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The original Chinese text is binding in all respects.
以中文正式文件为准，英文译文仅供参考。

China Securities Depository and Clearing Corporation Limited
The Implementation Rules on the Registration and Settlement of
Depository Receipts under the Stock Connect Scheme between Domestic
and Overseas Stock Exchanges

Disclaimer: For the avoidance of doubt, the Chinese version of the rules issued by China Securities Depository and Clearing Corporation Limited shall prevail, while the English translation is for reference only.

Article 1 The objectives of this *Rules* are to regulate the registration and settlement of depository receipts under the Stock Connect Scheme between domestic and overseas stock exchanges, and to protect the legitimate rights and interests of investors. The *Rules* is thus formulated in accordance with the *Securities Law of the People’s Republic of China*, the *Opinions on Launching the Pilot Program of Domestic Offering of Stocks or Depository Receipts by Innovative Enterprises*, the *Administrative Measures of Securities Registration and Settlement*, the *Administrative Measures of Offering and Trading of Depository Receipts (Trial)*, the *Provisions on the Supervision and Administration of Depository Receipts under the Stock Connect Scheme between Domestic and Overseas Stock Exchanges*, the *Rules on the Registration and Clearing of Depository Receipts of China Securities Depository and Clearing Corporation Limited (Trial)*, the *Rules on the Management of Securities Accounts of China Securities Depository and Clearing Corporation Limited*, the *Rules on Securities Registration of China Securities Depository and Clearing Corporation Limited* and other applicable laws, departmental rules, normative documents and business rules of China Securities Depository and Clearing Corporation Limited (“CSDC”).

Article 2 The term “Depository Receipts under the Stock Connect Scheme” as used in this *Rules* refers to the depository receipts (CDRs) listed on the Chinese domestic stock exchanges by qualified companies listed on overseas stock exchanges, and the depository receipts (GDRs) listed on overseas stock exchanges by qualified companies listed on domestic stock exchanges, under the Stock Connect Scheme between domestic and overseas stock exchanges.

Securities registration, depository, and clearing and settlement relating to depository

receipts under the Stock Connect Scheme shall be governed by this *Rules*.

Matters not covered herein shall be governed by applicable CSDC rules on depository receipts, unless otherwise provided by CSDC.

Article 3 Major market entities including the depositories, settlement participants, domestic and overseas securities companies involved in cross-border conversion of depository receipts, and investors shall abide by applicable laws and regulations, departmental rules, normative documents and business rules of CSDC when engaging with CSDC in the registration and settlement of depository receipts under the Stock Connect Scheme.

CSDC exercises industry self-regulation over the registration and settlement of depository receipts under the Stock Connect Scheme between domestic and overseas stock exchanges.

Article 4 Cross-border conversion of depository receipts refers to either the conversion of underlying securities to depository receipts (“creation”) or the conversion of depository receipts to underlying securities (“redemption”).

Domestic securities companies engaged in cross-border CDR conversion (“Chinese cross-border conversion institutions”) shall open dedicated securities accounts to carry out the creation, redemption and market making of CDRs.

To deal with corporate actions or other special circumstances, a depository for CDRs may open corresponding dedicated securities accounts pursuant to the provisions of depository agreements and relevant rules of CSDC. Such dedicated securities accounts shall be exclusively used for corporate actions or other special circumstances, and cannot be used for securities trading.

Investors involved in CDR trading and other activities thereby shall use their securities accounts for RMB ordinary shares (“A shares”).

Article 5 Before CDRs are listed on the stock exchange, the depository shall submit registration documents pursuant to CSDC’s relevant provisions and apply for CDR registration within the prescribed time window.

Article 6 Where the lead underwriter exercises the over-allotment option to request follow-on offering of CDRs, CSDC shall register the follow-on offering of corresponding CDRs at the request of the depository.

Where the lead underwriter uses the proceeds from over-allotment of CDRs to purchase

the CDRs from the secondary market, CSDC shall change the registration of such CDRs at the request of the lead underwriter or its trustee.

Article 7 In the case of CDR creation, the depository and the Chinese cross-border conversion institution shall both submit creation instructions to the domestic stock exchange, who will send valid creation data to CSDC after matching those instructions. CSDC shall credit a corresponding amount to the CDR balance in the relevant securities accounts at the end of the trading day, based on the creation data.

In the case of CDR redemption, CSDC shall compare the redemption instructions sent by the depository and the Chinese cross-border conversion institution, and if consistent, debit a corresponding amount to the CDR balance in the securities account of the Chinese cross-border conversion institution at the end of the trading day on the premise that the balance is sufficient for debit.

Restricted CDRs are not redeemable until the restrictions are lifted.

Article 8 Upon receiving the application by the depository, CSDC shall, pursuant to relevant provisions and agreements, provide related services to CDR business, including cash dividends distribution, compensation funds distribution from the repurchase of underlying shares, follow-on offerings, bonus share distribution, right issue, public distribution, share split and merger and online voting.

Article 9 To carry out GDR business, GDR depositories and overseas securities companies engaged in GDR cross-border conversion (“overseas cross-border conversion institutions”) shall file applications with CSDC to open dedicated securities accounts.

The dedicated securities account for depository service opened by the GDR depository shall exclusively be used for non-transaction transfer of domestic underlying shares arising from the creation or redemption of GDRs, as well as the sale of domestic underlying shares under the depository agreement. It cannot be used for securities trading unrelated to depository receipts.

The dedicated securities account for cross-border conversion opened by the overseas cross-border conversion institution, can be used for the trading of domestic underlying shares or other investment products as recognized by the CSRC and within the cap of net asset value stipulated by the CSRC, as well as non-transaction transfer of domestic underlying shares arising from the creation or redemption of GDRs.

Article 10 Where a domestic listed company issues GDRs overseas with additional shares as the underlying securities, CSDC shall register the additional underlying securities for the domestic listed company upon receiving its application and approval documents of competent authorities, and then inform the company of the registration completion.

Article 11 Where an overseas investor creates or redeems GDRs , CSDC shall compare the instructions sent by the GDR depository and the overseas cross-border conversion institution, and if consistent, perform non-trading transfer of corresponding domestic underlying shares at the end of the trading day on the premise that relevant underlying shares are sufficient.

Should the regulators or domestic stock exchanges have restrictive provisions on the creation or redemption of certain GDRs, CSDC shall impose corresponding restrictions as per the feedbacks of domestic stock exchanges.

Article 12 The fees charged for the registration and settlement of depository receipts under the Stock Connect Scheme shall conform with the current charge standards of CSDC. Should CSRC, domestic stock exchanges, depositories or other entities authorize or entrust CSDC to collect fees on their behalf, CSDC shall collect the fees in accordance with relevant provisions.

The relevant tax arrangements and withdrawal of the securities settlement risk fund with regards to depository receipts under the Stock Connect Scheme shall subject to relevant national regulations.

Article 13 Where errors in the registration and settlement data of the depository receipts arise by force majeure, or from technical failure of the trading and registration system, human errors and other reasons, CSDC shall correct them or find other solutions after checking with the domestic stock exchanges, depositories, custodians, cross-border conversion institutions and other stakeholders.

CSDC shall assume no liability for any losses incurred to the parties concerned induced by force majeure, unpredictable or uncontrollable system failures, equipment failures, communication failures, power failures or any other emergency that is unpredictable or beyond control.

Article 14 The documents required to be submitted herein shall be in Chinese. Where a text in foreign language is submitted, its Chinese version which meets relevant notarization and certification requirements shall also be submitted, and shall prevail.

Article 15 CSDC reserves the right to interpret the *Rules*.

Article 16 The *Rules* shall take effect as of the date of release. The *Implementation Rules on the Registration and Settlement of Depository Receipts under the Stock Connect Scheme between Shanghai Stock Exchange and London Stock Exchange (for trial implementation)* (Z.G.J.S.F.Z. [2018] No. 194) is simultaneously repealed.