

Application form for IPSO Wholesale Issuers

January 2020

IPsx Wholesale Issuers Application Form

Introduction

This form should be completed by the **Applicant** seeking to have their securities admitted to trading on IPSX Wholesale. This form enables the Market Regulation team to undertake an initial check of the suitability of the **Applicant's** securities for admission to trading on **IPsx Wholesale**, before the **Issuer** instructs its **Lead Adviser** to commence the formal application process via **IPsx's member portal**. The submission of a completed form shall be provisional.

All Issuers are bound by the **IPsx Rules for Wholesale Issuers** and must ensure compliance with these rules. The Rulebook is available at ipsx.com/rules-and-guidance.

Queries

If you have any queries regarding the completion of this form, please contact:

IPsx Market Regulation Team
+44 (0)20 3931 8780
regulation@ipsx.com

Send form to

Please return the completed application form to IPSX Market Regulation. Scanned copies of the form and supporting documents should be emailed to regulation@ipsx.com.

If there is not enough space for any answer in this form, please complete the answer in a separate document and attach it with this application form.

Check list (before sending)

Scanned copies of the whole form ready to be emailed to the above address?

Scanned copies of the supporting documents ready to be emailed to the above address?

All signatures provided?

IPsx Wholesale Issuers Application Form

Please complete the form using **BLOCK CAPITALS** or typed and all signatures must be original or scanned electronic signatures.

Terms in bold in this form have the meaning given to them in the **IPsx Rules for Wholesale Issuers**.

A. Admission Date

Intended date of admission:

Proposed Ticker:

B. Applicant Information

B1.

Full name of Issuer: (If the issuer is not established at the time of application this section should be completed with the details that are anticipated)

B2.

Place and date of incorporation or formation:

Registered Number:

B3.

Type of corporate structure:

B4.

Registered office in country of incorporation:

B5.

Business addresses:

B6.

Directors' full name and date of birth

B7.

Describe any holding structures which sit between the Issuer and the structure holding the assets, including directors and their dates of birth.

B8.

Primary contact for the purposes of this application:

B9.

Has the **Applicant** previously applied to be an **IPsx Wholesale Issuer**?

B10.

If yes, please provide details of any previous applications, including whether this application constitutes a further issue

C. Fast Track Admission

a) Does the **Applicant** intend to seek a **Fast Track Admission** to **IPsx Wholesale**?

b) If the **Applicant** is seeking a **Fast Track Admission**, please state below the **Qualifying Market** on which the **Applicant** is currently admitted to trading, and the date of admission to the market:

Name of Qualifying Market

Date of admission

D. Professional Advisers

D1.

Name of **IPsx Lead Adviser** (Proposed or Appointed):

D2.

Name of **IPsx Approved Valuer** (Proposed or Appointed):

D3.

Name of **IPsx Wholesale Broker(s)** (Proposed or Appointed) to represent the interests of cornerstone investors:

E. Description of Asset(s)

E1.

Brief description of the business, including a description of the **Single Commercial Property Asset** or the **Multiple Commercial Property Assets**, including geographical location of the assets. If multiple assets, please describe the commonality of the portfolio.

E2.

What is the **Market Value** of the **Single Commercial Property Asset** or the **Multiple Commercial Property Assets**?

E3.

Please provide below a brief description of the business, including a description of the **Single Commercial Property Asset** or the **Multiple Commercial Property Assets**. If multiple assets, please describe the commonality of the portfolio. Describe any plans the **Applicant** has to develop, redevelop, repurpose or retrofit the asset(s). This should include anticipated timeframes for asset(s) becoming stabilised and income-generating.

E4.

What is the anticipated loan-to-value ratio that the **Applicant** expects to have following admission to trading on **IPsx Wholesale**?

F. Security Information

F1.

Security details:

F2.

Type of issue (e.g. private placement, open offer)

F3.

Free float (%)

If the planned free float is less than 25%, please outline any plans the **Applicant** has to increase its free float in the future.

F4.

Please outline below the **Applicant's** intentions for seeking admission to trading on **IPsx Wholesale**. This answer should make reference to how the **Applicant** expects its investor profile to change over time.

F5.

How widely does the **Applicant** expect its shares to be traded on **IPsx Wholesale**? Please answer with reference to the current shareholdings of any **Cornerstone Investors**, and/or expectations of new investors.

G. Details of cornerstone investors, anticipated substantial shareholders, concert parties and/ or controllers of the Issuer

G1.

Please provide names of all **Cornerstone Investors**.

G2.

Please provide names of anticipated shareholders who will own or control over 10% of its shares or voting rights.

H. Settlement Arrangements

H1.

Is the financial instrument for which admission is sought eligible for electronic settlement?

H2.

Intended Place of Settlement:

I. Conflicts of Interest

Please describe below any potential conflicts of interest the Applicant has identified, including in relation to IPSX, if it were to become an IPSX Issuer. Please also outline how the Applicant plans to manage these potential conflicts of interest:

J. Contact details

Issuer contact:

IPsx Lead Adviser contact:

K. General data protection disclosure

The **Exchange** and the **Applicant** shall comply with the provisions of Appendix 2 of the **IPsx Admission Agreement** (Data Protection).*

* www.ipsx.com/media/uploads/documents/_IPsx_Admission_Agreement.pdf

L. Declaration by officers of the Applicant

I am/we are authorised to make this application for approval as an **IPsx Wholesale Issuer** on behalf of the **Applicant** named in Section A.

I/We confirm the financial instruments to which the application relates are freely transferable and eligible for electronic settlement.

I/We will notify **IPsx** immediately of any conflicts of interest that may arise and will immediately deal with the conflict based on our procedures.

I/We understand that **IPsx** will require me/us to provide further information or documents at any time after I/we have sent the **Application** and before the applicant has been approved as an **Issuer**.

I/We confirm the **Applicant** agrees, if approved, to comply with and be bound by the **IPsx Rules**, which are or may be in force from time to time.

I/We agree to the terms of the **IPsx Admission Agreement**.

This declaration must be signed by two directors of the applicant, one of whom should have responsibility for compliance by the applicant with **IPsx Rules**. One should have responsibility for compliance by the **Applicant** with the **IPsx Rules**.

Full name:

Position:

Overall responsible for compliance with the **IPsx Rules**?

Signature:

Date:

Full name:

Position:

Overall responsible for compliance with the **IPsx Rules**?

Signature:

Date:

Applicants should be aware that processing an application will be delayed if the information and/or documentation submitted to **IPsx**, at any stage of the approval process, is found to be inaccurate or incomplete.



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