

Guidelines on Exempt Fund Manager (“EFM”) Status Under the Code on Takeovers and Mergers (the “Code”)

EFM status has been devised for groups which are regularly involved in transaction governed by the Code in a corporate finance capacity. The Executive is prepared to grant EFM status, in appropriate cases, to fund managers whose activities are carried on separately from, and are not influenced by, corporate finance operations. The related exemption means that the Executive does not normally regard the relevant EFM as acting in concert with corporate clients. To maintain the exempt status, an EFM is expected to understand the following:

- Ã An EFM is generally subject to private disclosures under Rule 22.1(b)(ii). However, an EFM is subject to public disclosures under Rule 22.1, if it holds 5% or more of any class of relevant securities and is therefore regarded as “associate” (by virtue of class (6) of the definition of associate).
- Ã An EFM is not normally required to

15. Details of any house rules and practices relating to the acceptance on