

FORM 3C –

Timing of notification

6. In the case of events (i) to (v) in General Note 5 above, you must give the notification within 3 business days of the day you became aware of the relevant event. The term “business day” means a day other than a Saturday, a public holiday and a day on which a black rainstorm warning, or a gale warning, is in force. The period is calculated excluding the day that the relevant event occurred.

For an Initial Notification, you must normally give the notification on this Form 3C within 10 business days after the relevant event. However, if at that date you were not aware that you had an interest in the debentures of the listed corporation concerned, then you must give the notification within 10 business days of the day you became aware that you had such an interest.

The period allowed for filing a notice runs from the time you know of the facts that constitute the event (e.g. the purchase of the debentures or the delivery of the debentures), not the day that you realize that the event gave rise to a duty of disclosure under Part XV of the SFO.

Working out the amount of debentures in which you are interested

7. In calculating the total amount of debentures in which you are interested you must include all joint interests (see Specific Note to Box 30 below), and any interests in debentures of the same listed corporation that any of the following persons and trusts have :
- (i) Your spouse and any child of yours under the age of 18 (See Specific Notes to Box 28);
 - (ii) A corporation which you control (a corporation is a “controlled corporation” if you control, directly or indirectly, one-third or more of the voting power at general meetings of the corporation, or if the corporation or its directors are accustomed to act in accordance with your directions) (See Specific Notes to Box 29);
 - (iii) A trust, if you are a trustee of the trust (other than a trust where you are a bare trustee i.e. where you have no powers or duties except to transfer the debentures according to the directions of the beneficial owner) (See Specific Notes to Box 31);
 - (iv) A discretionary trust, if you are the “founder” of the trust (e.g. you had the trust set up or put assets into it), and

state a corporation name which is different from what is suggested by the system, there is a risk that the system is not able to associate the corporation name with the relevant stock code and thus fails to direct your Form to the relevant listed corporation.

12. Do **not** send copies of any purchase agreements and other documents to SEHK when filing this Form 3C. Attaching a document that explains the transaction in question does **not** discharge the duty to complete the prescribed form. Unless otherwise stated, copies of any documents that are sent to SEHK will be displayed together with this Form 3C on HKEX website

“Denomination or unit size of the debentures” column

State the denomination or unit size of the debentures concerned (e.g. \$5,000 in the worked example below).

“Amount of debentures bought/sold or involved” column

State the amount of debentures concerned (e.g. the amount of debentures you bought that triggered the notice). For a change in the nature of an interest (e.g. on exercise of an option), state the amount of debentures affected by the change.

“On Exchange” and “Off Exchange” columns

State the consideration per unit of debentures paid or received for the interests in debentures described in the “Amount of debentures bought/sold or involved” column in the “On Exchange” or “Off Exchange” columns as appropriate. An acquisition or disposal is made “On-Exchange” when the transaction took place in the ordinary course of trading on a recognized exchange and “Off-Exchange” covers all other transactions. For an on-exchange transaction, state the highest price per unit of debentures in the “Highest price (per unit)” column and the average price/consideration per unit of debentures in the “Average price (per unit)” column. For an off-exchange transaction, state the average price/consideration per unit of debentures in the “Average consideration (per unit)” column and select a Code which best describes the nature of the consideration you paid or received in the “Nature of consideration” column.

If no price or consideration has been paid or received, or if the consideration is services provided, the price or consideration should be stated as “0”. If the transaction that prompts disclosure is a change in nature of your interest in debentures (e.g. due to the exercise of an option), the highest price per unit and the average price per unit (average consideration per unit and nature of the consideration for off-exchange transactions) should be left blank.

In the case of an Initial Notification, the details that must be given in the “Average price (per unit)” or “Average consideration (per unit)” columns of the average price/consideration paid for the interest in debentures described in “Amount of debentures bought/sold or involved” column relate to the average price/consideration paid by you in the 4 months immediately before the date of relevant event. Similarly the nature of

24. Details of relevant event

Brief description of relevant event		Capacity in which debentures were/are held				Currency of debentures	Denominati on or unit size of the debentures	Amount of debentures bought/sold or involved	On Exchange		Off Exchange		
		Before relevant event		After relevant event					Highest price (per unit)	Average price (per unit)	Average consideratio n (per unit)	Nature of consideration	
Enter code or double click below	*	Enter code or double click below		Enter code or double click below	*	HKD	5,000	400,000			4,500	Enter code or double click below	*
1701				2301								3101	

** Due to limited space in these Notes, the description of relevant event, capacity in which debentures were/are held and nature of consideration are not shown but will be displayed in the Form.*

- Box 25 State the total amount of debentures in which you were interested immediately before the relevant event in column 2. State the total amount of debentures in which you were interested immediately after the relevant event in column 3. Both of these total include all joint interests and deemed interests (See General Note 7).

Based on the first example given in Box 24, the amount of debentures in column 2 would be HK\$4,500,000 and in column 3 HK\$4,900,000. In the second example, the figure in both columns would be HK\$4,900,000.

- Box 26 If the notification is an Initial Notification, you must complete Box 26. State the description which best describes the capacity in which you hold the debentures listed in column 3 of Box 25 (i.e. total amount of debentures immediately after the relevant event) either by entering the Code from **Table 2**

amount of debentures in which he/she was interested.

The data entered in column 3 (i.e. address of spouse and/or children) will not be available for viewing by the public when searching the DI pages of the HKEX website.

Box 29 If you are entitled to exercise, or control the exercise of, one-third or more of the voting power at general meetings of a corporation, or a corporation or its directors are accustomed to act in accordance with your directions, and that corporation is interested in debentures of the listed corporation concerned, the corporation's interest will be taken to be your interest. Details of that interest must also be taken into account in completing Box 25.

If this is an Initial Notification, you must complete Box 29 if a corporation that you control (referred to in these Notes as a "controlled corporation") has debentures in the listed corporation. If there is more than one corporation that you control, then details of each controlled corporation must be stated separately in Box 29.

If this is not an Initial Notification, you must only give details if a controlled corporation was interested in the debentures involved in the relevant event. State the name and address of the controlled corporation and the amount of debentures involved in the relevant event in which it was interested.

Box 29 should be completed as follows :

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| Column 1: | State the name of the controlled corporation. |
| Column 2: | State the address and place of incorporation (in brackets) of the controlled corporation. |
| Column 3: | If you control the controlled corporation, state your name in column 3. If another corporation named in column 1 controls the controlled corporation, state that corporation's name in column 3. |
| Column 4: | State the percentage of the shares in the controlled corporation that the person named in column 3 of the same row controls. |
| Column 5: | If the controlled corporation holds the interest in debentures of the listed corporation directly (as opposed to the interest being a deemed interest), select "Y" in column 5; if the interest is a |

Group structure and holdings :

In this example, the entries in Box 29 would be as follows :

29. Further information in relation to interests of corporations controlled by director

Name of controlled corporation	Address and place of incorporation	Name of controlling person	% control	Direct Interest (Y/N)	Amount of debentures
ABC (Hong Kong) Ltd.	Unit 1, 26/F Wong Industrial Bldg, Chai Wan, HK (Hong Kong)	Wong Ging Teng Anthony	100%	N	HK\$250,000,000
DEF (Hong Kong) Ltd.	Unit 1, 26/F Wong Industrial Bldg, Chai Wan, HK (Hong Kong)	ABC (Hong Kong) Ltd.	51%	N	HK\$250,000,000
GHI (Hong Kong) Ltd.	Unit 1, 26/F Wong Industrial Bldg, Chai Wan, HK (Hong Kong)	DEF (Hong Kong) Ltd.	35%	Y	HK\$125,000,000
Wong Industries Ltd.	Unit 1, 26/F Wong Industrial Bldg, Chai Wan, HK (Bermuda)	DEF (Hong Kong) Ltd.	65%	Y	HK\$50,000,000
Wong Industries Ltd.	Unit 1, 26/F Wong Industrial Bldg, Chai Wan, HK (Bermuda)	DEF (Hong Kong) Ltd.	65%	N	HK\$75,000,000
Wong Asset Management Ltd.	Unit 1, 26/F Wong Industrial Bldg Chai Wan, HK (British Virgin Islands)	Wong Industries Ltd.			

Table 1 – Codes of Relevant Events

Please note :

- (1) It may be necessary to go through two to three levels of questions before reaching the relevant event and an event code is only assigned to the last level of question. Code numbers in brackets are interim level(s) of questions and they are not event codes. Only the ultimate event codes will be available for selection.
- (2) The same set of event codes apply to all Forms so some code numbers are “skipped” because certain events are not relevant to this Form.
- (3) The term “your interest” in these event codes refers to your own interest and also includes an interest of your spouse, your minor child or a corporation that is controlled by you, that is taken to be your interest by attribution.
- (4) The “debentures” are the debentures of the listed corporation.

Code No. (Level 1)	Code No. (Level 2)	Code No. (Level 3)	Description of event (Box 24)
(110)			The number of debentures in which you are interested has increased because:
(120)			The number of debentures in which you are interested has reduced because:
(130)			There has been a change in nature of your interest in the debentures because:
(170)			Miscellaneous
(110)			The number of debentures in which you are interested has increased because:
	1101		you purchased the debentures
	1102		you were given the debentures
	1104		you acquired a security interest in the debentures

Code No. (Level 1)	Code No. (Level 2)	Code No. (Level 3)	Description of event (Box 24)
	1308		steps have been taken to enforce a security interest in the debentures, or rights to such debentures held as security, against you
	1309		you are a beneficiary under a will and the debentures have been transferred to you by an executor
	1310		you are a beneficiary under a trust and the debentures have been transferred to you by a trustee

Table 3 – Codes of Nature of Consideration

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Table 4 – Codes of Status in relation to a Trust

Code No.	Status in relation to a trust (Box 31)
5101	Trustee of a trust
5102	Beneficiary of a trust (other than a discretionary interest)
5103	Founder of a discretionary trust who can influence how the trustee exercises his discretion

Table 5 – Codes of Class of Debentures

Code No.	Class of debentures (Box 5)
7101	Freely transferable and convertible into shares of the listed corporation
7102	Freely transferable and convertible into shares of a corporation other than the listed corporation
7103	Not freely transferable but convertible into shares of the listed corporation
7104	Not freely transferable but convertible into shares of a corporation other than the listed corporation
7105	Not freely transferable and not convertible into shares of a corporation
7106	Other (you must describe the class of debentures in the Supplementary Information box)