

## Checklist for Capital Reconstruction

### 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)*

Description of Application: Capital Reconstruction of ...

#### Note:

- i. This checklist is applicable to application for a capital reconstruction of shares listed on The Exchange. For the purpose of listing requirements of NGX, capital reconstruction includes, reduction of share capital, share split and reverse split (i.e. share capital subdivision and consolidation), share capital re-denomination, and the like.
- ii. Soft copy document should be forwarded to [IssuerAnalysis@ngxgroup.com](mailto:IssuerAnalysis@ngxgroup.com). NGX Regulation Limited will **not conclude** on an application until all relevant documents are submitted.
- iii. The sponsoring dealing member is required to fill out the table below using the appropriate key indicating whether the Issuer has submitted the required documents. Where a requirement is not applicable to the Issuer or the application, the reason should be provided in the "comment" box.

#### Keys:

- ✓ Submitted  
 X Not submitted  
 N/A Not applicable

	Documentation Required	Please tick as appropriate	
		Status	Comment
	<b>Hard Copies (item 1)</b>		
1.	Scheme Document /Information Memorandum (original)		
	<b>Documentation Required in Soft Copies (item 2-15)</b>		
2.	Letter of notification from the Sponsoring Dealing Member		
3.	Sponsors declaration on Documentation and Due Diligence		
4.	Board resolution approving the restructuring		
5.	Special resolution of the Issuer for the reduction of its share capital;		
6.	SEC Approval/No-Objection (where applicable)		

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	Documentation Required	Please tick as appropriate	
		Status	Comment
7.	Financial Reporting Council's (FRC) Approval/No-Objection (where applicable)		
8.	Approval/No-objection from the primary regulator (where applicable)		
9.	A copy of the Memorandum and Articles of Association (certified by the Corporate Affairs Commission) reflecting the share capital reduction (where applicable)		
10.	CAC Status Report reflecting the reconstructed shares (where applicable)		
11.	Certified true copy of Court order confirming the reduction of the Issuer's share capital (where the reconstruction entails a reduction of share capital). (where applicable)		
12.	A copy of the relevant minutes of meeting of the Issuer approved by the court (where applicable)		
13.	Evidence of filing the court sanction and the minutes with the Corporate Affairs Commission (CAC) or certificate of capital reduction (where applicable)		
14.	Evidence of e-allotment of the reconstructed shares from CSCS (Confirmation from CSCS upon completion of reconstruction) (where applicable)		
15.	Any other document which is material to the capital reconstruction		

I, ..... a duly authorized officer of ..... (*Full corporate name of Sponsoring Trading License Holder*) hereby confirm that I have duly completed the above checklist on behalf of ..... (*Full corporate name of Issuer*) and that no item on the said checklist has been left without a response.

Additionally, I hereby confirm that I and my firm (*insert full corporate name*) have carried our reasonable due diligence on the Issuer and its directors and on the basis of our findings, we have accepted the appointment as Sponsoring Trading License Holder.

Signed by an approved executive of the *Sponsoring Trading License Holder*

Signature \_\_\_\_\_

Date \_\_\_\_\_

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