803 which provides that "Eligible Securities deposited must be freely transferable.

Yes

No.

4. **Reporting/Disclosure**

To the extent there are securities-holding reporting/disclosure requirements under the relevant laws, rules, regulations and the Company's constitutional documents which imposes obligations on HKSCCN, as nominee, please advise if there are any updates to the information previously disclosed in the prospectus/public announcement made by the Company

Yes

No. The information previously disclosed in the prospectus/public announcement remains true and accurate in all material respects.

5. **Withholding Tax**

(a) Withholding Tax

To the extent that withholding tax is payable with respect to the entitlements distributable in connection with the Company's securities, please advise if there are any updates to the information previously disclosed in the prospectus/public announcement made by the Company.

- Yes  No. The information previously disclosed in the prospectus/public announcement remains true and accurate in all material respects.

If the answer is "Yes", please provide:

- (i) details of the withholding tax (e.g. tax rate, tax jurisdiction, scope of taxation);
- (ii) details of any exemption for Hong Kong investors (including the procedures in applying for the exemption);
- (iii) details of any tax reclaim and any other taxation related matters (including the procedures in applying for tax reclaim);
- (iv) the tax rate applicable to investors holding the securities through CCASS; and
- (v) whether a different withholding tax rate will be imposed on investors who hold securities in their own names under the register of members and, if different, the tax rate applicable to them.

(b) Reporting Obligations

To the extent that there is any tax reporting required to be submitted/completed by investors, HKSCCN (in its capacity as nominee), CCASS participants, other intermediaries holding securities on behalf of investors and/or the ultimate beneficial owners, please advise if there are any updates to the information previously disclosed in the prospectus/public announcement made by the Company.

- Yes  No. The information previously disclosed in the prospectus/public announcement remains true and accurate in all material respects.

If the answer is "Yes", please provide:

- (a) details of the tax reporting required to be submitted/completed by each of the investors, HKSCCN, CCASS participants, other intermediaries holding securities on behalf of investors and/or the ultimate beneficial owners; and
- (b) the consequence of non-compliance.

6. **Other Taxes**

To the extent that there are other applicable taxes or related reporting obligations, e.g. capital gains tax and income tax, please advise if there are any updates to the information previously disclosed in the prospectus/public announcement made by the Company.

- Yes  No. The information previously disclosed in the prospectus/public announcement remains true and accurate in all material respects.

If the answer is "Yes", please provide the information as required in Q5 above.

7. **Other Issues**

Please confirm that there continues to be no issues under the laws of the Company's jurisdiction of incorporation which may adversely impact HKSCC carrying out its role as a central clearing counterparty and a central securities depository under its current clearing and custody model described in paragraph 2 above, which has not previously been advised to HKSCC?

- Confirmed

If you are unable to confirm, please provide details and your proposal as to how to address such issues.

This submission is made by (name of company): \_\_\_\_\_

By completing and delivering this CCASS Admission Form, we represent, warrant and undertake:

- (i) that the information provided in this CCASS Admission Form is as at the date hereof, true, complete and accurate in all respects;
- (ii) that the information previously supplied by the Company in its CCASS Admission Undertaking remains true, complete and accurate in all respects; and
- (iii) to notify HKSCC promptly (providing all relevant supporting information) if any information supplied by the Company subsequently becomes no longer true, complete and accurate or is misleading.

**Indemnity**

We undertake to indemnify HKSCC and HKSCCN from and against all actions, proceedings, claims, costs and expenses, damages, losses, liabilities, taxes (including withholding taxes as a withholding agent), interests and/or penalties of whatever nature which may be brought or made against, or which may be incurred or suffered by, HKSCC or HKSCCN as a result of or in connection with (1) any question as to the title or holding registered in the name of HKSCCN; (2) any neglect, default, delay or fraud of, or breach by the Company, its officers, employees, nominees, delegates, representatives or agents in the performance of their obligations and undertakings hereunder; (3) any inaccuracy or material omission, on the date hereof or at any point in time subsequent thereto, of any information or representations contained in this CCASS Admission Form and the Company's CCASS Admission Undertaking; or (4) any actions taken by HKSCC or HKSCCN or any actions that HKSCC or HKSCCN is required to take to comply with any obligations relating to FATCA or Chapter 3 of the Code (or fails to take regarding any such obligations) with respect to the Company's securities or any Warrant-Obtained Securities.

Signature: \_\_\_\_\_

Name and position of the authorised signatory: \_\_\_\_\_

*Note:*

*The completed and signed CCASS Admission Form should be submitted to HKSCC via the following methods:*

- (i) by email to HKSCC\_SA@HKEX.COM.HK; and*
- (ii) the original copy by hand or by mail to 30/F., One Exchange Square, 8 Connaught Place, Central, Hong Kong (Attn: Depository and Nominee Services - Stock Admission Section, HKSCC) as soon as practicable but in any event no later than the time when the relevant issuer submits its new listing application to Listing Department.*

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