



**NON-INTEREST COMMERCIAL PAPER
REGISTRATION APPLICATION FORM**

**FMDQ SECURITIES EXCHANGE LIMITED
NON-INTEREST COMMERCIAL PAPER (NICP) REGISTRATION APPLICATION FORM**

Name of Issuer:

Description of the NICP (Programme/Discrete Issue) sought to be registered on FMDQ Securities Exchange Limited (FMDQ Exchange):

Lead Sponsor¹ to the registration of the NICP (Programme/Discrete Issue) on FMDQ Exchange:

Co-Sponsor(s)² (if applicable) to the registration of the NICP (Programme/Discrete Issue) on FMDQ Exchange:

Contact Details of Issuer:

Name: _____

Telephone/Mobile: _____

Address: _____

Email Address: _____

¹ The Lead Sponsor shall be liable for all disclosure and reporting obligations during the securities admission application process.

² Applicable when more than one FMDQ Registration Member (Quotations) sponsors a Securities Admission Application. The Lead and Co-Sponsors shall be jointly responsible and liable for ongoing post-Quotation notification and disclosure obligations upon admission of the NICP and shall be charged individually.

**FMDQ SECURITIES EXCHANGE LIMITED
NON-INTEREST COMMERCIAL PAPER (NICP) REGISTRATION APPLICATION FORM**

Completed forms should be submitted to:

Securities Registration & Listings Group
FMDQ Securities Exchange Limited
Exchange Place
35, Idowu Taylor Street
Victoria Island Lagos

All requests for clarification should be sent via email to rlg@fmdqgroup.com or call +234-1-2778771.

SUPPORTING DOCUMENTS (Tick if enclosed)

Additional documentation may be required by FMDQ Exchange from time to time³

Memorandum and Articles of Association or other relevant constitutional document	
Certificate of incorporation or other equivalent documentation	
Audited annual reports and accounts covering the preceding three (3) financial years, the most recent not exceeding fifteen (15) months from the date of the submission of the application for the registration of the NICP (Programme/Discreet Issue) <i>(Where the Issuer is an SPV/SPE established for the purpose of issuing asset- or mortgage-backed NICPs and the repayment of the Issuer's obligations under the NICPs would be funded by the underlying assets, the SPV/SPE shall provide the relevant report of its technical partner or associate entity or holding company with significant entity)</i>	
External auditor's comfort letter on the Issuer/Promoter	
Most recent unaudited interim reports and accounts not exceeding 3 months from the end of the last quarter preceding the application for Quotation <i>(signed by the Managing Director and Chief Financial Officer)</i>	
Corporate profile of the Issuer/Promoter (name, registered office, principal activity, legal form, sector, structure, subsidiaries, associates, location, products/services)	
Any documentation that provides information and details of any charges/encumbrances on the Issuer/Promoter's cash flows	
Comprehensive schedule of the Issuer/Promoter's current debt profile by type, purpose, tenor, and maturity dates	
Short profiles of the current members of the issuer's board of directors and management team together with the most recently filed CAC Form 7 (Particulars of Directors)	
List of changes in the composition of the board of directors and management during the year, if any	
Comprehensive schedule of all material contracts executed by the Issuer/Promoter.	
Details of any litigations/claims currently involving the Issuer certified by the external Solicitor of the Issuer/Promoter	
Valid and subsisting credit rating report on the Issuer/Promoter obtained from credit rating agency registered or recognised by the Securities and Exchange Commission (where applicable)	

For Issuers seeking to register foreign currency NICPs (Programme/Discreet Issue), the valid and subsisting foreign currency credit rating report on the Issuer obtained from a credit rating agency registered or recognised by the Commission must be provided.	
The following documentation with respect to non-bank corporate Issuers/Promoters: (a) Bank reference on the Issuer/Promoter in the manner prescribed in Template VIII of the NICP Template Guide (b) Credit information report of the Issuer/Promoter obtained from a CBN-licensed credit bureau. (No later than 10 business days before the application date)	
Declaration of Discharge of Duty	
<i>Documentation and Disclosure Requirements with Respect to the Registration of the NICP (Programme/Discrete Issue)</i>	
Resolution of the board authorising the Programme/Discreet Issue and the approved amount	
Valid and subsisting credit rating of the Issue obtained from a credit rating agency registered or recognised by the Commission (where applicable)	
Draft IPCA/IPA Agency Agreement (where applicable)	
Draft CPA Agency Agreement (where applicable)	
Draft Underwriting Agreement (where applicable)	
Draft Programme Memorandum	
Draft Dealer Agreement	
Draft Deed of Covenant	
Details of credit enhancement to support the NICP (Programme/Discreet Issue) in the form of Deed of Guarantee or other equivalent document (as applicable)	
Details of repayment sources/funding plan for the NICP (Programme/Discreet Issue)	
General Undertaking in the manner prescribed in Template III of the NICP Template Guide	
Declaration of Compliance by the Issuer in the manner prescribed in Template IV of the NICP Template Guide	
Solicitor's opinion on the NICP (Programme/Discreet Issue)	
Trust Deed or any amendment to the Trust Deed (where applicable)	
Evidence of payment of all relevant fees and dues as set out in the FMDQ Exchange Fees and Dues Framework	
Shari'ah Compliance Certificate of the Programme/Discrete Issue certified by the Shari'ah Adviser within one (1) month of the expiration of the Shari'ah Compliance Certificate for the preceding year	
Attestation by the Issuer that no interest and/or other Shari'ah non-compliant income shall be payable or receivable under or in connection with the issue	
Evidence of CBN's approval of the Issuer/Promoter's proposed NICP (for CBN-regulated financial institutions)	
Evidence of appointment of Shari'ah Adviser	

³ Note: FMDQ Exchange reserves the right to request additional information and documentation from time to time, where necessary.

Evidence of confirmation/recognition/registration (as applicable) of Shari'ah Adviser i) by CBN ii) by FMDQ Exchange under any other licencing/registration requirement stipulated by the Exchange	
Certification by the Shari'ah Adviser that the proposed Programme or Discrete Issue is compliant with relevant Islamic commercial jurisprudence, AAOIFI Standards, the Guidelines (for CBN-regulated non-interest banks and financial institutions), and any other relevant statutes/regulations	

DECLARATION

By submitting this application to FMDQ Exchange and signing this form in the manner below:

1. We declare that the information provided is complete and accurate
2. Upon receipt of approval of the Registration of the NICP (Programme/Discreet Issue), NICPs issued under the registered Programme/Discreet Issue shall be Quoted on FMDQ Exchange
3. Upon receipt of approval of the Registration of the NICP (Programme/Discreet Issue), we shall file copies of the executed offer and transaction documents within ten (10) Business Days from receipt of the FMDQ Exchange approval notification
4. We agree to comply with the post-quotation requirements as provided in the Commercial Paper Registration and Quotation Rules and as may be prescribed from time to time
5. We understand and acknowledge that this application may be subject to periodic review and acknowledge that FMDQ Exchange may require more information regarding this application and any supporting documents from time to time
6. We undertake to provide and not to withhold any information which may be required to assess the quality of the securities Quoted on FMDQ Exchange
7. We undertake to comply with FMDQ Exchange Rules, Guidelines, Bulletins and any regulation that relates to the NICPs Quoted on FMDQ Exchange
8. We undertake to fulfil all requirements for registration and subsequent quotation of NICPs as set out in the Commercial Paper Registration and Quotation Rules of FMDQ Exchange
9. We further undertake to pay any fees relating to the NICP as FMDQ Exchange may require from time to time
10. We unconditionally and irrevocably undertake, indemnify and agree to keep indemnified and hold harmless, FMDQ Exchange and its officials against any action, claim, causes, suits, proceedings and demands whatsoever, which may at any time be taken and made against FMDQ Exchange and/or its officials whether directly or indirectly, that may arise by reason of or in consequences or in connection with the process registration and subsequent of quotation of NICPs on FMDQ Exchange and/or on account of any subsequent removal of such NICPs from the FMDQ Exchange Quotations List

ISSUER'S SIGNATURES

Director	Company Secretary
Name:	Name:
Address:	Address:
Signature:	Signature:
Date:	Date: