

NEW YORK STOCK EXCHANGE

Checklist of Supporting Documents Required for Initial Listing Application

This is a checklist of materials that companies are required to submit after they have been cleared to apply for listing on the NYSE (the “Exchange”). In addition to the materials below, the Exchange may request further information in connection with a particular listing application.

Documents Required for Authorization to List

- ☐ Original Listing Application executed by an executive officer (completed electronically in Listing Manager)
- ☐ Response to Clearance Letter executed by an executive officer (completed electronically in Listing Manager)
- ☐ Shareholder Evidence:
 - When listing in conjunction with an initial public offering (“IPO”), a signed letter from the underwriter undertaking that the company will meet applicable quantitative listing standards upon listing
 - For other listing types, evidence that a company meets the applicable distribution standards (e.g., transfer agent shareholder report, NOBO list, or Broadridge Share Range Analysis)
- ☐ Listing Agreement executed by an executive officer (completed electronically in Listing Manager)
 - Foreign private issuers listing American Depositary Receipts (“ADRs”) must also provide an executed Depositary Listing Agreement and Draft Depositary Agreement
- ☐ Section 315 Letter signed by company counsel
- ☐ Draft securities registration filing (e.g., Form 8-A, Form 10, Form 20-F, as applicable)
- ☐ Copy of charter (amended draft or final which will be in place upon the listing)
- ☐ Copy of bylaws (amended draft or final which will be in place upon the listing)
- ☐ Copy of Board resolutions (draft or executed) authorizing the company to:
 - apply to list securities on the Exchange;
 - issue any *unissued* securities (e.g., option plans, shares to be issued upon conversion etc.) for which the listing application is made; and
 - appoint a transfer agent/registrar
- ☐ Exhibit 5.1 opinion or copy of good standing certificate from jurisdiction of incorporation if no Exhibit 5.1 opinions have been filed with the SEC in the preceding 12 months

- ☐ Opinion of home country counsel (for foreign private issuers)
- ☐ Corporate Governance Affirmations (completed electronically in Listing Manager):
 - Initial Written Affirmation
 - Recovery Policy Affirmation

Documents Required Prior to Listing

- ☐ Confirmation letter from CUSIP Bureau
- ☐ Securities Registration Filing (e.g., Form 8-A) must be filed with SEC

Documents To Be Provided After Listing*

- ☐ Final Original Listing Application executed by an executive officer and containing final share numbers as of the listing date
- ☐ Final executed copy of Depository Listing Agreement (for foreign private issuers listing ADRs)
- ☐ Final/executed versions (or a secretary's certificate) of the resolutions (and any other documents such as charter and bylaws) that were previously submitted in draft form

** Final documentation must be provided promptly after listing. If listing in conjunction with an IPO, final documentation must be provided promptly after the exercise in full of the over-allotment option or the expiration of the over-allotment period.*

New York Stock Exchange

Initial Listing Application

Original Listing Application for Equity Securities

Status: DRAFT / Not Submitted to the NYSE

Part I: Corporate Information

A: General Corporate Information

| | | |
|---|---|--------------------------|
| Complete Corporate Legal Name: | — | |
| Address of Principal Executive Offices: | — | |
| Company Telephone No.: | — | |
| Contact Name and Title: | — | |
| Contact Telephone No.: | — | Contact Email: — |
| State and Country of Incorporation: | — | Date of Incorporation: — |
| EDGAR CIK No.: | — | SEC '34 Act File No.: — |
| Foreign Private Issuer: | — | DRS Eligible: — |
| Website address: | — | SIC Code: — |
| CUSIP No. of Security(s) Being Listed: | — | |
| Date of Fiscal Year End: | — | |

B. Corporate Contacts

Billing Contact

Part II: Security Information

A. Security(s) which the Applicant Issuer is applying to list (including par/stated value, warrant expiration date, maturity date, etc.):

B. Transfer Agent/Registrar:

| | | | |
|------------|---|------------------|----------|
| Name | — | | |
| Address | — | | |
| Phone No.: | — | Facsimile No.: — | Email: — |

C. If listing American Depositary Shares, please provide the following information with respect to the Depositary Bank:

| | | | |
|------------|---|------------------|----------|
| Name | — | | |
| Address | — | | |
| Phone No.: | — | Facsimile No.: — | Email: — |

D. Outside Counsel Contact with Respect to Listing Application, if any:

| | | | |
|------------|---|------------------|----------|
| Name | — | | |
| Address | — | | |
| Phone No.: | — | Facsimile No.: — | Email: — |

E. Security Preferences

If the Applicant Issuer has any existing class of common stock or equity security entitling the holder(s) to differential voting rights, dividend payments, or other preferences, please provide a complete description of such preference(s):

Part III: Type of Listing

A. Listing in Connection with an Issuance of Securities

Type of transaction: —
If spin-off, please provide name of parent entity: —
Will the security(s) to be listed trade on a “when issued” basis? —
Expected closing date of the transaction: —
Expected listing date: —
Investment Banker/Financial Advisor Contact(s), if any
Name —
Address —
Phone No.: — Facsimile No.: — Email: —

B. Listing in Connection with a Transfer or Quotation

Name of current trading market, if any: —
Current ticker symbol, if any: —

Part IV: Additional Information

A. Exchange Requirements for Listing Consideration

To be considered for listing, the applicant issuer must meet the Exchange's minimum listing requirements. The Exchange has broad discretion regarding the listing of any security. Thus, the Exchange may deny listing or apply additional or more stringent criteria based on any event, condition, or circumstance that makes the listing of an applicant issuer's security inadvisable or unwarranted in the opinion of the Exchange. Such determination can be made even if the applicant issuer meets the Exchange's listing standards. In connection with the review of any listing application, the Exchange reserves the right to request such additional public or non-public information or documentation as it may deem necessary and appropriate to make a determination regarding the listing eligibility of the applicant issuer's security, including, but not limited to, any material provided to or received from the Securities and Exchange Commission or other appropriate regulatory authority.

B. Regulatory Review

The Issuer must provide the Exchange with a letter from counsel, certifying that, to the company's knowledge, no officer*, board member, or non-institutional shareholder with greater than 10% ownership of the Issuer or a security to be listed has been convicted of a felony or misdemeanor relating to financial issues (e.g., embezzlement, fraud, theft) during the past ten years. To the extent that an officer, board member, or non-institutional shareholder with greater than 10% ownership of the company has been so convicted, provide a detailed description of all such matters. In addition to reviewing this letter, the Exchange will review background materials available to it regarding the aforementioned individuals as part of the eligibility review process.

* As such term is defined in Rule 16a-1(f) under the Securities Exchange Act of 1934, or any successor rule.

Part V: Attestation

I, _____, as _____,
Name of Authorized Executive Officer Title of Authorized Executive Office
_____, do hereby

attest that, at the time of the filing of this application, the Applicant Issuer is deemed to have read and understood the Exchange's listing and corporate governance rules and requirements and, if approved for listing, intends to comply with all applicable listing and corporate governance rules and requirements on an ongoing basis. Further, I certify that to the best of my knowledge and belief, the information contained within this application and any materials provided to the Exchange in support of this application are true and correct.

—

Signature of Authorized Executive Officer

Date

TEMPLATE

New York Stock Exchange

Initial Listing Application

LISTING AGREEMENT FOR DOMESTIC COMPANY

EQUITY SECURITIES

Status: DRAFT / Not Submitted to the NYSE

The undersigned, being a duly authorized officer of:

Full Legal Corporate Name of the Applicant Issuer

does hereby certify that this agreement is made pursuant to a resolution(s) adopted by the Applicant Issuer's governing body to list on the New York Stock Exchange (the "Exchange"),

| Title of Security | Par Value |
|-------------------|-----------|
| - | |

1. The Applicant Issuer certifies that it understands and agrees to comply with all current and future rules, listing standards, procedures and policies of the Exchange as they may be amended from time to time.
2. The Applicant Issuer agrees to promptly notify the Exchange in writing of any corporate action or other event which will cause the Applicant Issuer to cease to be in compliance with Exchange listing requirements.
3. The Applicant Issuer agrees to list on the Exchange all subsequent amounts of the security(s) to be listed which may be issued or authorized for issuance.
4. The Applicant Issuer agrees to furnish to the Exchange on demand such information concerning the Applicant Issuer as the Exchange may reasonably request.
5. For purposes of publicity related to the Applicant Issuer's listing on the Exchange, the Applicant Issuer authorizes the Exchange to use the Applicant Issuer's corporate logos, web site address, trade names, and trade/service marks in order to convey quotation information, transactional reporting information and any other information related to the Applicant Issuer's listing on the Exchange.
6. The Applicant Issuer indemnifies the Exchange and holds it harmless from any third party rights and/or claims arising out of the Exchange's or any affiliate's use of the Applicant Issuer's corporate logos, web site address, trade names, trade/service marks and/or the trading symbol used by the Applicant Issuer.
7. The Applicant Issuer will maintain a transfer agent and a registrar, as necessary, which satisfy the applicable requirements set forth in Section 601.00 of the Manual [et seq.](#)
8. The Applicant Issuer agrees to pay when due all fees associated with its listing of securities on the Exchange, in accordance with the Exchange's rules.
9. The Applicant Issuer agrees to file all required periodic financial reports with the SEC, including annual reports and, where applicable, quarterly or semi-annual reports, by the due dates established by the SEC.
10. The Applicant Issuer agrees to comply with all requirements under the federal securities laws and applicable SEC rules.
11. Nothing contained in or inferred from the listing agreement shall be construed as constituting the Applicant Issuer's contract for the continued listing of the Applicant Issuer's securities on the Exchange. The Applicant Issuer understands that the Exchange may, consistent with applicable laws and SEC rules, suspend its securities and commence delisting proceedings with or without prior notice to the Applicant Issuer, upon failure of the Applicant Issuer to comply with any one or more sections of the listing agreement, or when in its sole discretion, the Exchange shall determine that such suspension of dealings and delisting is in the public interest or otherwise warranted.

On this ____ day of _____,

(Full Name of the Applicant Issuer)

attests that it is in full agreement with the terms and conditions contained herein,

By

Name: _____

Title: _____

TEMPLATE

New York Stock Exchange

Initial Listing Application

LISTING AGREEMENT FOR FOREIGN PRIVATE ISSUER EQUITY SECURITIES

Status: DRAFT / Not Submitted to the NYSE

The undersigned, being a duly authorized officer of:

Full Legal Corporate Name of the Applicant Issuer

does hereby certify that this agreement is made pursuant to a resolution(s) adopted by the Applicant Issuer's governing body to list on the New York Stock Exchange (the "Exchange"),

| Title of Security | Par Value |
|-------------------|-----------|
| - | |

1. The Applicant Issuer certifies that it understands and agrees to comply with all current and future rules, listing standards, procedures and policies of the Exchange as they may be amended from time to time.
2. The Applicant Issuer agrees to promptly notify the Exchange in writing of any corporate action or other event which will cause the Applicant Issuer to cease to be in compliance with Exchange listing requirements.
3. The Applicant Issuer agrees to list on the Exchange all subsequent amounts of the security(s) to be listed which may be issued or authorized for issuance.
4. The Applicant Issuer agrees to furnish to the Exchange on demand such information concerning the Applicant Issuer as the Exchange may reasonably request.
5. For purposes of publicity related to the Applicant Issuer's listing on the Exchange, the Applicant Issuer authorizes the Exchange to use the Applicant Issuer's corporate logos, web site address, trade names, and trade/service marks in order to convey quotation information, transactional reporting information and any other information related to the Applicant Issuer's listing on the Exchange.
6. The Applicant Issuer indemnifies the Exchange and holds it harmless from any third party rights and/or claims arising out of the Exchange's or any affiliate's use of the Applicant Issuer's corporate logos, web site address, trade names, trade/service marks and/or the trading symbol used by the Applicant Issuer.
7. The Applicant Issuer will maintain a transfer agent and a registrar, as necessary, which satisfy the applicable requirements set forth in Section 601.00 of the Manual et seq.
8. The Applicant Issuer agrees to pay when due all fees associated with its listing of securities on the Exchange, in accordance with the Exchange's rules.
9. The Applicant Issuer agrees to file all required periodic financial reports with the SEC, including annual reports and, where applicable, quarterly or semi-annual reports, by the due dates established by the SEC.
10. The Applicant Issuer agrees to comply with all requirements under the federal securities laws and applicable SEC rules.
11. The Applicant Issuer agrees to solicit proxies from U.S. holders for all meetings of stockholders.
12. Nothing contained in or inferred from the listing agreement shall be construed as constituting the Applicant Issuer's contract for the continued listing of the Applicant Issuer's securities on the Exchange. The Applicant Issuer understands that the Exchange may, consistent with applicable laws and SEC rules, suspend its securities and commence delisting proceedings with or without prior notice to the Applicant Issuer, upon failure of the Applicant Issuer to comply with any one or more sections of the listing agreement, or when in its sole discretion, the Exchange shall determine that such suspension of dealings and delisting is in the public interest or otherwise warranted.
13. If the Corporation is listing American Depositary Receipts, in the event that a successor Depositary or an additional Depositary is named, the Corporation agrees that it will not appoint any person as such successor Depositary or additional Depositary unless such person shall have entered into a listing agreement with the Exchange in a form substantially similar to the agreement relating to between , and the Exchange.

On this ____ day of _____,

(Full Name of the Applicant Issuer)

attests that it is in full agreement with the terms and conditions contained herein,

By

Name: _____

Title: _____

TEMPLATE

New York Stock Exchange

Initial Listing Application

Response to Clearance Letter

Status: DRAFT / Not Submitted to the NYSE

Complete Legal Corporate Name: —

The Company hereby confirms it is in receipt of your clearance letter and understands its obligation to comply with the each of the conditions to listing set forth therein. If, for any reason, the Company is not in compliance with any applicable listing standards prior to the commencement of trading on its listing date, the Company (a) acknowledges its affirmative duty to notify the NYSE of any non-compliance prior to the start of trading on that date, and (b) understands that trading in its securities will not commence on that date.

Electronic Signature

Required signatures must be in typed form rather than manual format. When used in connection with an electronic submission, the term "signature" means an electronic entry in the form of a magnetic impulse or other form of computer data compilation of any letters or series of letters or characters comprising a name, executed, adopted or authorized as a signature. *Any person signing on behalf of another person represents that s/he has explicit authorization from such other person to do so.*

Signed By: —

Title: —

Date: —

TEMPLATE



NEW YORK STOCK EXCHANGE

SAMPLE SECTION 315 LETTER

[Letterhead of Company Counsel]

[Date]

NYSE Regulation Initial Listings Team
New York Stock Exchange
11 Wall Street
New York, New York 10005

Dear Mr./Ms.

[I am] [We are] Counsel to [insert name of Company] (the "Company"). In connection with the Company's listing on the New York Stock Exchange, [I] [We] hereby confirm that to the Company's knowledge, no officer, board member, or non-institutional shareholder with greater than 10% ownership of the company has been convicted of a felony or misdemeanor relating to financial issues (e.g., embezzlement, fraud, theft) in the past ten years. The term "officer" in the foregoing sentence is used as such term is defined by the Securities and Exchange Commission in Rule 16a-1(f) under the Securities Exchange Act of 1934, or any successor rule.

Sincerely,

NEW YORK STOCK EXCHANGE

SAMPLE CORPORATE RESOLUTIONS

These sample board resolutions are provided for informational purposes only. They may not be appropriate for all companies or circumstances, and the Exchange makes no representation as to their suitability for any particular use. Companies are responsible for preparing board resolutions that reflect their specific circumstances, internal procedures, governance practices, and applicable legal requirements.

Listing on the New York Stock Exchange

WHEREAS, the Company's common stock, _____ par value (the "Common Stock") is currently listed and trading on [name of current trading venue];

WHEREAS, the Board of Directors of the Company has determined that it is in the best interests of the Company to list the Common Stock and cause it to be admitted to trading on the New York Stock Exchange ("NYSE");

NOW, THEREFORE, BE IT RESOLVED, that all officers of the Company be and each hereby is authorized and directed to take, or cause to be taken, all actions necessary or advisable to effect the listing and trading of the Common Stock on the NYSE, including the preparation, execution and filing of all necessary applications, documents, forms and agreements with the NYSE and the Securities and Exchange Commission (the "SEC"), the payment by the Company of filing, listing or application fees, the preparation of temporary and permanent certificates for the Common Stock, and the appearance of any such officer before NYSE officials;

RESOLVED FURTHER, that, in order to avoid the direct and indirect costs and the division of the market resulting from dual listing on _____ and the NYSE, all officers of the Company be and each hereby is authorized and directed to take, or cause to be taken, all actions necessary or advisable to delist and suspend the trading of the Common Stock on _____ upon the admission of the Common Stock to trading on the NYSE, including the preparation, execution and delivery of application, documents, forms and agreements with _____ and the SEC.

RESOLVED FURTHER, that the transfer agent and registrar for the Common Stock continue to be _____.

RESOLVED FURTHER, that all officers of the Company be and each hereby is authorized from time to time to do, or cause to be done, all such other acts and things and to execute and deliver all such instruments and documents, as each such officer shall deem necessary or appropriate to cause the Company to become listed and admitted to trading on the NYSE and, upon such admission to trading, to cause the Company to be delisted on _____ and otherwise to carry out the purpose and intent of the foregoing resolutions.

RESOLVED FURTHER, that all actions taken and expenses incurred by any officer or director heretofore in furtherance of any of the actions authorized by the foregoing resolutions hereby and expressly ratified, confirmed, adopted and approved.