

(Dealing Member's letter head)

Sample checklist for Supplementary Listing of shares by Offer for Subscription/Offer for Sale **(Please fill and execute this form as the Sponsor's Declaration on Documentation and Due Diligence)**

Checklist for First Submissions: (insert name of applicant issuer)

Description of Application: Offer for Subscription of ...

Note:

- i. This checklist is applicable to application for approval and listing of Offer for Subscription/ Offer for Sale of equity shares for Issuers whose equity capital is already listed on The Exchange.
- ii. The issuer must comply with Section C: *Requirements for All Listings* as well as Chapter 2: *Subsequent Listing of Securities*, Rulebook of The Exchange, 2015 (Issuers' Rules).
- iii. Soft copy document should be forwarded to giwenekhai@nse.com.ng; EEKPO@nse.com.ng; OKUTI@nse.com.ng; and OOGE@nse.com.ng. The time between the submission of hard copies and soft copies should not exceed 24 hours. The Exchange will **not conclude** on an application until all relevant documents are submitted.
- iv. The sponsoring dealing member is required to fill out the table below using the appropriate key indicating whether the Issuer has submitted the required documents. Where a requirement is not applicable to the Issuer or the application, the reason should be provided in the "comment" box.

Keys:

✓ Submitted

X Not submitted

N/A Not applicable

| | | Please tick as appropriate | |
|----|--|----------------------------|---------|
| | Documentation Required | Status | Comment |
| | Hard Copies (items 1-2) | | |
| 1. | Letters of consent from parties and Directors | | |
| 2. | Sponsor's Declaration on Checklist and Due Diligence | | |
| | | | |
| | Documentation Required in Soft Copies (items 3-22) | | |
| 3. | Evidence of payment of application/listing fees and CSCS eligibility fee | | |
| 4. | Abridged application | | |
| 5. | Prospectus | | |
| 6. | 3 to 5 years audited accounts of the Issuer | | |
| 7. | List and value of litigations | | |
| 8. | Solicitors opinion on litigation | | |
| 9. | Estimated cost of issue detailing the cost attributed to each party to a transaction | | |

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| | Documentation Required | Please tick as appropriate | Status | Comment |
|-----|--|-----------------------------------|---------------|----------------|
| 10. | Pricing memorandum | | | |
| 11. | Certified true copy of certificate of incorporation of Issuer | | | |
| 12. | Memorandum and articles of association of Issuer, which is certified by CAC not later than two months prior to the date of application | | | |
| 13. | Certified copy of board resolution of Issuer approving the offer and the issue of prospectus | | | |
| 14. | Certified copy of Shareholders resolution of the Issuer | | | |
| 15. | SEC Approval | | | |
| 16. | No-objection from Primary Regulator (CBN/NAICOM/NCC)(where applicable) | | | |
| 17. | Interim accounts | | | |
| 18. | Proposed time table | | | |
| 19. | Certified copy of technical services agreement (if applicable) | | | |
| 20. | Updated List of receiving agents | | | |
| 21. | CAC form Co2 and Co7 of any institutional investors holding more than 5% of the issued and fully paid up share capital of the company/issuer, which is certified by CAC not later than two months prior to the date of application (note: Co2 and co7 of corporate entities who own 5% or more should be provided until all natural persons who own such shares and their directors are disclosed) | | | |
| 22. | Any other document which is material to the transaction | | | |

Have any rulings been given on this transaction by the NSE?

Yes/No

If yes, please provide details and the name of the person at the NSE that provided the ruling.

I, an approved executive of (Name of sponsor) hereby confirm that this Checklist is

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complete and that no other information which is required in terms of the Listings Requirements has been omitted. I also confirm that we have carried our reasonable due diligence on the applicant and its directors and are satisfied with our findings.

Signed by approved executive of sponsor.

SIGNATURE

DATE

(Internal use only)

Reviewed by:

Name:.....

Date:.....