

The Licensing Examination for Securities and Futures Intermediaries

Paper 15 Sponsors (Principals)

Paper 16 Sponsors (Representatives)

Syllabus (Effective from 4 September 2019)

To identify the distinction between the syllabus requirements of the two papers in the table below, the following highlighting system is used:

- no highlighting indicates the whole section is applicable to both Papers 15 and 16;
- **dark grey** indicates the section contains materials exclusively for Paper 15;
- **light grey** indicates the section is generally applicable to both Papers 15 and 16 but that there are some subsections that contain more detailed information for Paper 15 only.

Topic 1: General framework

- 1 Background to the sponsor regulatory regime
- 2 Going public
- 3 The role of the sponsor in the marketplace
- 4 Legal considerations
- 5 **Licensing and registration requirements**
- 6 Applicable regulatory codes and rules
- 7 Compliance advisers
- 8 Securities and Futures Commission's powers

Topic 2: The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the initial public offering ("IPO") listing process

- 1 Methods of listing and offering mechanisms

- 2 Specific listing requirements for equity securities
- 3 Corporate administration of the listing applicant
- 4 **Specific issues in practice**
- 5 The IPO process
- 6 **Other important considerations**

Topic 3: Preparation for an IPO assignment

- 1 Corporate administration of a sponsor
- 2 Preparation for managing an IPO

Topic 4: Preparation for a listing application

- 1 Obtaining assignments and working with third parties
- 2 Establishing the sponsor role
- 3 Advising the listing applicant
- 4 Conducting due diligence
- 5 Making a listing application
- 6 Disclosure and communication

Topic 5: Due diligence

- 1 Preparation of the listing document-cum-prospectus
- 2 **Conducting a due diligence exercise**
- 3 Meaning of "professional scepticism"
- 4 Verification
- 5 **Use of experts and other third parties**
- 6 Management Discussion and Analysis of Financial Information and Condition

Topic 6: After prospectus issuance

- 1 Assessing the sponsor work
- 2 Compliance advisers
- 3 Case studies
- 4 Integrity and consequences
