

SPONSOR'S DECLARATION ON AN APPLICATION FOR LISTING

(Note: Italicised terms have the meaning given in the *listing rules*)

To: The FCA

Date: _____ 20____

Full name of *sponsor*: _____

The undersigned request that you will allow _____ (number) *equity securities* of _____ (denomination) each of _____ (name of *applicant*) to be admitted to the *Official List*.

Type of issue for which the application is being made: _____

I, _____, an officer duly authorised to give this declaration, confirm that:

- we have acted with due care and skill in relation to the provision of *sponsor services*;
- we have taken reasonable steps to satisfy ourselves that the *director* or *directors* of the *applicant* understand their responsibilities and obligations under the *listing rules*, the *disclosure requirements* and the *transparency rules*;
- we have come to a reasonable opinion, after having made due and careful enquiry, that:
 1. the *applicant* has satisfied all requirements of the *listing rules* relevant to an application for *admission to listing*;
 2. the *applicant* has satisfied all applicable requirements set out in the *prospectus rules**;
 3. the *directors* of the *applicant* have established procedures which enable the *applicant* to comply with the *listing rules*, the *disclosure requirements* and the *transparency rules* on an ongoing basis**;
 4. the *directors* of the *applicant* have established procedures which provide a reasonable basis for them to make proper judgments on an ongoing basis as to the financial position and prospects of the *applicant* and its *group***; and
 5. the *directors* of the *applicant* have a reasonable basis on which to make the working capital statement required by LR 6.1.16R / LR 6.1.17G***;
- we have maintained accessible records which are sufficient to be capable of demonstrating that the *sponsor* has provided *sponsor services* and otherwise complied with its obligations under LR 8 in accordance with the *listing rules*, including the basis of each confirmation set out above;

- all matters known to us which, in our reasonable opinion, should be taken into account by the *FCA* in considering:
 - a) the application for *listing*; and
 - b) whether the *admission* of the *equity securities* would be detrimental to investors' interests;****
 have been disclosed with sufficient prominence in the *prospectus* or *equivalent document* or otherwise in writing to the *FCA*; and that
- for so long as we provide a *sponsor service*, we will:
 - a) take such reasonable steps as are sufficient to ensure that any communication or information we provide to the *FCA* in carrying out the *sponsor service* is, to the best of our knowledge and belief, accurate and complete in all material respects; and
 - b) as soon as possible provide to the *FCA* any information of which we become aware that materially affects the accuracy or completeness of the information we have previously provided.

SIGNED BY: _____

Duly authorised officer

Name of *sponsor*

If you knowingly or recklessly give false or misleading information you may be liable to prosecution.

*Paragraph 2 may be deleted if the *home Member State* of the *applicant* is not, or will not be, the *United Kingdom*.

**Paragraphs 3 and 4 may be deleted if the *applicant* is not a *new applicant*.

***Delete as applicable. Please note the reference to *LR 6.1.17G* must be deleted if the *applicant* is a *new applicant*.

****Paragraph (b) may be deleted if the *applicant* is not a *new applicant*.

To be completed in all cases:

Application to be heard on: _____ 20__

Admission expected to become effective on: _____ 20__

Name of contact at *sponsor* regarding application: _____

Telephone number: _____