

Appendix 5

Forms Relating to Applications for Listing

Advance Booking Form (For Equity and Debt Securities)

Form A1

(To be typed under the letter-head of the sponsor, who is arranging for the application to be submitted)

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

.....1920.....

Dear Sir,

Re: (Name of the issuer which is
the
subject of the listing application)

We are instructed by the issuer named above to make an advance booking of an application for
listing of and permission to deal in
.....
.....
(state the securities to which the advance booking relates) of the issuer.

Particulars of the proposed listing are:—

1. Name of issuer: (in English)
(in Chinese)
2. Place and date of incorporation
or other establishment:

3. History and nature of business and, in the case of an investment company, a brief description of investment policy and objectives:
-
-
-
-
-
4. List of proposed directors:
- | (in English) | (in Chinese) |
|--------------|--------------|
| | |
| | |
| | |
| | |
5. Type of security for which listing is sought:
(Note 1(4))
6. Estimated size of offer:
7. (A) Estimated market value (equity)/ total capitalisation (debt) of issuer:.....
- (B) Estimated market capitalisation (equity)/ nominal amount (debt) of securities for which listing is sought:.....
(Note 2)
8. Method of Listing:.....

9. Turnover and profit after tax and minority interests but before extraordinary items for the three preceding years:

Year ending.....	Turnover	Profit
1st Year:
2nd Year:
3rd Year:
(Note 3)		

10. Details and amount of extraordinary items in 9 above:

1st Year:

2nd Year:

3rd Year:

(Note 3)

11. Proposed timetable for the listing (please specify dates) (Note 1):

- (A) first draft of listing document available for Exchange:.....
.....
- (B) Exchange hearing:
- (C) bulk print date:
- (D) listing document date: (Note 1(4))
- (E) application lists close:.....
- (F) announcement of results:
- (G) refund cheques despatched:.....
- (H) documents of title despatched:.....
- (I) dealings commence:

12. In the case of an investment company, the names of the proposed custodian, management company and investment adviser, if any:

.....

13. Proposed authorised representatives:

A cheque numbered..... (cheque number) drawn on
.....(bank) for \$[] is enclosed being payment of 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,
we acknowledge your right to forfeit this amount.

We shall keep the Exchange informed of the progress of this application at the earliest opportunity and
at least on a fortnightly basis.

Yours faithfully

.....
Name:
for and on behalf of
[Sponsor's name]

Issuer's Undertaking (for equity)

We,(Name of the issuer which is the subject of the listing application), the issuer, hereby undertake:-

- (a) for so long as any of our securities are listed on the Main Board, to comply at all times with all of the requirements of the Exchange Listing Rules from time to time in force;
- (b) to advise the Exchange if any change of circumstance arises prior to the hearing date of the application by the Listing Committee that would render any information contained in this application form or the draft listing document submitted herewith misleading in any material respect;
- (c) to lodge with the Exchange, before dealings in the securities commence, the declaration (Form F of Appendix 5) required by rule 9.16(12) of the Exchange Listing Rules; and
- (d) to comply with the requirements of the procedures and format for publication and communication published by the Exchange from time to time.

Please attach a certified extract from the board minutes of the issuer authorising the submission of this form and approving the undertaking set out herein.

Issuer's authorisation for filing with the Commission

We are required to file copies of our application with the Securities and Futures Commission ("SFC") under section 5(1) of the Securities and Futures (Stock Market Listing) Rules ("Rules"). Pursuant to section 5(2) of the Rules, we hereby authorise the Exchange to file all such materials with the SFC on our behalf as and when we file them with the Exchange.

If our securities become listed on the Exchange, we will be required to file copies of certain announcements, statements, circulars, or other documents made or issued by us or on our behalf to the public or to holders of our securities with the SFC under sections 7(1) and (2) of the Rules. Pursuant to section 7(3) of the Rules, we hereby authorise the Exchange to file all such documents with the SFC on

our behalf as and when we file them with the Exchange.

All documents aforementioned shall be filed with the Exchange in such manner and number of copies as the Exchange may from time to time prescribe.

In this letter, "application" has the meaning ascribed to it under section 2 of the Rules.

The authorisation aforementioned shall not be altered or revoked in any way unless prior written approval has been obtained from the Exchange and the Exchange shall have the absolute discretion to grant such approval. In addition, we undertake to execute such documents in favour of the Exchange perfecting the above authorisation as the Exchange may require.

Yours faithfully

.....
Director for and on
Behalf of [insert name
of applicant] as authorised
by resolution of the board
of directors dated
[insert date]

NOTES

Note 1: All applicants should note that:—

- (1) this advance booking form must be submitted to the Exchange not less than 40 clear days (for equity) or 14 clear days (for debt) prior to the date on which the listing document is to be bulk printed;*
- (2) the applicant is not guaranteed an exclusive timetable. In other words the applicant's timetable may coincide with or overlap another issuer's timetable;*
- (3) the applicant will be informed of the estimated size of issue and the current date on which it is proposed that the application lists will close of every other issuer whose timetable will coincide with or overlap the applicant's proposed timetable;*
- (4) future applicants whose proposed timetable coincides with or overlaps the applicant's timetable will be informed of the estimated size of issue and current date on which it is proposed that the application lists will close of the applicant as disclosed in this form (all other details will be retained in strict confidence);*
- (5) applicants will normally only be permitted to delay their timetable as the result of circumstances which were not anticipated at the time of submission of the advance booking form, on a maximum of three occasions and, if such delays are made before the submission of a draft listing document, for a maximum of twelve months on each occasion. After the draft listing document has been submitted to the Exchange the three delays must not exceed six months, in total;*

- (6) *if there is any change in the applicant's proposed timetable without the approval of the Exchange, or if the advance booking or listing application is withdrawn, cancelled or rejected then the deposit paid will be forfeited by the Exchange; and*
- (7) *the submission of an advance booking form shall be deemed to confer authority upon the Exchange to notify to:—*
 - (a) *any subsequent applicants whose proposed timetable coincides or overlaps with the applicants, the estimated size of the applicants' issue and the current date on which it is proposed that the application lists will close; and*
 - (b) *the Securities and Futures Commission and the Monetary Affairs Branch, Hong Kong Government, the details of the application.*

Note 2: In the case of an introduction, this application must state the names and holdings (if known) of the ten largest beneficial holders of the securities, the total number of holders and particulars of the holdings of the directors and their families.

Note 3: This section need not be completed by a bank.

Note 4: If insufficient space is provided for completion of any paragraph, additional information may be entered on a separate sheet of paper, duly signed and attached.

IMPORTANT

Note 5: In order to maintain an orderly new issues market the Exchange reserves the right to refuse an advance booking if there are too many existing reservations in the relevant period.