

# Amendments to Main Board Listing Rules

## Chapter 10

### EQUITY SECURITIES

#### RESTRICTIONS ON PURCHASE AND SUBSCRIPTION

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#### Restrictions and Notification Requirements on Issuers Purchasing their own Shares on a Stock Exchange

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10.06 (1) (a) An issuer whose primary listing is on the Exchange may only purchase shares on the Exchange, either directly or indirectly, if:—

...

(iii) ~~it~~the shareholders of the issuer have given a specific approval or a general mandate to ~~its~~the directors of the issuer to make ~~the~~such purchase(s), by way of an ordinary resolution which complies with ~~the provisions of rule 10.06(1)(c) and which has been passed at a General Meeting of the issuer duly convened and held and the issuer has delivered a copy of such resolution, together with the necessary supporting documentation, to the Exchange in accordance with rule 10.06(1)(d);~~

...

(d) the issuer ~~must~~shall report the outcome of the General Meeting called to consider the proposed purchases to the Exchange immediately following ~~the~~such meeting taking place. ~~In the event that such resolution is duly passed, the issuer shall furnish a copy of such resolution signed by the Chairman of the meeting to the Exchange within 15 days after the resolution is passed, together with a certified copy of the Explanatory Statement.~~

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**Chapter 13**  
**EQUITY SECURITIES**  
**CONTINUING OBLIGATIONS**

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**Distribution of annual report and accounts**

13.46 (1) In the case of an issuer (other than an overseas issuer and a PRC issuer):—

(a) ...

(b) ...

Notes: 1. ...

...

4. ~~*[Repealed 1 January 2011]An issuer must send 1 copy of each of the English language version and the Chinese language version of the directors' report, annual accounts and, where applicable, the summary financial report to the Exchange at the same time as they are sent to holders of the issuer's listed securities with registered addresses in Hong Kong (see rule 13.54).*~~

(2) In the case of an overseas issuer or a PRC issuer:—

(a) ...

(b) ...

(c) ...

Notes: 1. ...

...

3. ~~*[Repealed 1 January 2011]An issuer must send 1 copy of each of the English language version and the Chinese language version of the annual report and accounts and, where applicable, the summary financial report to the Exchange at the same time as they are sent to holders of the issuer's listed securities with registered addresses in Hong Kong (see rule 13.54).*~~

...

- 13.48 (1) ...
- (2) ...
- (3) ~~[Repealed 1 January 2011]The issuer must send 1 copy of each of the English language version and the Chinese language version of the interim report and, where applicable, its summary interim report to the Exchange at the same time as it is sent to the holders of the issuer's listed securities with registered addresses in Hong Kong.~~

*Note: See rule 13.54.*

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### **Forwarding of documents, circulars, etc.**

13.54 An issuer (other than authorised Collective Investment Schemes) must, ~~shall forward to the Exchange:—~~

~~(1) at the same time as they are despatched to holders of the issuer's listed securities with registered addresses in Hong Kong, copies of each of the English language version and the Chinese language version of the following documents in the following numbers:~~

~~(a) [Repealed 1 September 2008]~~

~~(b) its annual report and accounts and, where applicable, its summary financial report, 1 copy; and~~

~~(c) the interim report and, where applicable, its summary interim report, 1 copy; and~~

*Note: ~~Wherever practicable the issuer should provide the Exchange with such reasonable number of additional copies of these documents as the Exchange may request.~~*

~~(2) [Repealed 1 September 2008]~~

~~(3) upon request by the Exchange, provide the requested such number as ~~may be requested~~ of certified copies of all resolutions of the issuer including resolutions concerning any of the matters ~~set out~~ in rule 13.36, except other than resolutions concerning any other routine business at an annual general meeting, within 15 days after they are passed.~~

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**Chapter 14**  
**EQUITY SECURITIES**  
**NOTIFIABLE TRANSACTIONS**

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**Takeovers and mergers**

*Takeovers Code*

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14.79 ~~[Repealed 1 January 2011] If a listed issuer makes or receives a takeover offer, the listed issuer must submit copies of the following final documents issued in connection with the takeover or merger to the Exchange at the time of issue in the following numbers:~~

- ~~(1) in the case of a document which is in the nature of a financial report, 1 copy;  
and~~
- ~~(2) in any other case, such number as the Exchange may from time to time request.~~

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**Chapter 14A**  
**EQUITY SECURITIES**  
**CONNECTED TRANSACTIONS**

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**Definition of connected person**

14A.11 Rule 1.01 contains a general definition of “connected person”. In this Chapter, the definition of “connected person” includes:

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- (4) any associate of a person referred to in rules 14A.11(1), (2) or (3). The definitions of “associate” (in the context of non-PRC issuers and PRC issuers) are contained in rules 1.01 and 19A.04, respectively. In this Chapter, an “associate” of a person referred to in rules 14A.11(1), (2) or (3) includes the following additional persons:

...

- (c) (i) a father-in-law, mother-in-law, son-in-law, daughter-in-law, grandparent, grandchild, uncle, aunt, cousin, brother-in-law, sister-in-law, nephew and niece of a person referred to in rules 14A.11(1), (2) or (3) ~~whose association with the person referred to in rules 14A.11(1), (2) or (3); and~~

(ii) ...

whose association with the person referred to in rules 14A.11(1), (2) or (3) is such that, in the opinion of the Exchange, the proposed transaction should be subject to the requirements of this Chapter. ...

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## Appendix 7

### Part G

#### Type of Security: Interests in Collective Investment Schemes

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#### Forwarding of documents

9. The Scheme must, ~~shall forward to the Exchange:—~~

~~(1) copies of the following documents at the same time as they are sent to holders of interests in the Scheme in the following numbers:~~

~~(a) in the case of a document which is in the nature of a financial report, 1 copy; and~~

~~(b) in any other case, such number as the Exchange may from time to time request; and~~

~~(2) upon request by the Exchange, provide the requested such number as may be requested of certified copies of all resolutions of holders of interests in the Scheme within 15 days after they are passed.~~

9A. (1) The Scheme must submit the following documents referred to in Paragraphs 3 and 9(1) above to the Exchange for publication in accordance with rule 2.07C:—

(a) documents referred to in Paragraph 3 above; and

(b) financial reports and other documents issued to holders of interests in the Scheme.

Rule 2.07C ~~applies~~ shall apply to all ~~these~~ such documents as well as to ~~any~~ such other documents which the Scheme may from time to time be required to publish under the Exchange Listing Rules.

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