
AMENDMENTS TO GEM LISTING RULES

Chapter 7

GENERAL

ACCOUNTANTS' REPORTS AND PRO FORMA FINANCIAL INFORMATION

...

Statement of adjustments

- 7.18 In preparing the accountants' report, the reporting accountants must make such adjustments (if any) as are in their opinion appropriate for the purposes of the accountants' report and state therein that all adjustments considered necessary have been made, or (where appropriate) that no adjustments were considered necessary. Where adjustments are made, a written statement (the statement of adjustments) is required to be published on the Exchange's website and the issuer's own website~~made available for public inspection~~, and must be signed by the reporting accountants (see paragraph 52 of Part A and paragraph 42 of Part B of Appendix 1).

...

Chapter 8

VALUATION OF AND INFORMATION ON PROPERTIES

...

Requirements for an applicant

...

8.01B The listing document must include:

(1) for property interests of an applicant's property activities:

...

(b) a summary disclosure if the market value of a property interest as determined by the valuer is less than 5% of its total property interests that are required to be valued under rule 8.01A(1). See Appendix 19 for the summary form of disclosure. The Exchange may accept variation of the summary form of disclosure based on the applicant's circumstances. The valuation report setting out the information required by these Rules must be published on the Exchange's website and the issuer's own website available for public inspection;

Note: The summary form of disclosure may be varied based on the applicant's circumstances. An applicant must include additional information necessary for investors to make an informed decision.

...

Requirements for an issuer

...

8.02B Subject to rule 8.03, the circular issued under rule 8.02 must include:

...

(2) for an unlisted company whose assets consist solely or mainly of property:

...

(b) summary disclosure if the value of a property interest as determined by the valuer is less than 5% of the total property interests that are required to be valued under rule 8.02. See Appendix 19 for the summary form of disclosure. The Exchange may accept variation of the summary form of disclosure based on the issuer's circumstances. The valuer's report setting out the information required by these Rules must be published on the Exchange's website and the issuer's own website available for public inspection; and

Note: The summary form of disclosure may be varied based on the issuer's circumstances. An issuer must include additional information necessary for investors to make an informed decision.

Chapter 13

EQUITY SECURITIES

RESTRICTIONS ON PURCHASE, DISPOSAL AND SUBSCRIPTION

...

Restrictions on multiple applications

...

- 13.23 An issuer, its directors, Sponsor and, if applicable, underwriters must ensure that it is a term and condition of the offer of the securities (disclosed as such in the listing document and the relevant application form) that by ~~completing and delivering~~making an application-form, each applicant warrants that:—

...

Chapter 14

EQUITY SECURITIES

LISTING DOCUMENTS

...

Language and format

- 14.25 Every listing document must either be in the English language and be accompanied by a Chinese translation or be in the Chinese language and be accompanied by an English translation ~~except that, in the case of a new applicant, the English language version of the listing document may be distributed separately from its Chinese translation or the Chinese language version of the listing document may be distributed separately from its English translation (as the case may be) provided that both are available at each place where, and for so long as, the distribution of such documents takes place.~~

Chapter 16

EQUITY SECURITIES

PUBLICATION REQUIREMENTS

Role of the Exchange

...

- 16.03 Any publication by an issuer pursuant to the GEM Listing Rules must be made in both the English and Chinese languages unless otherwise stated.

Note: This rule does not apply to documents to be published on the Exchange's website and the issuer's own website pursuant to rule 7.18, rule 8.01B(1)(b), rule 8.02B(2)(b), rule 23.02(2), rule 24.09(2), rule 24.09(3), rule 24.09(5)(a) and (e), rule 24.09(6), rule 25.20(4), rule 25.37, rule 32.05(3), rule 35.10, rule 35.11, paragraph 52 of Part A of Appendix 1, paragraph 42 of Part B of Appendix 1, paragraph 53 of Part C of Appendix 1, paragraph 9(b)(i) of Appendix 4, paragraphs 1 and 5 in Section 2 of Part A of Appendix 11 and paragraphs 1 and 5 in Section 2 of Part B of Appendix 11.

...

Methods of publication and dissemination

...

- 16.04C Listing documents (including any supplemental listing document(s) or subsequent amendments to the listing document(s)) published by a new applicant must include copies available be made available in printed electronic form on the Exchange's website and the issuer's own website. A new applicant may, to the extent permitted by law and its own constitutional documents, make additional copies available to the public on CD-ROM (together with the relevant application form in electronic form on the same CD-ROM).

~~Where the new applicant has made additional copies available in electronic form on CD-ROM, the new applicant must ensure that:~~

~~(a) the CD-ROM includes:~~

~~(i) a confirmation that the contents of the listing document and relevant application form in electronic form and in printed form are identical; and~~

~~(ii) a confirmation that the listing document and relevant~~

~~application form are also available in printed form and the addresses of the locations where they are available; and~~

- ~~(b) any supplemental listing documents or subsequent amendments to the listing document are also made available in both printed form and on CD-ROM and the new applicant must also comply with (a) above with all references to “listing document” and “application form” being construed as references to the supplemental listing document and relevant application form or subsequent amendment to the listing document and relevant application form.~~

Note: Companies (Winding Up and Miscellaneous Provisions) Ordinance states that it shall not be lawful to issue any form of application for shares in or debentures of a company unless the application form is issued with a prospectus that is compliant with that ordinance. The Exchange would expect the combination of this statutory requirement and rule 16.04C to result in the issue of both listing documents and application forms in the same medium, i.e. in electronic format only, unless a Mixed Media Offer is adopted.

Formal Notice on issue

...

16.09 A formal notice required for publication on the GEM website in accordance with rules 16.07 or 16.08 must state at least the following:—

- ...
- (3) ~~the address(es)-websites at which copies of any the listing document, if any, are available to the public is published;~~

Note: Where the issuer intends to rely on the Class Exemption Notice to make a Mixed Media Offer referred to in rule 16.04D, rule 16.04D(2) replaces this sub-rule.

...

16.11 ~~In all cases where the listing document is published in the newspapers, it must be accompanied by a statement that copies of the listing document are available to the public at a stated address or addresses for a reasonable period (being not less than the offer period) and sufficient copies of the listing document must be available at such address or addresses to meet public demand during the period. [Repealed 5 July 2021]~~

16.12 ~~In all cases where a formal notice is required by virtue of rules 16.07 or 16.08, the issuer must ensure that sufficient copies of the listing document, if any, are available to the public, free of charge, at the address(es) referred to in rule 16.09(3) to satisfy public demand, for a reasonable period (in the cases set out in rule 16.07, not being less than the offer period and, in every other case, not being less than 14 days) from the date on which the formal notice is published. [Repealed 5 July 2021]~~

Chapter 17

EQUITY SECURITIES

CONTINUING OBLIGATIONS

...

Announcement, circulars and other documents

Review of documents

17.53 Subject to rule 17.53A, where an issuer is obliged to publish any announcements, circulars or other documents for the purposes of the GEM Listing Rules, the documents need not be submitted to the Exchange for review before they are issued unless the documents fall within rule 17.53(1) or (2).

- (1) The issuer shall submit to the Exchange ~~copies of drafts~~ of the following documents for review before they are issued:

...

- (2) The following transitional provisions apply to announcements set out in this rule and shall cease to have effect on such date as the Exchange may determine and promulgate.

An issuer shall submit to the Exchange ~~copies of drafts~~ of the following announcements for review before they are issued:

...

Notes: 1. ~~4 copies of each Draft documents are required, which should be submitted in sufficient time for review and, if necessary, re-submission prior to dissemination or final printing.~~

2. ~~Upon submission, for review, of the first draft of any document by electronic means, the issuer or other responsible party, is required to notify the Listing Division of such submission by telephone, facsimile or letter.~~
[Repealed 5 July 2021]

...

17.53A In addition to the specified requirements set out in rule 17.53, the Exchange has the right to request to review any announcements, circulars or other documents prior to publication in individual cases. In any such case, the Exchange will communicate to the issuer its direction to review the document

prior to publication and the reasons for its decision. The issuer shall accordingly submit to the Exchange ~~copies of drafts~~ documents for review and shall not issue the document until the Exchange has confirmed that it has no further comments thereon.

Chapter 19

EQUITY SECURITIES

NOTIFIABLE TRANSACTIONS

...

Contents of circulars

...

Major transaction circulars

19.66 A circular relating to a major transaction must contain the following:—

...

(11) the information regarding the listed issuer specified in the following paragraphs of Appendix 1, Part B:—

28- indebtedness

29(1)(b)- financial and trading prospects

30- sufficiency of working capital, which must take into account the effect of the transaction

40- directors' and experts' interests in group assets

41- material contracts

~~42- documents on display~~42(2)(c), (3) and (4) - documents on display;

...

Inability to access information to compile circulars for major transactions or very substantial acquisitions

19.67A ...

(2) Subject to the conditions in paragraphs (1)(a), (b) and (c) being satisfied, the listed issuer may defer complying with the disclosure requirements for certain non-public information relating to the target company and/or the enlarged group. In such circumstances, the listed issuer must despatch an initial circular in partial compliance with rules 19.66 and 19.67 or rule 19.69 within the time frames stipulated in rules 19.41 and 19.42 or rules 19.48 and 19.52. The initial circular shall include, as a minimum, the following:

...

(b) where information required for the enlarged group is not available, to include the following information regarding the issuer:

...

- (viii) material contracts and documents on display~~for inspection~~ (see rule 19.66(11), paragraphs 41, 42 and Note 2 to Appendix 1, Part B); and

...

Chapter 20

EQUITY SECURITIES

CONNECTED TRANSACTIONS

...

Circulars

...

20.68 The circular must contain at least:

...

(13) the information set out in following paragraphs of Appendix 1, Part B:

- 1 — listed issuer's name
- 2 — directors' responsibility
- 5 — expert statements
- 10 — securities to be issued (if applicable)
- 29(2) — requirements if there is a profit forecast
- 32 — no material adverse change
- 39 — directors' service contracts
- 40 — directors' interests in assets
- ~~42(2)(a) & (c) — documents on display~~
- 42(2)(c) — documents on display;

...

Chapter 23

EQUITY SECURITIES

SHARE OPTION SCHEMES

...

Adoption of a new scheme

23.02 ...

- (2) The scheme document itself does not need to be circulated to shareholders of the listed issuer. However, if the scheme document is not so circulated, it must be published on the Exchange's website and the issuer's own website~~available for inspection at a place in Hong Kong~~ for a period of not less than 14 days before the date of the general meeting and made available for inspection at the general meeting and the terms of the shareholders' resolution must approve the scheme as described in the summary circulated to the shareholders of the listed issuer. The circular must include the following information:

...

Chapter 24

EQUITY SECURITIES

OVERSEAS ISSUERS

...

Chapter 14 – Listing Documents

...

24.09 The following modifications and additional requirements apply:—

...

- (2) the listing document must contain a summary of all provisions of the constitutive documents of the overseas issuer in so far as they may affect shareholders' rights and protections and directors' powers (using the same subject headings as is required by Section 2 of Appendix 11 in respect of certain named jurisdictions). In the case of an overseas issuer which is incorporated or otherwise established in a jurisdiction in respect of which additional requirements are set out in Appendix 11 and which is applying for listing by way of an introduction in the circumstances set out in rule 10.18(3), the summary need only be published on the Exchange's website and the issuer's own website ~~included in the documents offered for inspection~~ (see Appendix 11);
- (3) the listing document must contain a summary of the relevant regulatory provisions (statutory or otherwise) of the jurisdiction in which the overseas issuer is incorporated or otherwise established in a form to be agreed upon by the Exchange on a case by case basis and in the Exchange's absolute discretion. In the case of an overseas issuer which is incorporated or otherwise established in a jurisdiction in respect of which additional requirements are set out in Appendix 11 and which is applying for listing by way of an introduction in the circumstances set out in rule 10.18(3), the summary need only be included in the documents published on the Exchange's website and the issuer's own website ~~offered for inspection~~ (see Appendix 11);

...

- (5) for an introduction in the circumstances in rule 10.18(3), the following modifications, exceptions and additional requirements apply:—
 - (a) the listing document must contain (but without in any way limiting the scope of the summary required by rule 24.09(2)) a comparison between the provisions of the listed Hong Kong issuer's existing articles of association and the proposed content of the constitutive documents of the overseas issuer (in the same format as is set out in Section 2 of Appendix 11 in

respect of certain named jurisdictions). In the case of an overseas issuer which is incorporated or otherwise established in a jurisdiction in respect of which additional requirements are set out in Appendix 11, the summary need only be published on the Exchange's website and the issuer's own website ~~included in the document offered for inspection~~ (see Appendix 11);

...

(e) any valuations required to be included by paragraph 50A of Part A of Appendix 1 and Chapter 8 (as modified by rule 24.09(5)(d)) need only be summarised in the listing document, if a copy of the full valuation report is published on the Exchange's website and the issuer's own website ~~offered for inspection~~;

(6) the documents to be published on the Exchange's website and the issuer's own website ~~offered for inspection~~ will be the documents corresponding to those mentioned in paragraph 52 of Part A and paragraph 42 of Part B of Appendix 1. Where any of such documents are not in English or Chinese, a certified English or Chinese translation thereof must be published on the Exchange's website and the issuer's own website ~~available for inspection~~. In addition, where rule 24.09(3) applies, the overseas issuer must publish on the Exchange's website and the issuer's own website ~~offer for inspection~~ a copy of any statutes or regulations which are relevant to the summary of the regulatory provisions of the jurisdiction in which the overseas issuer is incorporated or otherwise established. In particular cases, the Exchange may require other additional documents to be published on the Exchange's website and the issuer's own website ~~offered for inspection~~; and

...

Chapter 25

EQUITY SECURITIES

ISSUERS INCORPORATED IN THE PEOPLE'S REPUBLIC OF CHINA

...

Chapter 14 – Listing Documents

25.20 The following modifications and additional requirements apply to the contents of listing documents:

...

- (4) the documents to be published on the Exchange's website and the issuer's own website~~offered for inspection~~ will be the documents corresponding to those mentioned in paragraph 52 of Part A and paragraph 42 of Part B of Appendix 1, and where any such documents are not in English or Chinese, a certified English or Chinese translation thereof must be published on the Exchange's website and the issuer's own website~~available for inspection~~. In addition, where rule 25.20(3) applies, the PRC issuer must publish on the Exchange's website and the issuer's own website~~offer for inspection~~ a copy of any statutes or regulations which are relevant to the summary of relevant PRC law. In particular cases, the Exchange may require other additional documents to be published on the Exchange's website and the issuer's own website~~offered for inspection~~.

...

Constitutional documents

...

25.37 A PRC issuer shall publish on the Exchange's website and the issuer's own website~~make available at a place in Hong Kong for inspection by the public and shareholders free of charge, and for copying by shareholders at reasonable charges~~, the following:—

- (a) ~~[Repealed 4 October 2021] a complete duplicate of the register of shareholders;~~
- (b) a report showing the state of the issued share capital of the PRC issuer;
- (c) the PRC issuer's latest audited financial statements and the directors', auditors' and supervisors' reports thereon;
- (d) special resolutions of the PRC issuer;
- (e) reports showing the number and nominal value of securities repurchased by the PRC issuer since the end of the last financial year,

the aggregate amount paid for such securities and the maximum and minimum prices paid in respect of each class of securities repurchased (with a breakdown between domestic shares and foreign shares (and, if applicable, H shares)); and

- (f) a copy of the latest annual return filed with the Administration for Industry and Commerce or other relevant PRC authority; ~~and~~
- (g) ~~[Repealed 4 October 2021] for shareholders only, copies of the minutes of meetings of shareholders.~~

25.37A A PRC issuer shall make available copies of the following at a place in Hong Kong:

- (a) a complete duplicate register of shareholders (for inspection by the public and shareholders free of charge, and for copying by shareholders at reasonable charges); and
- (b) the minutes of meetings of shareholders (for inspection by shareholders free of charge, and for copying by shareholders at reasonable charges).

Chapter 29

DEBT SECURITIES

LISTING DOCUMENTS

...

Language and format

- 29.15 Every listing document must be in the English language and be accompanied by a Chinese translation or be in the Chinese language and be accompanied by an English translation ~~except that, in the case of a new applicant, the English language version of the listing document may be distributed separately from its Chinese translation or the Chinese language version of the listing document may be distributed separately from its English translation (as the case may be) provided that both are available at each place where, and for so long as, the distribution of such documents takes place.~~

Publication

...

- 29.19 In every other case, a formal notice stating the following information must be published on the GEM website in accordance with Chapter 16 not less than 2 clear business days before dealings commence:—

- ...
(4) ~~the address(es) websites at which copies of the listing document (if any) are available to the public is published;~~

Note: Where the issuer intends to rely on the Class Exemption Notice to make a Mixed Media Offer referred to in rule 29.21B(1), rule 29.21B(2) replaces this sub-rule.

...

- 29.21 ~~The issuer must make sufficient copies of the listing document available to the public, free of charge, at the address(es) referred to in rule 29.19(4) to satisfy public demand for a reasonable period (in the case of an offer for subscription or offer for sale, not being less than the offer period and, in every other case, not being less than 14 days) from the date on which the formal notice is published. In all cases where the listing document is published in the newspapers, it must be accompanied by a statement that copies of the listing document are available to the public at a stated address(es) for a similar period.~~[Repealed 5 July 2021]

- 29.21A Listing documents (including any supplemental listing document(s) or subsequent amendments to the listing document(s)) published by a new applicant must include copies available ~~be made available~~ in printed form electronic form on the Exchange's website and the issuer's own website. A new applicant may, to the extent permitted by law and its own constitutional documents, make additional copies available to the public on CD-ROM (together with the relevant application form (if any) in electronic

~~form on the same CD ROM).~~

~~Where the new applicant has made additional copies available in electronic form on CD ROM, the new applicant must ensure that:~~

- ~~(a) the CD ROM includes:
 - ~~(i) a confirmation that the contents of the listing document and relevant application form (if any) in electronic form and in printed form are identical; and~~
 - ~~(ii) a confirmation that the listing document and relevant application form (if any) are also available in printed form and the addresses of the locations where they are available; and~~~~
- ~~(b) any supplemental listing documents or subsequent amendments to the listing document are also made available in both printed form and on CD ROM and the new applicant must also comply with (a) above with all references to "listing document" and "application form" being construed as references to the supplemental listing document and relevant application form or subsequent amendment to the listing document and relevant application form (if any).~~

Chapter 32

DEBT SECURITIES

OVERSEAS ISSUERS

...

Listing documents

...

32.05 The following modifications apply:—

...

- (3) the documents to be published on the Exchange's website and the issuer's own website~~offered for inspection~~ will be the documents corresponding to those mentioned in paragraph 53 of Part C of Appendix 1. Where any of such documents are not in the English or Chinese language, a certified English or Chinese translation thereof must be published on the Exchange's website and the issuer's own website~~available for inspection~~. In particular cases, the Exchange may require additional documents to be published on the Exchange's website and the issuer's own website~~offered for inspection~~; and

...

Chapter 35

DEBT SECURITIES

TAP ISSUES, DEBT ISSUANCE PROGRAMMES AND ASSET-BACKED SECURITIES

...

Debt issuance programmes

...

Listing document

...

35.10 In addition to those documents mentioned in paragraph 53(5) of Part C of Appendix 1, the following must be published on the Exchange's website and the issuer's own website~~available for inspection at the registered office of the issuer and the office of its paying agent in Hong Kong~~ for as long as issues are made under the programme:

- (1) the current listing document;
- (2) any supplementary listing document published since the current listing document was published; and
- (3) any pricing supplements issued since the current listing document was published.

35.11 The listing document must include a statement that the documents required by paragraph 53(5) of Part C of Appendix 1 (documents on display) are published on the Exchange's website and the issuer's own website~~may be inspected at the registered office of the issuer and the office of the paying agent in Hong Kong~~ throughout the life of the programme.

Appendix 1

Contents of Listing Documents

Part A

Equity Securities

In the case where listing is sought for equity securities of an issuer no part of whose share capital is already listed

...

Material contracts and documents on display for inspection

...

52. Details of a reasonable period of time (being not less than 14 days) during which ~~and a place in Hong Kong at which~~ the following documents ~~(or copies thereof)~~ where applicable are published on the Exchange's website and the issuer's own website may be inspected:—

- (1) the memorandum and articles of association or equivalent documents of the issuer;
- (2) each contract disclosed pursuant to paragraphs 46(1) and 51 or, in the case of a contract not reduced into writing, a memorandum giving full particulars thereof;
- (3) all reports, letters or other documents, balance sheets, valuations and statements by any expert any part of which is extracted or referred to in the listing document;
- (4) a written statement signed by the reporting accountants setting out the adjustments made by them in arriving at the figures shown in their report and giving the reasons therefor; and
- (5) the audited accounts of the issuer or, in the case of a group, the consolidated audited accounts of the issuer and its subsidiaries for each of the 2 financial years immediately preceding the issue of the listing document together with (in the case of a Hong Kong issuer) all notes, certificates or information required by the Companies Ordinance.

...

Appendix 1

Contents of Listing Documents

Part B

Equity Securities

In the case where listing is sought for equity securities of an issuer some part of whose share capital is already listed

...

Material contracts and documents on display~~for inspection~~

...

42. Details of a reasonable period of time (being not less than 14 days) during which ~~and a place in Hong Kong at which the following documents (or copies thereof)~~ where applicable are published on the Exchange's website and the issuer's own website may be inspected:—

- (1) ~~the memorandum and articles of association or equivalent documents of the issuer;~~ [Repealed 4 October 2021]
- (2) each of the following contracts:-
 - (a) any service contracts disclosed pursuant to paragraph 39;
 - (b) any material contracts disclosed pursuant to paragraph 41; and
 - (c) in the case of a notifiable transaction or connected transaction circular, any contracts pertaining to the transaction ~~referred to in the circular,~~

or where any of the above contracts have not been reduced into writing, a memorandum giving full particulars thereof;

- (3) all reports, letters or other documents, balance sheets, valuations and statements by any expert any part of which is extracted or referred to in the listing document; and
- (4) a written statement signed by the reporting accountants setting out the adjustments made by them in arriving at the figures shown in their report and giving the reasons therefor; and
- (5) ~~the audited accounts of the issuer or, in the case of a group the consolidated audited accounts of the issuer and its subsidiaries for each of the 2 financial years immediately preceding the issue of the listing document together with (in the case of a Hong Kong issuer) all notes,~~

~~certificates or information required by the Companies Ordinance;
and~~[Repealed 4 October 2021]

- (6) ~~a copy of each circular issued pursuant to the requirements set out in
Chapters 19 and/or 20 which has been issued since the date of the latest
published audited accounts.~~[Repealed 4 October 2021]

...

Appendix 1

Contents of Listing Documents

Part C

Debt Securities

In the case where listing is sought for debt securities

...

Contracts pertaining to the issue and documents on display for inspection

...

53. Details of a reasonable period of time (being not less than 14 days) during which ~~and a place in Hong Kong at which~~ the following documents ~~(or copies thereof)~~ where applicable are published on the Exchange's website and the issuer's own website may be inspected:—

- (1) the memorandum and articles of association or equivalent documents of the issuer;
- (2) any trust deed, fiscal agency agreement or other document constituting the debt securities;
- (3) all reports, letters or other documents, balance sheets, valuations and statements by any expert any part of which is extracted or referred to in the listing document;
- (4) a written statement signed by the reporting accountants setting out the adjustments made by them in arriving at the figures shown in their report and giving the reasons therefor; and
- (5) the audited accounts and interim statements of the issuer, or in the case of a group, the consolidated audited accounts of the issuer and its subsidiaries for each of the 2 financial years immediately preceding the issue of the listing document together with (in the case of a Hong Kong issuer) all notes, certificates or information required by the Companies Ordinance.

...

Appendix 4

Trust Deeds or Other Documents Securing or Constituting Debt Securities

...

Amendments

9. A circular to holders of debt securities in connection with proposed amendments to a trust deed must:

...

- (b) include either the full terms of the proposed amendments, or a statement that they will be ~~available for inspection~~:

(i) published on the Exchange's website and the issuer's own website from the date of the despatch of the circular until the close of the relevant general meeting ~~at a place in or near Hong Kong or such other place as the Exchange may determine~~; and

(ii) made available for inspection at the place of the general meeting for at least 15 minutes prior to and during the meeting; and

...

Appendix 11

ADDITIONAL REQUIREMENTS IN RESPECT OF CERTAIN JURISDICTIONS

PART A

BERMUDA

...

Section 2

MODIFICATIONS AND ADDITIONAL REQUIREMENTS

(see rules 24.09(2), (3) and (5)(a))

1. In the case of an introduction in the circumstances set out in rule 10.18(3):—
 - (1) the summary of the provisions of the constitutive documents of the overseas issuer, which is required by rule 24.09(2);
 - (2) the summary of the relevant regulatory provisions (statutory or otherwise) of the jurisdiction in which the overseas issuer is incorporated or otherwise established, which is required by rule 24.09(3); and
 - (3) the comparison between those constitutive documents and the listed Hong Kong issuer's existing articles of association, which is required by rule 24.09(5)(a),

may be published on the Exchange's website and the issuer's own website offered for inspection rather than set out in the listing document.

...

4. ~~The Exchange will require the formal application for listing to be accompanied by a copy of a letter to the overseas issuer from the overseas issuer's Hong Kong legal advisers confirming that they have reviewed the summaries of the relevant laws and the constitutive documents and that in their opinion, on the basis of the legal advice received from Bermudian lawyers, the listing document sets out or, in the case of an introduction in the circumstances set out in rule 10.18(3), the listing document and the documents offered for inspection together set out the material differences between Hong Kong law and the law of Bermuda and the provisions of the existing articles of the listed Hong Kong issuer and the proposed constitutive documents of the overseas issuer. The letter should also confirm that the constitutive documents contain provisions complying with the provisions of the GEM Listing Rules.~~ [Repealed 5 July 2021]

Additional Documents on Display

5. The requirements of Chapter 24 and this Appendix mean that in the case of an introduction in the circumstances set out in rule 10.18(3) the following additional documents must be published on the Exchange's website and the issuer's own website offered for inspection:—
- (1) a summary of the relevant regulatory provisions (statutory or otherwise) of the country where the overseas issuer is incorporated or otherwise established together with a copy of all relevant statutes and/or regulations;
 - (2) a summary of the provisions of the proposed new constitutive documents of the overseas issuer and a comparison between the overseas issuer's constitutive documents and the constitutive documents of the listed Hong Kong issuer or issuers whose securities have been exchanged; and
 - (3) copies of the full valuation report in respect of any property valuations which are only summarised in the listing document (see rule 24.09(5)(e)).

Appendix 11

ADDITIONAL REQUIREMENTS IN RESPECT OF CERTAIN JURISDICTIONS

PART B

THE CAYMAN ISLANDS

...

Section 2

MODIFICATIONS AND ADDITIONAL REQUIREMENTS

(see rules 24.09(2), (3) and (5)(a))

1. In the case of an introduction in the circumstances set out in rule 10.18(3):—
 - (1) the summary of the provisions of the constitutive documents of the overseas issuer, which is required by rule 24.09(2);
 - (2) the summary of the relevant regulatory provisions (statutory or otherwise) of the jurisdiction in which the overseas issuer is incorporated or otherwise established, which is required by rule 24.09(3); and
 - (3) the comparison between those constitutive documents and the listed Hong Kong issuer's existing articles of association, which is required by rule 24.09(5)(a),

may be published on the Exchange's website and the issuer's own website offered for inspection rather than set out in the listing document.

...

4. ~~The Exchange will require the formal application for listing to be accompanied by a copy of a letter to the overseas issuer from the overseas issuer's Hong Kong legal advisers confirming that they have reviewed the summaries of the relevant laws and the constitutive documents and that in their opinion, on the basis of the legal advice received from Cayman Islands lawyers, the listing document sets out or, in the case of an introduction in the circumstances set out in rule 10.18(3), the listing document and the documents offered for inspection together set out the material differences between Hong Kong law and the law of Cayman Islands and the provisions of the existing articles of the listed Hong Kong issuer and the proposed constitutive documents of the overseas issuer. The letter should also confirm that the constitutive documents contain provisions complying with the provisions of the GEM Listing Rules.~~[Repealed 5 July 2021]

Additional Documents on Display

5. The requirements of Chapter 24 and this Appendix mean that in the case of an introduction in the circumstances set out in rule 10.18(3) the following additional documents must be published on the Exchange's website and the issuer's own website offered for inspection:—
- (1) a summary of the relevant regulatory provisions (statutory or otherwise) of the country where the overseas issuer is incorporated or otherwise established together with a copy of all relevant statutes and/or regulations;
 - (2) a summary of the provisions of the proposed new constitutive documents of the overseas issuer and a comparison between the overseas issuer's constitutive documents and the constitutive documents of the listed Hong Kong issuer or issuers whose securities have been exchanged; and
 - (3) copies of the full valuation report in respect of any property valuations which are only summarised in the listing document (see rule 24.09(5)(e)).

Appendix 17

Headline Categories

The following documents are submitted by issuers for publication on our website as listed companies information:-

Equity

1. Headline Categories for Announcements and Notices (as set out in Schedule 1)
2. Headline Categories for Circulars (as set out in Schedule 2)
3. Headline Categories for Listing Documents (as set out in Schedule 3)
4. Headline Categories for Financial Statements/ESG Information (as set out in Schedule 4)
5. Headline Category – Next Day Disclosure Returns (as set out in Schedule 4A)
- 5A. Headline Category – Monthly Returns
6. Headline Category – Proxy Forms
7. Headline Category – Company Information Sheet (GEM)
8. Headline Category – Trading Information of Exchange Traded Funds
9. Headline Category – Trading Information of Leveraged and Inverse Products
10. Headline Category – Constitutional Documents
11. Headline Category – Documents on Display

Debt and Structured Products

- ~~41.~~ 12. Headline Categories for Debt and Structured Products (as set out in Schedule 5)
13. Headline Category – Documents on Display (Debt Issuance Programmes)
14. Headline Category – Documents on Display (Debt Securities)
15. Headline Category – Documents on Display (Structured Products)

Application Proofs and Post Hearing Information Packs or PHIPs

- ~~42.~~ 16. Headline Category for Application Proofs and Post Hearing Information Packs or PHIPs (as set out in Schedule 6)

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Schedule 5 Headline Categories for Debt and Structured Products

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Debt Issuance Programmes

Financial Report – Debt Issuance Programmes

Formal Notice – Debt Issuance Programmes

Inside Information — Debt Issuance Programmes

Issuer-Specific Report — Debt Issuance Programmes

Offering Circular — Debt Issuance Programmes

Other — Debt Issuance Programmes

Overseas Regulatory Announcement — Debt Issuance Programmes

Debt Securities

Adjustment to Terms and Conditions — Debt Securities

Financial Report — Debt Securities

Formal Notice — Debt Securities

Inside Information — Debt Securities

Issuer-Specific Report — Debt Securities

Offering Circular and Pricing Supplement — Debt Securities

Other — Debt Securities

Overseas Regulatory Announcement — Debt Securities

Prospectus — Debt Securities

Redemption or Repurchase — Debt Securities

Resumption — Debt Securities

Suspension — Debt Securities

Trading Halt — Debt Securities

Withdrawal of Listing — Debt Securities