Euronext Growth

Euronext Growth Advisor Application

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| How to complete this application form |
| This application form should be completed by Applicants seeking to become Euronext Growth Advisors approved by Euronext Dublin. |
| It is essential to read this application form in conjunction with the Rules for Euronext Growth Advisors as published by Euronext Dublin from time to time.  |
| If you would like to discuss the application process or the Rules for Euronext Growth Advisors in more detail, please contact the Regulation Department of Euronext Dublin on +353 1 617 4200. |
| Applicants must submit a completed application form together with appropriate supporting documents. In addition to information that is specifically requested on this form the Applicant should supply: |
| * in the case of a company, the company statutes (e.g. Memorandum and Articles of Association) and the Certificate of Incorporation or in the case of a partnership, the list of partners and the partnership deed;
* a diagram outlining the group/partnership structure;
* the Applicant's audited accounts for the last three years;
* an Executive’s Application Form for each of the Applicant firm's approved executives (with any supporting documents); and
* the firm's corporate finance compliance manual (please note that the Applicant is required to update its compliance manual to reflect the requirements of the Rules for Euronext Growth Advisors before submitting an application).
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| When completing section 4 of this form, please provide brief details of any adverse or potentially adverse matters in respect of the Applicant which have been brought to the attention of any of the relevant regulatory bodies listed in that section during the last 6 years. The time Euronext Dublin will need to review your application will be shortened where copies of any relevant correspondence between the regulator and the Applicant is provided. |
| When completing section 8 of this form with details of the Applicant's profile, please provide documentary evidence to support the Applicant's assertions. Euronext Dublin will expect the Applicant to include, as a minimum: |
| * details of the Applicant's principal activities (and of any exceptional factors which have affected these activities);
* a statement of the Applicant's market position in these activities (where the Applicant is active in an overseas market, please state the percentage of domestic offerings on each local market on which the Applicant has provided corporate finance advice);
* details of its current trading and prospects;
* the business reasons for seeking approval as a Euronext Growth Advisor;
* the extent of the Applicant's business relationships with any existing Euronext Growth Advisors or brokers; and
* details of any legal or arbitration proceedings active, threatened or pending against the Applicant or any member of its group which may have a significant effect on the reputation of the Applicant.
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| Answers must be printed in block letters or typed and all signatures must be original. |
| Euronext Dublin will keep confidential all information provided to it by the Applicant in relation to its application, except to the extent that disclosure of any or all of the information is necessary for the exercise of its regulatory functions, or is otherwise required by law. |

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| Euronext Growth Advisor Application |
| 1 Name |
| Name of Applicant |  |       |
| Trading name (if different) |       |
| Address of principal place of business and registered office *(please add an additional sheet if necessary to provide addresses of all offices providing corporate finance advice)* |
|       |
|       |
|       | Postcode |       |
| Telephone |  |       |
| Website |  |       |
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| 2 Entity |
| Nature of entity e.g. limited company or partnership *(please include with the application copies of the company statutes or partnership deed as appropriate)* |
|       |
| If a body corporate, state the Applicant’s country of incorporation |
|       |
| 3 Contact |
| Name of contact at the Applicant |
|       |
| Name, qualifications and any relevant experience of the Applicant's Compliance Officer |
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| 4 Regulatory |
| Please indicate all current (and any former) regulating organisation(s) or recognised professional bodies, by which the Applicant is regulated or of which it is (or has been) a member in all of the jurisdictions in which the Applicant provides corporate finance advice. *(Please provide documentary evidence that the Applicant is regulated by such body together with the telephone number of the Applicant's principal contact at each relevant body).* |
|       |
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| If appropriate, state the Applicant’s lead regulator |
|       |
| 5 Operations |
| Has the Applicant been operating in a principal corporate finance advisory role for at least  |
| five years? If no, please explain. | Yes/No |
|       |
| 6 Transactions |
| Describe each of the Applicant's "relevant transactions" (as more fully defined in the Rules for Euronext Growth Advisors), in which the Applicant has acted in a principal corporate finance advisory role within the last five years\*. *(Please provide a copy of the public document for each relevant transaction evidencing the role which the Applicant has played in each case)* |
| Transaction |  | Experience *(providing brief details and indicating on which market or other stock exchange each transaction took place)* |  | Date |
|       |  |       |  |       |
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| 7 Performance |
| Please provide any details which the Applicant wishes Euronext Dublin to take into account in assessing the commercial and regulatory performance to date of each of the Applicant's client companies since the date of relevant transaction.\* |
| Name of Applicant's client |  | Performance indicator  |  | Any regulatory issues affecting the client company.*If yes please provide details on a separate sheet \*\*.* |
|       |  |       |  | Yes/No |
|       |  |       |  | Yes/No |
|       |  |       |  | Yes/No |
|       |  |       |  | Yes/No |
|       |  |       |  | Yes/No |
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|       |  |       |  | Yes/No |
|       |  |       |  | Yes/No |
| \*Continue on a separate sheet where necessary.\*\*Euronext Dublin may ask the Applicant further questions about these clients. |

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| 8 Profile |
| Please provide a full statement of the Applicant's profile. \* |
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| \*Continue on a separate sheet where necessary. |

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| 9 Executives |
| Name at least two suitably qualified and experienced “qualified executives” (as defined in the Rules for Euronext Growth Advisors). |
| Title |  | First name |  | Surname |
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| 10 Staff |
| State the number of staff who will be involved in an executive capacity in Euronext Growth Advisor activities |       |
| 11 Procedures |
| Please summarise what procedures and controls are in place to ensure that personnel do not act beyond their proper authority? *(Please provide page references to the Applicant's compliance manual)* |
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| 12 Other information |
| Is there any other information which you think may be relevant to Euronext Dublin in considering  |
| this application?  | Yes/No |
| If the answer is yes, please give details on a separate sheet |  |

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| 13 Euronext Growth Advisor’s undertaking to Euronext Dublin (to be signed by Applicant) |
| Name of Euronext Growth Advisor Applicant |       |
| The above Applicant hereby applies for approval as a Euronext Growth Advisor for the purpose of the Euronext Growth Markets Rule Book (as published by Euronext from time to time) and the Rules for Euronext Growth Advisors and if Euronext Dublin grants this application undertakes to comply with and discharge its responsibilities and obligations as a Euronext Growth Advisor under the Euronext Growth Markets Rule Book and the Rules for Euronext Growth Advisors with due skill and care, and acknowledges that: |
| 1 you may refer a matter to the Disciplinary Committee if you consider that: (a) a Euronext Growth Advisor is in breach of its responsibilities under either the Euronext Growth Markets Rule Book or the Rules for Euronext Growth Advisors;(b) a Euronext Growth Advisor has failed to act with due skill and care;(c) the integrity and reputation of the market may have been impaired as a result of its conduct or judgement; or(d) the number of suitably qualified and experienced executive staff in its employment falls below two;  and that a sanction may be appropriate, save where a Euronext Growth Advisor agrees to a private censure by Euronext Dublin and Euronext Dublin considers that to be the appropriate sanction. |
| 2 the Disciplinary Committee may:(a) censure a Euronext Growth Advisor and, in addition, may publish the censure; and;(b) remove a Euronext Growth Advisor from the register maintained by Euronext Dublin and, in addition, publish its action. Where the Disciplinary Committee proposes to take any of the above steps, it will follow the disciplinary procedures as laid down by Euronext Dublin. |
| 3 any appeals to the Appeals Committee by the Applicant (but not by an individual executive) against the decision of the Disciplinary Committee concerning the Applicant's approval under the Rules for Euronext Growth Advisors will be heard in accordance with the appeals procedures as laid down by Euronext Dublin; |
| 4 any appeals to the Appeals Committee by the Applicant against the decision of the Disciplinary Committee concerning any disciplinary action taken against it, if approved as a Euronext Growth Advisor will be dealt with in accordance with the appeals procedures as laid down by Euronext Dublin; |

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| 5 where, you believe that a Euronext Growth Advisor no longer meets the requirements in Part One of the Rules for Euronext Growth Advisors, or is not meeting its responsibilities under the Rules for Euronext Growth Advisors, or has insufficient staff pursuant to rule 23 of the Rules for Euronext Growth Advisors or is the subject of a disciplinary action taken against it by Euronext Dublin, you may prevent it from acting as a Euronext Growth Advisor for any additional Euronext Growth companies until that situation is resolved to your satisfaction. |
| The above Applicant declares that all the information contained in this application form and otherwise supplied is complete, true, accurate and not misleading and has read the Rules for Euronext Growth Advisors and believes that this application conforms to them (except as specifically notified to you with this application). |
| This undertaking must be signed by two directors, partners or duly authorised officers of the Applicant Euronext Growth Advisor. |
| Signature of a partner, director or duly authorised officer, for and on behalf of the Applicant |
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| Name of signatories in block capitals |
|       |       |
| Date |
|       |       |

Your attention is drawn to the Privacy Statement of the Irish Stock Exchange trading as Euronext Dublin, accessible at: <http://www.ise.ie/Privacy-Statement/>. This outlines how and why your personal data may be processed by us when you, or a company with which you are connected, engage with us or avail of our services. If you are acting on behalf of a company engaging with or availing of the services of Euronext Dublin, you must ensure that our Privacy Statement has been brought to the attention of all persons whose personal data we may process in the course of our relationship with your company (e.g. agents, officers, employees and other personnel).