

SPONSOR'S DECLARATION FOR TRANSFER OF LISTING CATEGORY

(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) *securities* of _____ (denomination) each of _____ (name of *issuer*) to be transferred from a _____ (current *listing category*) to a _____ (proposed *listing category*) on _____ (date).

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 *issuer* 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 *issuer* satisfies all eligibility requirements of the *listing rules* that are relevant to the new category to which it is seeking to transfer;
 2. the *issuer* has satisfied all requirements relevant to the production of the *circular* required under LR 5.4A.4R or the announcement required under LR 5.4A.5R (whichever is relevant);
 3. the *directors* of the *issuer* have established procedures which enable the *issuer* to comply with the *listing rules*, the *disclosure requirements* and the *transparency rules* on an ongoing basis*;
 4. the *directors* of the *issuer* 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 *issuer* and its *group**; and
 5. the *directors* of the *issuer* have a reasonable basis on which to make the working capital statement (if any) required in connection with the transfer*.
- 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 the transfer between *listing* categories have been disclosed with sufficient prominence in the *circular* or announcement referred to in *LR 5.4A* or otherwise in writing to the *FCA*; and
- 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*

*Paragraph 3, 4 and 5 do not apply in relation to an *issuer* that was required to meet these requirements under its existing *listing* category.

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

Transfer to take place on: _____ 20__

Name of contact at *sponsor* regarding application: _____

Telephone number: _____