Application for Admission of Securities to the AIX Official List of Securities

Name of Applicant:

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**PURPOSE OF THIS APPLICATION**

* This application must be submitted by any Person which proposes to seek admission of Securities to the Official List of Securities maintained by AIX. This application must be made pursuant to Markets Listing Rules of AIX Business Rules.
* Annex 1, Annex 2, Annex 3 and Annex 4 form part of this application and should be filled as instructed therein.

**NOTES FOR COMPLETING THIS APPLICATION**

* In this application, the term ‘Applicant’ means the Issuer or a third party on behalf of and with the consent of the Issuer applying for admission of Securities to AIX Official List of Securities.
* In this application, a reference to Securities is a reference to the Securities of the Issuer for which it proposes to be a Reporting Entity.
* The definitions applied in this application bear the meanings defined in the Acting Law of AIFC and AIX Business Rules unless explicitly defined otherwise.
* Questions must be answered fully; the use of abbreviations or acronyms should be avoided, or such acronym clearly defined.
* Do not leave any questions blank. If a question is not applicable this should be indicated in the response section. Failure to answer questions or provide full responses may delay the progress of reviewing the application.
* Prior to completion of this application, Applicant is strongly advised to read the AIFC Financial Framework Regulations, AIFC Market Rules and AIX Markets Listing Rules to ensure the appropriate information is provided to AIX.
* Answers must be typed in electronic format and the application must be signed by an individual authorized by the Applicant.
* Applicants are reminded that any material changes to any information submitted in this application whilst it is under consideration by AIX must be immediately notified to AIX, and that failing to provide such information may lead to disciplinary sanctions if it causes inaccurate, misleading or deceptive information being submitted.

# GENERAL INFORMATION

## Applicant’s details

|  |  |
| --- | --- |
| Full name of the Applicant | Место для ввода текста. |
| Applicant’s registered address | Место для ввода текста. |
| Country and date of incorporation | Место для ввода текста. |
| Country of principal place of business | Место для ввода текста. |
| Type of business activity | Место для ввода текста. |
| Telephone number | Место для ввода текста. |
| E-mail | Место для ввода текста. |
| Postcode | Место для ввода текста. |

## Financial year-end (*dd/mm*):

|  |
| --- |
| Место для ввода текста. |

## Financial indicators:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **Financial indicators**  | **[Year]**  | **[Year]**  | **Growth [YoY]**  | **[Year]**  | **Growth [YoY]**  |
| Growth in profits and revenues  | Revenue  |   |   |   |   |   |
| EBITDA  |   |   |   |   |   |
| EBIT  |   |   |   |   |   |
| Profit  |   |   |   |   |   |
| Return on business  | Equity  |   |   |   |   |   |
| Assets  |   |   |   |   |   |
| Revenue  |   |   |   |   |   |
| ROE  |   |   |   |   |   |
| ROA  |   |   |   |   |   |
| ROS  |   |   |   |   |   |
| Debt ratio  | Debt  |   |   |   |   |   |
| Debt/Equity  |   |   |   |   |   |
| Debt/EBITDA  |   |   |   |   |   |

## Audit information

 (a) of the Applicant:

|  |  |
| --- | --- |
| Periods of financial statements submitted by the Applicant  | Место для ввода текста. |
| Auditing Standards | Место для ввода текста. |
| Name of the auditor(s) | Место для ввода текста. |
| Contact details of the auditor(s) | Место для ввода текста. |

(b) of the Applicant’s guarantor (if applicable):

|  |  |
| --- | --- |
| Periods of financial statements submitted by the Applicant’s guarantor | Место для ввода текста. |
| Auditing Standards | Место для ввода текста. |
| Name of the auditor  | Место для ввода текста. |
| Contact details of the auditor  | Место для ввода текста. |

## Company website address:

|  |
| --- |
| Место для ввода текста. |

## Adviser or sponsor (if relevant)

|  |  |
| --- | --- |
| Name of the adviser or sponsor: | Место для ввода текста. |
| Adviser’s/sponsor’s address  | Место для ввода текста. |
| Adviser’s/sponsor’s contact person  | Место для ввода текста. |
| Position/title | Место для ввода текста. |
| Mobile number | Место для ввода текста. |
| E-mail address | Место для ввода текста. |

## Please nominate individuals (of the Applicant or the Reporting Entity, if different) to be the main contacts with AIX in relation to:

1. this application:

|  |  |
| --- | --- |
| Contact person  | Место для ввода текста. |
| Address | Место для ввода текста. |
| Position/title | Место для ввода текста. |
| Telephone number | Место для ввода текста. |
| Mobile number | Место для ввода текста. |
| E-mail address | Место для ввода текста. |

1. continuing disclosure obligations (please assign two Persons):

|  |  |
| --- | --- |
| Contact person | Место для ввода текста. |
| Address | Место для ввода текста. |
| Position/title | Место для ввода текста. |
| Telephone number | Место для ввода текста. |
| Mobile number | Место для ввода текста. |
| E-mail address | Место для ввода текста. |

|  |  |
| --- | --- |
| Contact person | Место для ввода текста. |
| Address | Место для ввода текста. |
| Position/title | Место для ввода текста. |
| Telephone number | Место для ввода текста. |
| Mobile number | Место для ввода текста. |
| E-mail address | Место для ввода текста. |

##

## For the purposes of publishing disclosures by the Reporting Entity in order to comply with ongoing market disclosure obligations, please provide **one** email address (generic or personal) to create an account in the AIX Regulatory Announcement Services.

|  |
| --- |
| Место для ввода текста. |

## Expected listing date

|  |
| --- |
| Место для ввода текста. |

# SECURITY DETAILS

## Type of Financial Instrument for which application is being made (for example: Shares, GDRs, Bonds, Sukuk, Green Bonds, ETNs etc.):

|  |
| --- |
| Место для ввода текста. |

## Admission type:

1. Exempt (to be admitted under 1.2.2(1)(a)-(l) of the AIFC Market Rules) [ ]
2. Public [ ]
3. Wholesale bond (to be admitted under AIX MLR 16-1) [ ]

## Choose relevant segment:

1. Main [ ]
2. REMS (Regional Equity Market Segment) [ ]
3. Pre-IPO [ ]
4. BRM (Belt and Road Market) [ ]

##  Expected size of offering on AIX (where the Securities are to be issued under the programme, indicate the maximum value of Securities which may be issued under the programme).

|  |
| --- |
| Место для ввода текста. |

## Aggregate Market Value (as required in AIX MLR 10):

|  |
| --- |
| Место для ввода текста. |

## Are the Securities, for which application is now made:

Identical in all respects with each other? Yes: [ ]  No:[ ]

Freely transferrable? Yes: [ ]  No:[ ]

If you answered NO to either question, please provide relevant clarifications.

|  |
| --- |
| Место для ввода текста. |

# TRADING DETAILS

## The name of the proposed stock exchanges on which the Securities of the Applicant are intended to be traded:

|  |
| --- |
| Место для ввода текста. |

## The name of any other stock exchange on which any Securities of the Applicant are already listed and/or traded or an application for listing or trading has been made:

|  |
| --- |
| Место для ввода текста. |

# ADDITIONAL INFORMATION

## Address at which the listing documents (and all listed materials) will be available for inspection:

|  |
| --- |
| Место для ввода текста. |

## Details of any litigation or material claims (in case the amount of claim exceeds 5% of the value of the net assets of the) made against the Applicant or Reporting Entity (if different) or any member of its group in the last three (3) years or which is pending or threatened against the Applicant or the Reporting Entity or any member of its group, or an appropriate negative statement:

|  |
| --- |
| Место для ввода текста. |

## Has the Applicant or Reporting Entity (if different), in any jurisdiction, ever been refused an admission to listing or trading of any of its securities by a market operator or regulatory/listing authority or had to withdraw its application for admission to listing or trading for any reason? If yes, please provide details for such refusal or withdrawal.

|  |
| --- |
| Место для ввода текста. |

# PROSPECTUS EXEMPTIONS

##  Where application is made without a Prospectus, please explain why the exemption applies referring to the relevant section in AIFC MAR Rules or AIX Business Rules.

|  |
| --- |
| Место для ввода текста. |

# DECLARATION

 Declaration by the Applicant

##  I declare that, to the best of my knowledge and belief, having made due enquiry, the information given in this application is complete and correct. I understand that it is against AIX Business Rules to provide any information which is false, misleading, deceptive or to conceal information which is likely to mislead or deceive AIX, I also understand that failure to comply with AIX Business Rules could lead to disciplinary sanctions.

## I agree to provide to AIX further information upon request.

##  I confirm that I have the authority to make this application, to declare as specified above and sign this application for, or on behalf of, the Applicant. I also confirm that I have the authority to give any consent specified above.

##  For the purposes of complying with Astana International Financial Center Data Protection Regulations and Rules, I understand that any Personal Data provided to AIX could be used to discharge its functions under the Acting Law of AIFC and other relevant regulations and rules and may be disclosed to third parties for those purposes.

##  I acknowledge my obligations and the Applicant’s ones under the Markets Listing Rules. Accordingly, I declare:

1. that all the eligibility criteria required and listed in the Markets Listing Rules which are required to be fulfilled prior to application have been fulfilled;
2. all the documents and information required to be included in the application have been or will be supplied in accordance with AIX Business Rules and all other requirements of the AIX in respect of the application have been or will be complied with;
3. Information provided is in all respects accurate, true, complete and not misleading;
4. there are no legal or regulatory restrictions that prevent the listing by AIX of the Securities described;
5. there are no other facts bearing on our application which, in our opinion, should be disclosed to AIX;
6. that the Applicant and where different, the Issuer, is compliant with the rules and regulations of any other exchange on which the Applicant are listed and/or traded.

Signature of the individual Date

Место для ввода даты.

authorised by the Applicant

|  |
| --- |
| Место для ввода текста. |

Name of the individual

authorised by the Applicant

*Note: Please fill in the required fields and answer to the questions in relation to the Applicant’s UBOs and Directors[[1]](#footnote-1). If there are PEPs among the UBOs and Directors, then the Applicant must fill the section 2(i) in relation to each PEP. For example, if there are 2 (two) PEPs among Directors, then 2 (two) separate Declaration forms need to be filled (please copy the fields for this purpose). If, however, the Applicant does not have any PEPs among its UBOs and Directors, then section 2(ii) shall be filled.*

# ANNEX 1 TO THE APPLICATION

**DECLARATION REGARDING ASSOCIATION / NON-ASSOCIATION WITH POLITICALLY EXPOSED PERSONS**

1. **Definitions:**
* Politically Exposed Person (the “**PEP**”) is a natural person (including a family member or close associate) who is or has been entrusted with a prominent function in the last 10 years as prescribed below.

* Ultimate Beneficial Owner (the “**UBO**”) - is a natural person:

(a) who ultimately owns or controls (directly or indirectly) at least 25% of the company’s shares; or

(b) who exercises (whether directly or indirectly) ultimate effective control over the company or its management; or

(c) on whose behalf or for whose benefit a transaction is being conducted; or

(d) on whose instructions the signatories of an account, or any intermediaries instructing such signatories, are for the time being accustomed to act.

|  |  |  |
| --- | --- | --- |
| **PEP classification** | **Short Form** | **Description** |
| International Organization | PEP IO | A person who is or has been entrusted with a prominent function by an international organisation, refers to members of senior management or individuals who have been entrusted with equivalent functions. Example: senior officials of the United Nations, World Bank, and International Monetary Fund. |
| Regional Organization | PEP RO | A person who is or has been entrusted with a prominent function by a regional organization (organization with an international membership that is established within a restrictive geographical or geopolitical boundary and consists of 3 or more member states). Example: senior officials and members of the European Parliament, Organisation of American States, North American Development Bank. |
| National Government | PEP N | A person who is or has been entrusted with a prominent public function by national or federal governments, sub-national or local governments. Example: heads of state, heads of government and ministers, senior members of the executive, legislature, judiciary, police, and military units. |
| Non-Governmental | PEP NG | A person who is or has been entrusted with a prominent function by religious organisations with political, judicial, military, and financial responsibilities, political party, political pressure groups and trade unions, and other senior labour groups exercising political influence or pressure. Example: influential religious leaders and representatives of religious organisations or cults with political, judicial, military, and administrative responsibilities, senior political party officials, and functionaries. |
| State Owned Enterprise | SOE | A person who is or has been entrusted with a prominent function by SOE (legal entity in which government/state holds more than 50% direct, indirect, or combined indirect shareholding). Example: senior executives of SOEs. |

|  |  |  |
| --- | --- | --- |
| **PEP relationships** | **Short Form** | **Description** |
| Immediate Relative | PEP R | A person who is related to a PEP either directly (consanguinity) or through marriage or similar (civil) forms of partnership. Example: PEP’s spouse/equivalent to spouse, (step/grand)children and their spouses, (step/grand)parents, and (step/half)siblings. |
| Close Associate Individual | PEP A | A person who is a PEP’s close business colleagues or personal advisors, in particular persons acting in a financial fiduciary capacity. Example: business associate, joint owner, fellow shareholder, financial/legal/ political advisor, agent, representative, or nominee. |

1. **Declaration**

(i) I/we, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ *(CEO/Director)*, hereby declare that me/UBOs/Directors are PEPs as per the details given below.

**OR**

(ii) I/we, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_*(CEO/Director)*, hereby declare that neither me nor our Directors, UBOs are PEPs.

|  |  |
| --- | --- |
| No. 1 |   |
| 1 | Full Name | *(Please fill N/A if not applicable)* |
| 2 | PEP type | ☐ PEP IO ☐ PEP RO ☐ PEP N ☐ PEP NG☐ SOE ☐ PEP R\* ☐ PEP A\* |
| 3 | Details of function/ position held by PEP | *(Please fill N/A if not applicable)* |
| 4 | Date since when position held as PEP | *(Please fill N/A if not applicable)* |
| 5 | Citizenship of PEP | *(Please fill N/A if not applicable)* |
| 6 | Full name of a person with whom you are related/ associated \* | *(Please fill N/A if not applicable)* |
| 7 | Relationship of PEP with the Applicant \* | *(Please fill N/A if not applicable)* |
| \* Applicable to Immediate Relative or Close Associate Individual of a PEP. Please complete the lines 3-7 with respect to a PEP with whom you are related/associated.\* If the Applicant has PEPs, then documents showing/confirming the PEP’s source of wealth, source of funds, and proof of residency are required to be attached  |

For Applicant

 *\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_*

*(Name, position)*

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

*(Stamp and Signature)*

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Date

# *Note: Please fill in the required fields and answer to the questions in relation to the fitness and propriety of the Applicant’s CEO and Directors. If any of the answers are “Yes”, then provide a detailed explanation to your answers (any separate documentation may be attached). It will not necessarily impair the AIX’s assessment of the Director’s fitness and propriety if there is a positive response in any of the questions.*

# ANNEX 2 TO THE APPLICATION

**DECLARATION REGARDING FITNESS AND PROPRIETY**

I/we, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_*(CEO/Director)*, hereby declare that the competence of \_\_\_\_\_\_\_ (the members of the Board of Directors/Supervisory Board and the CEO) has been assessed in accordance with the requirements of the AIFC General Rules and the AIX Business Rules and I declare that they are (are not) fit and proper to ensure effective Corporate governance as required under the AIFC MAR and the AIX Business Rules.

I/we, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_*(CEO/Director)*, declare that, to the best of my knowledge and belief, having made due inquiry, the information given in these form, the supplements and documents attached (if any), is complete and correct.

1. **Has the Applicant been made aware, whether formally or informally, that it (company) or its Directors\* are the subject of a current or pending investigation, review, or disciplinary procedure by any regulatory authority, self-regulatory organisation, regulated exchange, clearing house, government body, and the like? If “Yes”, provide full details:**

|  |
| --- |
| *YES/NO* |

1. **Have the Applicant’s Directors in the last 10 years been convicted or found guilty by any court of competent jurisdiction of any criminal offense? If “Yes”, provide full details:**

|  |
| --- |
| *YES/NO* |

1. **Have the Applicant’s Directors in the last 10 years been the subject of disciplinary procedures by a government body or any regulatory authorities? If “Yes”, provide full details:**

|  |
| --- |
| *YES/NO* |

1. **Have the Applicant’s Directors in the last 10 years contravened any provision of financial services legislation or of rules, regulations, statements of principle, or codes of practice made under it or made by a self-regulatory organisation, regulated exchange, or clearing house? If “Yes”, provide full details:**

|  |
| --- |
| *YES/NO* |

1. **Have the Applicant’s Directors in the last 10 years been refused or had a restriction placed on the right to carry on a trade, business, or profession requiring a licence, registration, or other permission? If “Yes”, provide full details:**

|  |
| --- |
| *YES/NO* |

1. **Have the Applicant’s Directors in the last 10 years received an adverse finding or an agreed settlement in a civil action by any court or tribunal of competent jurisdiction? If “Yes”, provide full details:**

|  |
| --- |
| *YES/NO* |

1. **Have the Applicant’s Directors in the last 10 years been censured, disciplined, publicly criticised, or the subject of any investigation or enquiry by any regulatory authority? If “Yes”, provide full details:**

|  |
| --- |
| *YES/NO* |

**8. Have the Applicant’s Directors in the last 10 years been a subject to any bankruptcy proceedings, or have been caused bankruptcy or compulsaory/voluntary liquidations of the organisations that s/he worked for?**

|  |
| --- |
| *YES/NO* |

**9. Does the Applicant’s Directors have a relevant experience and/or educational background (general knowledge, skill) suitable for the Applicant and sufficient to ensure effective Corporate governance as required under the AIFC MAR and the AIX Business Rules?**

|  |
| --- |
| *YES/NO* |

For Applicant

*\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_*

*(Name, position)*

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

*(Stamp and Signature)*

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Date

*Note: Please fill in the required fields and answer to the questions in relation to the Applicant, its UBOs, Directors and affiliated entities.*

# ANNEX 3 TO THE APPLICATION

 **DECLARATION REGARDING SANCTIONS EXPOSURE**

I/we, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_*(CEO/Director)*, hereby declare that the Applicant, its Directors, UBOs and affiliated companies (if any) are (not) targeted by sanctions administered by any government or international organisations.

I/we, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_*(CEO/Director)*, declare that, to the best of my knowledge and belief, having made due inquiry, the information given in these form, the supplements and documents attached (if any), is complete and correct.

1. **Is the Applicant or any of its Directors, UBOs, or affiliated entities currently targeted by sanctions administered by any government or international organisations?**

[ ]  **Yes 󠄀** [ ]  **No**

*If YES, please provide an overview below, including the sanctioned party’s name, location, sanctioned regime targeting them, connection to the company, and whether any sanctions license or legal advice is relied upon for continuing the connection.*

|  |
| --- |
| *Insert text here* |

1. **Has the applicant, or any entity within its ownership structure, been subject to sanctions imposed by any government or international organizations during the past 5 years?**

[ ]  **Yes 󠄀** [ ]  **No**

*If YES, please provide an overview below, including the sanctioned party’s name, location, sanctioned regime targeting them, connection to the company, and whether any sanctions license or legal advice is relied upon for continuing the connection.*

|  |
| --- |
| *Insert text here* |

1. **Does the Applicant, its Directors, UBOs or affiliated entities have any offices, transactions, investments, activities or planned activities in jurisdictions currently targeted by sanctions administered by any government or international organisations?**

[ ]  **Yes 󠄀** [ ]  **No**

*If YES, please provide an overview below, including the sanctioned party’s name, location, sanctioned regime targeting them, connection to the company, whether any sanctions license or legal advice is relied upon for continuing the connection, details of how transactions are made, activities carried on or planned to be carried on between the company and sanctioned party.*

|  |
| --- |
| *Insert text here* |

1. **Does the Applicant, its Directors, UBOs or affiliated entities, have any transactions, investments, activities or planned activities with (or in):**
* **any person, including individual, or entity located in jurisdictions currently targeted by sanctions administered by any government or international organisations?**

[ ]  **Yes 󠄀** [ ]  **No**

*If YES, please provide an overview below, including the sanctioned party’s name, location, sanctioned regime targeting them, connection to the company, whether any sanctions license or legal advice is relied upon for continuing the connection, details of how transactions are made, activities carried on or planned to be carried on between the company and sanctioned party.*

|  |
| --- |
| *Insert text here* |

1. **Does the Applicant plan to take any practical steps to achieve sufficient awareness of the individuals and organisations the Applicant cooperate with, and that they do not fall under the sanctions administered by any government or international organisations?**

[ ]  **Yes 󠄀** [ ]  **No**

*If YES, please provide an overview below.*

|  |
| --- |
| *Insert text here* |

1. **Does the Applicant plan to have any internal oversight and verification controls to mitigate the sanctions risk exposure?**

[ ]  **Yes 󠄀** [ ]  **No**

*If YES, please provide an overview below*

|  |
| --- |
| *Insert text here* |

1. **Does the Applicant operate or has operated in the technology sector or the defense and related materiel sector of the Russian Federation economy, or any other sector of the Russian Federation economy as determined by the Executive Order E.O. 14024? Please refer to OFAC FAQ https://ofac.treasury.gov/faqs/1126**

[ ]  **Yes 󠄀** [ ]  **No**

*If YES, please provide an overview below.*

|  |
| --- |
| *Insert text here* |

1. **Is the Applicant involved in the manufacturing, sale, supply, or transfer of the** [**Certain Items or Class of Items**](https://ofac.treasury.gov/media/932446/download?inline) **determined pursuant to subsection 11(a)(ii) of E.O. 14024? Please refer to** [**Russia Critical Items Determination**](https://ofac.treasury.gov/media/932446/download?inline) **of December 22, 2023 -** https://ofac.treasury.gov/media/932446/download?inline

[ ]  **Yes 󠄀** [ ]  **No**

*If YES, please provide an overview below.*

|  |
| --- |
| *Insert text here* |

For Applicant

*\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_*

*(Name, position)*

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

*(Stamp and Signature)*

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Date

*Note: Bearing in mind the applicable to you admission type (section 2.2 of this application), please fill in the “Reference to the corporate document” column . To understand the meaning of each Principle and see the full text of the requirements, please access the AIFC Market Rules at the AFSA’s website (*[*AIFC Legal Framework*](https://aifc.kz/en/legal-framework)*).*

# ANNEX 4 TO THE APPLICATION

**ADHERENCE TO CORPORATE GOVERNANCE PRINCIPLES**

| **No** | **Corporate Governance Principle** | **MAR** | **Standard (Schedule 3 to MAR)** | **Equity** | **Debt (public)** | **Debt (exempt/****wholesale)** | **Reference to the corporate document (or explanation of the business practice)** |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | Board of Directors | 2.2.2 | items 9-13 | √ | √ | √ |  |
|  | Division of responsibilities: | 2.2.3 |  |  |  |  |  |
| - General division of responsibilities between the Board of Directors and Executive Bodies  | Items 14-15 | √ | √ | √ |  |
| - CEO vs Board Chair; Chair is independent | Items 16-21 | √ | n/a | n/a |  |
|  | Composition of the Board of Directors  | 2.2.4 |  |  |  |  |  |
| - Balance of skills, appointment of Chairman  | Items 22-29 | √ | √ | √ |  |
| - 1/3 of NEDs; two INEDs, Committees | Items 30-40 | √ | n/a | n/a |  |
| - access to information, performance evaluation | Items 41-45 | √ | √ | √ |  |
|  | Risk Management and Internal Control systems:  | 2.2.5MLR 20.5.1 (4) |  |  |  |  |  |
| - overall “systems and controls” | Item 46-48 | √ | √ | √ |  |
| - Audit Committee | Items 49-51 | √ | n/a | n/a |  |
|  | - Safeguard of shareholder rights (AGM proceedings) | 2.2.6 | Items 52-59 | √ | n/a | n/a |  |
| - Effective Dialog with other stakeholders (employees, creditors, customers, etc.) | Item 60 | √ | √ | √ |  |
|  | Financial Reporting (annual and semi-annual; Board of Directors’ confirmation of “business is a going concern”) | 2.2.7 | Items 61-64 | √ | √ | √ |  |
|  | Remuneration: | 2.2.8 |  |  |  |  |  |
| - general recommendation on Directors’ Remuneration  | Items 65-69 | √ | √ | √ |  |
| - Remuneration Committee | Items 70-75 | √ | n/a | n/a |  |
|  | Annual Report, including the Corporate Governance Principles compliance section | 2.2.9 3.1.1(b)  | - | √ | √ | n/a |  |
|  | Semi-Annual Report | 3.1.1(c) | - | √ | n/a | n/a |  |
|  | Annual financial statements (audited) | 3.4.1(2) | - | √ | √ | √ |  |
|  | 6-month financial statements (unaudited) | 3.4.1(2) | - | √ | √ | √ |  |
|  | Director Duties (good faith, duty of care) | 2.3.2 | - | √ | √ | √ |  |
|  | Equality of the treatment of Securities holders of the same Class | 2.3.3MLR2.6 | - | √ | √ | √ |  |
|  | Share capital reduction (disclosure requirement – also see Part 1 of this Guide) | 2.3.4 | - | √ | n/a | n/a |  |
|  | Shareholder pre-emptive rights | 2.3.5 | - | √ | n/a | n/a |  |
|  | Communication with shareholders (IR) | 2.3.6MLR20.1 | - | √ | n/a | n/a |  |
|  | Proxy voting enabled for shareholders | 2.3.7 | - | √ | n/a | n/a |  |
|  | Reserved matters requiring shareholder approval | 2.3.8 | - | √ | n/a | n/a |  |
|  | Restricted dealings in Securities by Directors and senior management (disclosure requirement – also see Part 1 of this Guide) | 2.4 | - | √ | √ | √ |  |
|  | Related Party transactions (disclosure requirement – also see Part 1 of this Guide) | 2.5 | - | √ | √ | √ |  |

1. Term “Director” is understood as a member of the Board of Directors or Supervisory Board, a CEO and/or General Director. There is no requirement to disclose Management Board (except the CEO) [↑](#footnote-ref-1)