

## **Appendix 6 A - Application Form for Approval as a Listing Sponsor**

---

**BARBADOS STOCK EXCHANGE  
INTERNATIONAL SECURITIES MARKET  
APPLICATION FOR LISTING SPONSOR STATUS ON THE ISM**

### **Instructions**

1. An applicant for approval as a listing sponsor on the ISM under the ISM listing sponsor rules must file this completed form and all supporting information and documents with the ISM Department of the Exchange at:  
  
INTERNATIONAL SECURITIES MARKET  
BARBADOS STOCK EXCHANGE  
8<sup>th</sup> Avenue Belleville  
St. Michael  
BB11114  
Email: [ism@bse.com.bb](mailto:ism@bse.com.bb)
2. An applicant must file all the information and documents listed in the exhibits to this application form, as prescribed below.
3. All forms, information and reports may be submitted in soft copy by email, except for documents that require a signature, which must be filed in hard copy original form.
4. The Exchange may require an interview with senior executives of the applicant, and may require the applicant to file additional information or documents.
5. Incomplete applications will be returned and cannot be processed until completed.
6. An applicant that files misleading information, or that attempts to mislead the Exchange by filing incomplete, false or inaccurate information, will be denied approval.
7. In making application for approval as a listing sponsor, an applicant agrees to comply with the ISM listing sponsor rules if its application is approved.

## **APPLICATION FOR LISTING SPONSOR STATUS ON THE ISM**

**Name of Applicant:**

Date:

### **APPLICANT'S DECLARATION**

1. We apply to be a listing sponsor for the Exchange's International Securities Market (ISM).
2. We have read and understand the ISM listing sponsor rules and the ISM listing rules, as well as the role and responsibilities of a listing sponsor on the ISM.
3. We undertake that, if this application is approved, we, our employees and our agents will abide by all of the provisions of the ISM listing sponsor rules and all decisions and directions of the Exchange relating to our role as a listing sponsor.
4. We hereby confirm that:
  - 4.1 The information disclosed in this application is complete and accurate, to the best of our knowledge and belief.
  - 4.2 We meet and are in compliance with all of the requirements for approval as a listing sponsor for the ISM, to the best of our knowledge and belief.
  - 4.3 There are no additional facts or matters that are material to the Exchange's consideration of our application to become a listing sponsor that we have not disclosed to the Exchange.

**EXECUTED ON BEHALF OF THE APPLICANT**

\_\_\_\_\_

[Name of applicant]

Date:

By \_\_\_\_\_

Title:

[Chief Executive Officer or equivalent]

Contact information for signatory to this declaration:

---

---

## **DOCUMENTS FILED WITH THIS APPLICATION**

### **1. Applicant's Information**

### **2. Applicant's Ownership and Governance**

### **3. Listing Sponsor Qualifications and Plan**

### **4. Personal Information Form for Directors and Senior Officers**

## **EXHIBIT 1**

### **APPLICANT'S INFORMATION**

1. Name of applicant
2. Principal business or businesses of the applicant
3. Location and address of head office and principal offices
4. Name and contact information for the main contact person for this application
5. Name and location of all subsidiary or affiliated entities
6. Proposed location and address of offices of listing sponsor functions
7. Addresses of all websites
8. Name, address and contact information for external auditors
9. Name, address and contact information for the applicant's principal bank
10. Membership in any securities exchange, professional body or self-regulatory organization (SRO), including details of membership
11. Registration, licensing or other form of authorization by any securities regulatory authority or other statutory authority
12. Has the applicant ever been refused membership in any securities exchange, SRO or professional body for which it has applied? (If yes provide details)
13. Has the applicant's membership in any securities exchange, SRO or professional body ever been suspended or terminated? (If yes provide details)

14. Audited annual financial statements for the last financial year, and the financial statements for the recent fiscal period.
15. Most recent annual report issued by the applicant to its shareholders or partners.

## **EXHIBIT 2**

### **APPLICANT'S OWNERSHIP AND GOVERNANCE**

1. Ownership:
  - i) Details of issued share capital or partnership.
  - ii) Transferability of ownership interests, including details of public trading of any securities of the applicant.
  - iii) If the applicant is part of a corporate group, a diagram illustrating the ownership structure for the group and the applicant.
  - iv) Name, address and full particulars for each person or entity that controls the Applicant, directly or indirectly. Include the percentage ownership position for each person or entity, in terms of both equity ownership and voting.
    - “Controls” means a person or entity that owns, directly or indirectly, more than 30% of the voting shares of the applicant, more than 30% of the partnership units of the applicant, or is a general partner of the applicant.
  - v) Names and addresses for each person or entity that owns 10% or more of the shares, partnership units or similar of the applicant.
2. Governance:
  - Corporate governance structure, including details of board of directors or structure of partnership, board committees, and the means of electing or appointing the directors or partners.
3. Each director or partner and each officer or managing partner must file a personal information form as set out in Exhibit 4.

## **EXHIBIT 3**

### **LISTING SPONSOR QUALIFICATIONS AND PLAN**

The applicant must file a business plan that sets out:

1. Description of the applicant's current business.

2. Description of the applicant's experience during the last 5 years in supporting public offerings of securities or listing of securities on securities exchanges, including:
  - i) Identities of clients and issues of securities
  - ii) Names of securities exchanges, if any
  - iii) Information on types of securities involved and the applicable regulatory regimes
  - iv) Names of the applicant's personnel responsible for each of the transactions.
3. Types and sources of listings the applicant aims to sponsor (including types of products to be listed, geographic origin and types of industries or investment funds).
4. Identify any firms outside of Barbados that are affiliated with the applicant or that the applicant has a formal contractual relationship with that will support identification of potential listings on the ISM and carrying out listing sponsor functions.
5. Systems, tools and procedures in place to support the management and administration of the listing sponsor functions.
6. Does the applicant intend to engage the services of an agent or agents to support the performance of its listing sponsor functions? If yes, provide details of the agents and the functions to be delegated.
7. Names and qualifications of personnel to be assigned to listing sponsor duties.
8. List any other qualifications to perform the listing sponsor function.

#### **EXHIBIT 4**

##### **PERSONAL INFORMATION FORM FOR DIRECTORS AND SENIOR OFFICERS**

1. Each director and officer of the applicant must complete and submit this form.
2. Full name
3. Address (home)
4. Address (office)
5. Date of birth
6. Place of birth
7. Citizenship
8. Country of residence
9. Position with applicant

10. Main responsibilities of position

11. Have you ever applied for, and been denied, a registration, license or other authorization to carry on business, or had any such registration, license or authorization suspended, terminated or revoked?

12. Have you, or has any organization with which you are or have been associated:

- a) ever been censured, penalized, or disciplined?
- b) ever been the subject of a court order or official investigation?
- c) ever failed to satisfy your/its debts?
- d) ever been the subject of bankruptcy/insolvency proceedings?
- e) ever been convicted of an offence involving embezzlement, fraud, theft or other dishonesty?
- f) ever been found in violation of any financial services statute or regulation, or of any professional standards or code of conduct?

13. Attach an up-to-date CV.

I certify that the information contained in this personal information form is complete and accurate, and that the information contained in this application for approval as a listing sponsor is complete and accurate, to the best of my knowledge and belief.

SIGNED BY:

---

[Name]

Date:

---

Title:

[Position with the applicant]

Contact information for signatory to this Form:

---

---