

(Dealing member's letter head)

Sample checklist for Conversion of Preference Shares/Bonds to Ordinary Shares **(Please fill and execute this form as the Sponsor's Declaration on Documentation and Due Diligence)**

Checklist for First Submissions: (insert name of applicant issuer)

Type of Application: Conversion of ...

**Note:**

- i. This checklist is applicable to application for approval and listing of shares issued holders of debt security as a result of debt-equity conversion. This is applicable during the conversion state of the instrument. Approval is not required for conversion of convertible debt security which is already listed on The Exchange as the convertible feature would have already been approved at the time of listing. All the applicant requires in this case is to file the required documents to validate the conversion and a request to The Exchange to effect the conversion. However approval is required for conversion of convertible debt instrument which is not already listed in the Exchange.
- ii. The issuer must comply with Section C: *Requirements for All Listings* as well as Chapter 2: *Subsequent Listing of Securities* and Chapter 4: *Contents of Prospectus for Companies Part of whose Capital is already listed on The Exchange*, Rulebook of The Exchange, 2015 (Issuers' Rules).
- iii. Soft copy document should be forwarded to [giwenekhai@nse.com.ng](mailto:giwenekhai@nse.com.ng); [EEKPO@nse.com.ng](mailto:EEKPO@nse.com.ng); [OKUTI@nse.com.ng](mailto:OKUTI@nse.com.ng); and [OOGE@nse.com.ng](mailto:OOGE@nse.com.ng). The time between the submission of hard copies and soft copies should not exceed 24 hours. The Exchange will **not conclude** on an application until all relevant documents are submitted.
- iv. The sponsoring dealing member is required to tick the appropriate box indicating whether the application is accompanied by the required documents. Where the requirement is not applicable to the Issuer or the application, the reason should be provided in the "comment" box.

		Please tick as appropriate (✓)			
Particulars		Submitted	Not submitted	Not applicable	Comments
<b>Documentation required</b>					
<b>Hard copy (item 1)</b>					
1	Sponsor's Declaration on documentation and due diligence				
<b>Documentation required in soft copies (items 2-9)</b>					
2	Evidence of payment of NSE application/listing fees (only listing fees where applicable)				
3	Abridged application				
4	Information memorandum				
5	Prospectus/Bonds Agreement for the issue of the bonds/preference shares				

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	Particulars	Please tick as appropriate (✓)			Comments
		Submitted	Not submitted	Not applicable	
6	SEC letter approving and registering the security				
7	CAC forms CO2 of the preference shareholder certified by CAC not later than two months prior to the date of application				
8	Certified copy of shareholders' resolution approving the issue of the convertible security				
9	Any other document which is material to the listing or to the business of the issuer				

Have any rulings been given on this transaction by the NSE?

Yes/No

If yes, please provide details and the name of the person at the NSE that provided the ruling.

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I, ..... an approved executive of ..... (Name of sponsor) hereby confirm that this Checklist is complete and that no other information which is required in terms of the Listings Requirements has been omitted. I also confirm that we have carried our reasonable due diligence on the applicant and its directors and are satisfied with our findings.

Signed by approved executive of sponsor.

\_\_\_\_\_  
SIGNATURE

\_\_\_\_\_  
DATE

(Internal use only)

Reviewed by:

Name:.....

Date:.....