# **Eligibility for listing**

# **Equity shares (commercial companies)**

|  |  |
| --- | --- |
| *Name of Company:* |  |
| *Nature of Transaction:* |  |
| *Name of Sponsor:* |  |
| *Date Submitted:* |  |

| **Rule** |  | **Page** | **Proof Number** | **Comment (where applicable)** |
| --- | --- | --- | --- | --- |
| **UKLR 3** |  |  |  |  |
| 3.2.1 (1) | Duly incorporated |  |  |  |
| 3.2.1 (2) | Operating in conformity with constitution |  |  |  |
| 3.2.2 (1) | Conforms with law of place of constitution |  |  |  |
| 3.2.2 (2) | Duly authorised |  |  |  |
| 3.2.2 (3) | Statutory and other consents |  |  |  |
| 3.2.3 | Admitted on regulated market or RIE (as applicable) |  |  |  |
| 3.2.4 (1) | Freely transferable |  |  |  |
| 3.2.4 (2) | Fully paid  |  |  |  |
| 3.2.7 (1)(a) | Minimum market capitalisation[[1]](#footnote-1) |  |  |  |
| 3.2.9 (1) | Whole class to be listed |  |  |  |
| 3.2.10 (2) | Prospectus approved by FCA and published |  |  |  |
| **UKLR 5** |  |  |  |  |
| 5.2.1 (1) | Discretion of board not limited or transferred |  |  |  |
| 5.2.1 (2) | Board capable to act on key strategic matters |  |  |  |
| 5.3.1 | Ability to carry on an independent business, despite controlling shareholder |  |  |  |
| 5.4.1 (1) | Constitution allows compliance with UKLR 6.2.27R |  |  |  |
| 5.4.1 (2) | Constitution allows compliance with UKLR 6.2.8R and UKLR 6.2.9R where controlling shareholder exists |  |  |  |
| 5.4.2 | Equity shares carry an equal number of votes |  |  |  |
| 5.4.3 | Voting rights proportionate to relative interests in equity of the listed company where there is more than one listed class  |  |  |  |
| 5.4.5 (1) | Constitution complies with persons to who specified weighted voting rights can be issued |  |  |  |
| 5.4.5 (2) | Constitution complies with10-year time limit for specified weighted voting rights shares for certain holders |  |  |  |
| 5.4.5 (3) | Constitution complies with limits on transfer specified weighted voting rights shares |  |  |  |
| 5.4.5 (4) | Constitution states that specified weighted voting rights shares cannot vote on shareholder votes in UKLR 6.2.27R(1) |  |  |  |
| 5.4.7 (1) | Pre-emption rights of overseas companies -constitution provides at least equivalent rights |  |  |  |
| 5.4.7 (2) | Conferring such rights not incompatible with law of country of incorporation |  |  |  |
| 5.5.1 | Shares in public hands |  |  |  |
| 5.5.2 (1) | 10% of shares in public hands |  |  |  |
| 5.5.2 (2) | Treasury shares not included in shares in public hands |  |  |  |
| 5.5.3 | Shares not in public hands not taken into account |  |  |  |

**Non-applicability Confirmation**

We inform you that items marked “N/A” in the Page column of the above checklist are considered not applicable and no equivalent information is available in relation to the enclosed document.

|  |  |
| --- | --- |
| *Signed by:* |  |
| *On behalf of[[2]](#footnote-2):* |  |

1. Please include the estimated market cap and provide further information in the comments if UKLR TP 10 (Transitional provisions in relation to market capitalisation under UKLR 3.2.7R(1)) applies. [↑](#footnote-ref-1)
2. *The signatory should be properly authorised to do so on behalf of the sponsor* [↑](#footnote-ref-2)