



Highlights

- Season's Greetings
- Performance pledges
- Case management for Code matters
- Revised PN 1 in relation to partial offers
- Cold shoulder order imposed on Zheng Dunmu for breach of mandatory offer requirement
- Public criticism of Southwest Securities International Investment and related parties
- Quarterly update on the activities of the Takeovers Team

Category	Type	Time limit for response ¹
Applications for rulings and consultations with the Executive	All ruling applications and consultations under the Codes (except for those set out below)	5 business days If the subject matter involves complex Code issues, the time limit will be extended to 21 business days and the parties will be informed of the extension
	Applications for rulings that are conditional on obtaining shareholders' approval in a general meeting	Normally issued within 5 business days before the relevant shareholders' meeting so that the ruling can be based on up-to-date information
	Fast track EFM/EPT ² applications and EFM/EPT annual confirmations	10 business days
	All other EFM/EPT applications	21 business days

Section 8.1 of the Introduction to the Codes states that an application for a ruling should be in writing and be comprehensive and contain all relevant information to enable the Executive to reach a fully informed decision. Note 1 to Rule 12 provides that the first draft of the document (this includes announcements and documents sent to shareholders) submitted to the Executive should be in an advanced form and points of difficulty should be drawn to the Executive's attention as early as possible. We encourage parties to submit the first draft of an announcement to us as early as possible and in advance of signing any relevant agreement. We may reject any announcements, documents or applications that are not in an advanced form.

For announcements, documents and ruling applications where an applicant (or its advisers) informs us that the matter does not require our immediate attention, the performance pledges will only apply once we have been informed otherwise.

Where a consultation under section 6 of the Introduction to the Codes involves complex Code issues, we encourage parties to make a written submission with full details to enable us to deal with the matter efficiently. Views expressed by the Executive during a consultation are preliminary and do not bind the Executive. Nevertheless, in order to facilitate the consultation process, parties are encouraged to provide the Executive with all relevant information at the earliest possible stage.

The performance pledges can be found in the "Regulatory functions – Listings & takeovers – Takeovers & Mergers – Performance pledges" section of the SFC website.

Case management for Code matters

We would like to take this opportunity to explain our case management procedures. When a new matter is received, the Executive opens a case on our electronic filing system. During the lifetime of a case, all relevant documents and correspondence are filed on the electronic system. A case is normally treated as ready to close at the following times:

Transaction type	Time when a case is normally treated as ready to close
General offer (including mandatory, voluntary and partial offers, privatisations by way of general offers and share buy-backs)	When the offer is closed
Privatisation by way of scheme of arrangement	When the scheme of arrangement becomes effective

Zheng submitted that he was not aware of the mandatory general offer obligation and agreed to the current disciplinary action

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Feedback and comments are welcome and can be sent to