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10.6 Statements which will be treated as profit forecasts

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(a) When no figure is mentioned

Even when no particular figure is mentioned or even if the word "profit" is not used, certain forms of words may constitute a profit forecast, particularly when considered in context. Examples are "profits will be somewhat higher than last year" and "performance in the second half-year is expected to be similar to our performance and results in the first half-year" (when interim figures have already been published). Whenever a form of words puts a floor under, or a ceiling on, the likely profits of a particular period or contains the data necessary to calculate an approximate figure for future profits, it will be treated by the Executive as a profit forecast which must be reported on. In cases of doubt, professional advisers should consult the Executive in advance.

(b) Estimates of profit for a completed period

An estimate of profit for a period which has already expired should be treated as a profit forecast.

(c) Forecasts for a limited period

A profit forecast for a limited period (e.g. the following quarter) is subject to this [Rule 10](#).

(d) Dividend forecasts

A dividend forecast is not normally considered to be a profit forecast unless, for example, it is accompanied by an estimate as to dividend cover.

(e) Profit warranties

The Executive must be consulted in advance if a profit warranty is to be published in connection with an offer as it is likely to be regarded as a profit forecast.

« 10.5 Subsequent documents – continuing validity of forecast [10.7 Taxation](#), items which are exceptional because of size, nature and incidence and net profit or loss attributable to [minority interests](#) »

- Rule 13. Appropriate offers for convertibles, warrants, etc.
- Rule 14. Offers for more than one class of equity shares
- Rule 15. Timing of the offer
- Rule 16. Revised and alternative offers
- Rule 17. Acceptor's right to withdraw
- Rule 18. Statements during course of offer
- Rule 19. Announcement of results of offer
- Rule 20. Settlement of consideration and return of share certificates
- Rule 21. Restrictions on dealings before and during the offer
- Rule 22. Disclosure of dealings during offer period
- Rule 23. Nature of consideration to be offered
- Rule 24. Purchases resulting in an obligation to offer a minimum level of consideration
- Rule 25. Special deals with favourable conditions
- Rule 26. Mandatory offer
- Rule 27. Prompt registration of transfers
- Rule 28. Partial offers
- Rule 29. Proxies
- Rule 30. Conditions
- Rule 31. Restrictions following offers and possible offers
- Rule 32. Share repurchases
- Rule 33. Inducement fees, break fees and standstill agreements
- Rule 34. Shareholder solicitations
- Rule 35. Dealings by connected exempt principal traders
- Rule 36. Obligations of other persons
- Code on Share Repurchases
- Schedule I Offer Document for Takeovers and Mergers
- Schedule II Offeree Board Circular for Takeovers and Mergers
- Schedule III Offer Document for Share Repurchases by General Offer
- Schedule IV Extracts from Parts 3 and 5 and Schedule 2 of the Securities and Futures (Fees) Rules
- Schedule V Guidelines for the Exemption of Listed Companies from the Share Repurchase Requirements of Section 49BA of the Companies Ordinance (Cap. 32)
- Schedule VI Whitewash Guidance Note
- Schedule VII Conflicts of Interest Guidance Note
- Schedule VIII Receiving Agents' Code of Practice
- Schedule IX REIT Guidance Note
- Code on Unit Trusts and Mutual Funds
- Corporate Finance Adviser Code of Conduct
- Fund Manager Code of Conduct

- SFC Code on MPF Products
- SFC Handbook for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products
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