



Hong Kong

July 2019

NEW HKEX LISTING DECISION REVIEW STRUCTURE AND APPOINTMENT OF FIRST LISTING REVIEW COMMITTEE

The Stock Exchange of Hong Kong Limited (**HKEx**) has announced¹ the names of members of its new Listing Review Committee, which is the sole review body for decisions of HKEx's independent Listing Committee as of 6 July 2019. Changes to HKEx's Listing Rules took effect on the same date, the most significant of which are:

- Some of the Listing Committee's most significant decisions, including a listing applicant's rejection on suitability grounds, listing cancellation, certain disciplinary decisions, and the rejection of an application to lift a trading suspension, are now entitled to only one level of review by the new Listing Review Committee. Previously, these decisions were subject to a further right of appeal to the now abolished Listing Appeals Committee.
- The Listing Review Committee is made up of market participants with no current members of the Listing Committee, the HKEx or the Securities and Futures Commission (the **SFC**). Membership criteria are that the person has experience and expertise in the HKEx Listing Rules or is familiar with the work of the Listing Committee. In practice, members will generally be former members of the Listing Committee, who will be eligible for appointment to the Listing Review Committee two years after they cease serving on the Listing Committee.

- Listing Review Committee members are appointed for an initial period of 12 months and may be re-appointed subject to a maximum membership period of six years.
- Listing Review Committee decisions on non-disciplinary matters will be routinely published.
- The SFC's right to request a review of any matter, including a review of a Listing Committee decision, is codified in the HKEx Listing Rules. The SFC is not however able to request a review of decisions of the Listing Review Committee.

For further details of the changes, including details of applicable transitional arrangements, please see Charltons' January 2019 newsletter.²

Appointment of the first Listing Review Committee

The members of the Listing Review Committee are nominated by the Listing Nominating Committee and appointed by the Board of HKEx on the Listing Nominating Committee's recommendation. The Listing Nominating Committee's six members are representatives of the HKEx Board and SFC. Its current members are three non-executive members of the HKEx Board (Chairman Laura M Cha, Director Benjamin Hung and Director Anita Fung) and the Chairman and two Executive Directors of the SFC (Chairman Tim Lui, Chief Executive Officer Ashley Alder and Executive Director Brian Ho).

¹ https://www.hkex.com.hk/News/News-Release/2019/190705news?sc_lang=en

² <https://www.charltonslaw.com/new-listing-committee-decision-review-structure-for-hkex-in-2019/>

Listing Review Committee Members

Members of Chairmen Pool

All Listing Committee Review hearings must be chaired by a member of the Chairmen pool, the four current members of which are:

CLARK Stephen Edward

KO Yuk-yin, Teresa BBS JP

LEE Ka Sze Carmelo JP

TAYLOR Stephen

Other members

The Listing Review Committee must have at least 20 members (including at least four Chairmen) comprising at least six investor representatives and representatives of listed issuers and market participants (lawyers, accountants, fund managers, bankers etc.). The non-Chairmen members are:

BROWN Melissa

CHAN Freeman

DICKENS Mark Francis JP

DING Chen

HUI Ching-yu, Christopher

JIANG Guorong

KEYES Terence

LEUNG Pauline

LIU Chee Ming

NORRIS Nicholas

PHADNIS Dhananjay

SABINE Martin Nevil

SCHLABBERS Manuel

SOUTAR James Alexander

WINTER Richard

WOO Ka Biu, Jackson

Publication of Listing Review Committee Decisions

In publishing the Listing Review Committee's non-disciplinary decisions, HKEx aims to inform the market as to how it interprets and applies its Listing Rules. HKEx will however delay the publication of a decision if it contains price sensitive information, or withhold relevant parties' names if their disclosure would be unduly prejudicial.

CHARLTONS

Boutique Transactional Law Firm of the Year 2017

Asian Legal Business Awards

This newsletter is for information purposes only.

Its contents do not constitute legal advice and it should not be regarded as a substitute for detailed advice in individual cases.

Transmission of this information is not intended to create and receipt does not constitute a lawyer-client relationship between Charltons and the user or browser.

Charltons is not responsible for any third party content which can be accessed through the website.

If you do not wish to receive this newsletter please let us know by emailing us at unsubscribe@charltonslaw.com

Hong Kong Office

Dominion Centre

12th Floor

43-59 Queen's Road East

Hong Kong

Tel: + (852) 2905 7888

Fax: + (852) 2854 9596

www.charltonslaw.com