

EURONEXT NOTICE No 6-01

EURONEXT POLICY WITH RESPECT TO LISTING AGENTS

INTRODUCTION This Notice is issued jointly by Euronext Amsterdam, Euronext Brussels, Euronext Dublin, Euronext Lisbon and Euronext Paris and governs the scope, eligibility criteria, independence criteria, and the tasks and responsibilities of a Listing Agent in accordance with Rule 6204 of Euronext Rule Book, Book I: Harmonised Rules (“Book I”)

DEFINITIONS

For the purposes of this Notice, the capitalised terms used herein are defined in Chapter 1 of Book I, unless specifically provided otherwise. Where the context is appropriate, the plural form of a defined term is also deemed as being the defined term.

1. SCOPE

Issuers (including Closed-ended Investment Funds) must appoint a Listing Agent for a first or subsequent admission to trading (an “Admission”) of Equity Securities, Depositary Receipts or other equivalent Equity Securities (including units or participations) requiring the approval of a prospectus on the Regulated Markets operated by Euronext Amsterdam, Euronext Brussels, Euronext Dublin¹, Euronext Lisbon and Euronext Paris.

Issuers (including Open-ended Investment Funds) applying for Admission of debt Securities, warrants, ETVs, ETFs, ETNs or other equivalent Securities (including units or participations) are not required to appoint a Listing Agent.

2. ELIGIBILITY CRITERIA

2.1 The Listing Agent shall be a Member unless – at the request of the Issuer – the Relevant Euronext Market Undertaking determines that the Listing Agent does not need to be a

¹ Specific to Euronext Dublin, this Notice applies only to Issuers of Equity Securities (with the exception of Convertible Securities, as defined in the Euronext Dublin Listing Rule Book: Book II). Note that:

- (i) Closed-ended Investment Funds seeking Admission on Euronext Dublin must appoint a Sponsor in line with Euronext Dublin Rule Book, Book II: Listing Rules (“Book II”, Chapter 7).
- (ii) Open-ended Investment Funds seeking Admission on Euronext Dublin must appoint a Sponsor pursuant to The Code of Listing Requirements and Procedures available at [Rules and Forms | euronext.com](https://www.euronext.com/Rules-and-Forms).
- (iii) Issuers of Debt Securities and Securitised Derivatives seeking Admission on Euronext Dublin must appoint a Debt Listing Agent pursuant to Book II, Chapter 7.

Member given the type of transaction involved (e.g. no capital raising or subsequent admission).

2.2 The Listing Agent shall have at its disposal suitably qualified and experienced staff in order to ensure the proper fulfillment of its tasks and the responsibilities described in the Rules and the present Notice, including (without limitation) having knowledge of generally accepted (local) market practices relating to the application for Admission of Securities. The Listing Agent shall provide, at the request of the Relevant Euronext Market Undertaking, evidence that it has sufficiently qualified and experienced staff to properly fulfill its role as Listing Agent.

2.3 Upon request of the Relevant Euronext Market Undertaking, the Listing Agent shall provide the Relevant Euronext Market Undertaking with a copy of the agreement entered into with the Issuer or a statement in relation to its role as Listing Agent.

3. INDEPENDENCE CRITERIA

Each Listing Agent shall have internal procedures, organisation and routines in place to identify, mitigate, and disclose any conflicts of interests in respect of an Issuer for which it acts as Listing Agent. If a Listing Agent has a potential conflict of interest in respect of an Issuer for which it acts as Listing Agent it shall inform Euronext of the potential conflict of interest. A Listing Agent shall, at the request of Euronext, provide satisfactory evidence to Euronext that the potential conflict of interest shall not affect the performance of its duties. Each Listing Agent shall be deemed to have such conflict of interest if, among other situations: (i) the Listing Agent provides an audit function in respect of financial statements of the Issuer for which it acts as Listing Agent without having set up appropriate information barriers and other relevant measures to segregate the relevant functions ; (ii) partners, managers or employees (jointly or severally) of the Listing Agent hold a position with the Issuer for which it acts as Listing Agent ; (iii) the Listing Agent or any of its partners, managers or employees (jointly or severally) hold an interest in the capital or voting rights of the Issuer for which it acts as Listing Agent, provided that there shall be deemed no conflict of interest if the Listing Agent is subject to supervision from a Competent Authority and has set up appropriate information barriers.

4. TASKS AND RESPONSIBILITIES

The Listing Agent shall assist and guide the relevant Issuer in respect of the Admission of its Securities on a Euronext Securities Market. The tasks and responsibilities of a Listing Agent include (without limitation):

(i) assisting the Issuer with the application for Admission of the relevant Securities as set out in the Rules;

- (ii) acting on behalf of the Issuer with the Admission process;
- (iii) ensuring that the documentation to be provided to the Relevant Euronext Market Undertaking in connection with Admission is complete and accurate;
- (iv) acting as primary contact and liaison for the Relevant Euronext Market Undertaking in relation to Admission of the relevant Securities; and
- (v) ensuring that adequate procedures are in place for the clearing and settlement of the relevant Securities.

5. EFFECTIVE DATE

This Notice will come into force on [].