

FREQUENTLY-ASKED-QUESTIONS

EQUITY GUIDELINES

20 December 2024

1. When will the revised Equity Guidelines (Guidelines) be effective and will it be applied retrospectively to a transaction that is announced prior to the effective date?

The revision to the Guidelines will take effect as follows:

- (a) Revision relating to the requirement on ultimate beneficial owner will be effective on 2 January 2025; and
- (b) Revision relating to the requirements in respect of significant change in the business direction or policy of a listed corporation will be effective on 1 March 2025.

The revision to the Guidelines will apply to all transactions that trigger any of the following circumstances:

- (i) Transactions announced on or after 1 March 2025; or
- (ii) Agreements entered into on or after 1 March 2025.

2. Are all acquisitions of assets with percentage ratio equal to or exceeding 100% considered as a significant change in the business direction or policy of a listed corporation?

If the assets to be acquired are in a core business similar to the core business of the listed corporation which exists for at least two full latest and consecutive financial years based on audited financial statements, then the acquisition of such assets by the listed corporation is not considered as a significant change in the business direction or policy of the listed corporation. For this purpose, full financial year refers to a period of at least 12 months.

3. Would convertible securities, warrants or options held by persons connected or that are not issued pursuant to the acquisition of assets be taken into consideration in determining the shareholding of controlling shareholder or single largest shareholder?

Yes. Any convertible securities, warrants or options held by the controlling shareholder, single largest shareholder as well as the persons connected to them will be taken into consideration (as if these are fully converted) towards determining the resultant shareholding of controlling shareholder or single largest shareholder. This includes convertible securities, warrants or options issued both pursuant to the acquisition of assets or otherwise.

4. What is the treatment of convertible securities with conversion restrictions?

All convertible securities, including those with conversion restriction, will be taken into consideration (as if these are fully converted) towards determining the shareholding of controlling shareholder or single largest shareholder.