



## **LAHORE STOCK EXCHANGE (G) LTD.**

19 Khayaban-e-Aiwan-e-Iqbal, Lahore-54000

Ph: 6316973, 6368000 Fax: 111 441 441

e-mail: [rananaveed@lahorestock.com](mailto:rananaveed@lahorestock.com)

website: [www.lahorestock.com](http://www.lahorestock.com)

## **APPLICATION FOR LISTING OF TERM FINANCE CERTIFICATES**

## **FORM - I**

*(Please reproduce this Form on Company's letterhead)*

### **FORM OF APPLICATION UNDER SECTION 9 OF THE SECURITIES AND EXCHANGE ORDINANCE 1969 FOR LISTING A SECURITY ON STOCK EXCHANGE**

The Secretary  
Lahore Stock Exchange (G) Ltd.  
19-Khayban-e-Aiwan-e-Iqbal  
Lahore.

Dear Sir,

We hereby apply for the listing of Term Finance Certificates of our Company  
\_\_\_\_\_ on your Stock Exchange.

**(Name of Company)**

Necessary information and documents as required in the annexure to this form are  
furnished.

Yours faithfully,

\_\_\_\_\_

Copy to: The Securities & Exchange Commission of Pakistan,  
Islamabad.

## **ANNEXURE TO FORM-I**

### **CHECKLIST OF DOCUMENTS TO BE SUBMITTED ALONGWITH LISTING APPLICATION**

Sr. No.	Documents	Yes	No.	N.A.
1	Application for listing as per Form – I			
2	Application for submission of Undertaking and payment of fees as per Form – II			
3	Undertaking as per Annexure to Form – II			
4	Memorandum & Articles of Association			
5	Copy of Certificate of Incorporation			
6	Copy of Certificate of Commencement of Business			
7	20 Copies of Draft Prospectus			
8	Detailed particulars of TFCs for which listing is sought			
9	Copy of approval of Prospectus from SECP (To be submitted after clearance of Prospectus by SECP)			
10	Copies of Prospectus issued by the Company in respect of any security already listed on any Stock Exchange			
11	Copy of Information Memorandum for Pre-IPO Investors			
12	Auditor Certificate separately indicating the amount subscribed by the Pre-IPO investors.			
13	Copy of the Board Resolution of the Issuer for issue of security.			
14	A brief history of the company since incorporation giving details of its activities including any re-organization, changes in its capital structure and borrowings.			
15	Financial Projections for 3 years			
16	Name of Directors along with directorship of other companies listed on the Exchange			
17	Name and addresses of the directors and persons holding ten per cent or more of any class of equity security as on the date of application together with the number of shares or debentures held by each.			
18	Copies of balance sheets and audited accounts for the last five completed years or for a shorter number of years if the company has been in existence only for such years.			
19	A statement showing dividends and cash bonuses paid during the last 10 years or such shorter period as the company may have been in existence. A statement showing dividends or interest in arrears, if any.			
20	Copy of Underwriting Agreements and No Objection Certificates from the underwriters to publish the prospectus.			
21	Copies of all material contracts and agreements			
22	Copies of the Consent Letters from Bankers to the issue confirming that the subscription money shall be kept in a separate bank account , which shall not be released to the Company without prior written approval of the Exchange and/or until the company is formally listed.			

23	Copy of letter from Chartered Accountant(s) consenting to the issue of prospectus/offer for sale to act in their respective capacity under section 57(5) of the Ordinance.			
24	Copy of letter from Legal Advisor consenting to act in their respective capacity.			
25	Copy of letter from consultant to the issue, (if any) consenting to act in their respective capacity. The consultant of the Company will also confirm that they have reviewed the contents of the draft prospectus, which are correctly and fairly stated.			
26	Copies of individual consents of all directors, chief executive and secretary of the company for publishing their names as directors, chief executive and secretary in the Prospectus of the company.			
27	Name of the Institution for computer balloting and letter of acceptance of the institution; (please note that the institution where the arrangements for computer balloting are made shall be independent and should not be associated with the company seeking listing).			
28	Copy of application submitted with CDC for the security to be the eligible security upon listing.			
29	Printed copy of security Certificate duly cancelled			
30	Copies of Pre-IPO Investors' Agreements			
31	Copy of Trust Deed			
32	Copy of Letter of Hypothecation			
33	Copy Full Credit Rating Report			

**Note:** 1. Photocopies of all documents submitted must be certified by the Company Secretary/Director of the Company. 2. Additional information/documents may be called by the Exchange.

## **FORM - II**

### **FORM OF UNCONDITIONAL UNDERTAKING UNDER LISTING REGULATION NO. 5 ON NON-JUDICIAL STAMP PAPER OF RS. 20**

Dated: \_\_\_\_\_

The Governing Board of Directors  
Lahore Stock Exchange (G) Ltd.  
Lahore.

### **UNDERTAKING**

We undertake, unconditionally, to abide by the Listing Regulations of the Lahore Stock Exchange (Guarantee) Limited which presently are, or hereinafter may be in force.

We further undertake:

- (1) That our Term Finance Certificates (TFCs) shall be quoted on the Ready Quotation Board at the discretion of the Exchange;
- (2) That the Exchange shall not be bound by our request to remove the TFCs from the Ready Quotation Board;
- (3) That the Exchange shall have the right, at any time to suspend or remove the said TFCs for any reason which the Exchange considers sufficient in public interest.
- (4) That such provisions in the articles of association of our Company or in any declaration or agreement relating to any other security as are or otherwise not deemed by the Exchange to be in conformity with the Listing Regulations of the Exchange shall, upon being called upon by the Exchange, be amended to supersede the articles of association of our Company or the nominee relating to the other securities to the extent indicated by the Exchange for proposes of amendment and we shall not raise any objection in relation to a direction by the Exchange for such amendment; and
- (5) That our TFCs may be delisted by the Exchange in the event of non-compliance and breach of this undertaking.



Yours faithfully,

(Signature of authorized person)

**FORM-III**

Dated: \_\_\_\_\_

**The Secretary**

Lahore Stock Exchange (G) Limited,  
19, Khayaban-e-Aiwan-e-Iqbal,  
Lahore.

**UNDERTAKING**

We, M/s \_\_\_\_\_ have applied for Listing of our Company on your Exchange. In case our application is approved, we hereby undertake as under:-

- (1) That we will issue shares either in scripless form in the Central Depository System (CDS) or in the shape of physical scrip along with computerized transfer deeds on the basis of option exercised by the successful applicants within 30 days from the date of close of public subscription.
- (2) That shares in the physical scrip shall be despatched through the bankers to the issue whereas scripless shares shall be directly credited through book entry into the respective CDC accounts of the allottees maintained with Central Depository Company of Pakistan Limited (CDC).
- (3) That we will arrange to verify the signature on Transfer Deeds in Lahore at least for a period of 30 days after Official Listing of our Company.
- (4) That we will return the Transfer Deeds duly verified within 48 hours Lodged for verification of signatures.

\_\_\_\_\_  
MANAGING DIRECTOR/CHIEF EXECUTIVE

## FORM-IV

**The Secretary**

Lahore Stock Exchange (G) Limited,  
19, Khayaban-e-Aiwan-e-Iqbal,  
Lahore.

Dear Sir,

Re: ***NO OBJECTION CERTIFICATE***

We the undersigned have entered into an Underwriting Agreement with M/s. \_\_\_\_\_ on \_\_\_\_\_. The terms of which are as follows:

- i) Total Number of Shares Underwritten \_\_\_\_\_
- ii) Face Value Rs. \_\_\_\_\_ per share
- iii) Premium Value (if any) Rs. \_\_\_\_\_ per share
- iv) Total Value (Including Premium) Rs. \_\_\_\_\_ per share
- v) Amount of Underwriting Rs. \_\_\_\_\_
- vi) Underwriting Commission \_\_\_\_\_%
- vii) Take-up Commission \_\_\_\_\_%
- viii) The Underwriting Agreement is Valid Upto \_\_\_\_\_

We have no objection for offering of shares to the general public and publication of Prospectus/Offer For Sale of the company in the newspapers.

We further confirm that we have not entered into any buy back or repurchase agreement in respect of the shares underwritten with the sponsors or any other person under the said agreement.

Yours truly,

\_\_\_\_\_  
Name and Designation of the Underwriter

**LAHORE STOCK EXCHANGE (G) LTD.**

**LISTING FEE SCHEDULE FOR  
TERM FINANCE CERTIFICATES (TFCs)/DEBT INSTRUMENTS**

W.E.F. SEPTEMBER 03, 2009

**Initial Listing Fee:** 0.05% of Issue, subject to maximum of  
Rs. 500,000/-

**Service Charges:** Rs. 25,000/- at the time of listing

**Annual Listing Fee:**

<b>Issue Size</b>	<b>Fee</b>
Up to Rs. 150 million	Rs. 20,000/-
Above Rs. 150 million & upto Rs. 500 million	Rs.30,000/-
Above Rs. 500 million	Rs. 40,000/-