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**EXCHANGE TRADED FUND LISTING  
APPLICATION FORM**

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**FMDQ SECURITIES EXCHANGE  
EXCHANGE TRADED FUND LISTING APPLICATION FORM**

Name of Issuer:

Description of the Exchange Traded Fund sought to be Listed on FMDQ Securities Exchange:

Sponsor<sup>1</sup> to the Listing of the Exchange Traded Fund on FMDQ Securities Exchange:

**Contact Details of Issuer:**

Name: \_\_\_\_\_

Telephone/Mobile: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Email Address: \_\_\_\_\_

**Completed forms should be submitted to:**

Market Regulation Group  
FMDQ Securities Exchange  
Exchange Place  
35, Idowu Taylor Street  
Victoria Island  
Lagos

All requests for clarification should be sent via email to [rlu@fmdqgroup.com](mailto:rlu@fmdqgroup.com) or call +234-1-2778771.

<sup>1</sup> The sponsor to the Listing of the Exchange Traded Fund must be an FMDQ Registration Member (Listings)

**SUPPORTING DOCUMENTS (Tick if enclosed)**

*Additional documentation may be required by FMDQ from time to time<sup>2</sup>*

Audited financial statements of the Fund Manager of the ETF for the last financial year	
Certificate of Incorporation of the Fund Manager, the Custodian and the Trustee	
The memorandum of reporting accountants on the Financial Forecast of the Funds for the next three (3) financial years	
The resolution of the Board of Directors of the Fund Manager authorising the creation of the Fund and the ensuing Units of the Fund	
The duly executed fund prospectus issued in respect of the offer	
The negative statement issued by the solicitor to the offer	
Written consent of all parties to the Offer	
Duly executed Trust Deed	
The agreement between index provider and the Fund Manager to use the Index	
The Authorised Dealer Agreement between the Fund Manager and the appointed authorised Dealer	
The material contracts in respect of the Exchange Traded Fund	
The letter of authorisation of the Fund and registration of the Units by the Securities and Exchange Commission (SEC), Nigeria	
The letter of approval of the basis of the allotment of the Fund by SEC	
Evidence of payment of application fee	
Undertaking to abide by all FMDQ Rules, including post-listing/quotation compliance requirements and to pay all relevant fees as set out in Appendix I below	
Duly completed Allotment Report	

**DECLARATION**

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

- 1. We declare that the information provided is complete and accurate.***
- 2. We agree to comply with the post-listing/quotation requirements as provided in the Rules and as may be revised from time to time.***
- 3. We understand and acknowledge that this application may be subject to periodic review and acknowledge that FMDQ may require more information regarding this application and any supporting documentation from time to time.***
- 4. We undertake to provide and not to withhold any information which may be required to assess the quality of the securities listed on FMDQ Securities Exchange.***
- 5. We undertake to comply with the Investment and Securities Act (ISA) 2007, SEC Rules, FMDQ Rules, Guidelines, Bulletins and any regulation that relates to the security listed or quoted on FMDQ Securities Exchange.***
- 6. We further undertake to pay any fees relating to the security as FMDQ may require from time to time.***

<sup>2</sup> Note: FMDQ reserves the right to request additional information and documentation from time to time, where necessary.

**FUND MANAGER'S SIGNATURES**

<b>Director</b>	<b>Company Secretary</b>
Name:	Name:
Address:	Address:
Signature:	Signature:
Date:	Date:

## APPENDIX I

### FORM OF GENERAL UNDERTAKING (EXCHANGE TRADED FUNDS)

#### [FUND MANAGER'S LETTERHEAD]

**TO: THE MANAGING DIRECTOR**

**FMDQ Securities Exchange**

**Exchange Place**

**35, Idowu Taylor Street**

**Victoria Island**

**Lagos**

\_\_\_\_\_ (Fund Manager) acknowledges that it shall remain on the Quotations List of FMDQ only at the pleasure of the FMDQ Listings and Quotations Committee ("**the Committee**") and hereby resolves and undertakes as follows:

1. To immediately notify the Managing Director/CEO of FMDQ without delay of the following:
  - i. Methodology for compiling or calculating the Benchmark/index (if applicable);
  - ii. Composition of the Benchmark/index due to e.g. the rebalancing of any security;
  - iii. Weightings of the Benchmark/index;
  - iv. Benchmark/index constituents' corporate activities or significant market movements;
  - v. Identity of the party that sponsors and/or calculates the Benchmark/index (if applicable);
  - vi. Nature of the financial markets (for ETFs, the nature of the market of the asset tracked by the security) and any material factor which would have an adverse impact on the price of any security (such as a disruption or cessation in trading of an asset or index);
  - vii. Ability of the exchange traded fund to provide a secondary market in the security;
  - viii. Status of the security e.g. new legal and regulatory provisions that may impact on the performance of the fund;
  - ix. Methodology for computing fund manager's fees;
  - x. Material contracts of the exchange traded fund;
  - xi. Offer Documents;
  - xii. Any change in the directorship of the Fund Manager;
  - xiii. Any proposed change in the trustees;
  - xiv. Any proposed alteration of the trust deed;
  - xv. Any proposed changes in the terms of the security as contained in the Offer Documents;
  - xvi. Any proposed changes to the parties to the issue including but not limited to receiving banks, issuing house, bond specialists, solicitors, auditors, agents and trustees as contained in the Offer Documents;
  - xvii. Any proposed change in the collateral, if any, deposited under the trust deed;
  - xviii. Any proposed change in the general character or nature of the business of the Fund Manager or of the group;
  - xix. The date of the dividend payments;
  - xx. The date of closing the register; and
  - xxi. Such other information as may be necessary to enable holders of the security to appraise the position of the statutory body and to avoid the establishment of a false market in the security.

2. To forward the following to the Managing Director/CEO of FMDQ:
  - i. NAV of the exchange traded fund and the NAV per security of the fund at their closing price at real-time or near real-time basis;
  - ii. Two copies of all circulars, notices, reports, documents or announcements at least 14 days before they are advertised/circulated to prospective investors or made in respect of the exchange traded fund;
  - iii. Annual ratings report by a rating agency accredited by the Securities and Exchange Commission within three (3) months of the anniversary of the issue;
  - iv. Annual utilisation report showing that the proceeds of the security have been disbursed in line with the Offer Documents;
  - v. All reports in accordance with relevant provisions of these Rules within 2 (two) business days;
  - vi. A copy of all notices received from the Securities and Exchange Commission within 10 (ten) Business Days of receipt.
  
3. To publish the following on the corporate website on a daily basis:
  - i. The NAV of the exchange traded fund at the closing price of the preceding day;
  - ii. The accrued reserves distributable to exchange traded fund holders, (if applicable) each preceding day;
  - iii. The bid and offer prices of the fund;
  - iv. For ETFs:
    - a) Index level, price or rate tracked by the exchange traded fund at the close price of the preceding day;
    - b) The constitution of the index basket or Portfolio Assets which an investor wishing to subscribe in specie shall deliver on the following trading day;
    - c) The cash amount which an investor wishing to subscribe in specie shall deliver on the following trading day; and
    - d) The cash amount which a holder wishing to redeem in specie (i.e. exercise his delivery rights) would receive.
  
4. To recognise that the Committee reserves the right to remove the name of any security from the Quotations List if:
  - i. It is considered that there is insufficient public interest in the security, viz, insufficient securities in the hands of the public;
  - ii. Any of the foregoing terms and conditions are not complied with;
  - iii. The Committee so resolves, at its absolute discretion.

The COMMON SEAL of \_\_\_\_\_ has been affixed to this undertaking in the manner below on the \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_

In the presence of:

\_\_\_\_\_  
**Authorised Signatory**

\_\_\_\_\_  
**Authorised Signatory**

**Dated this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_**

**DECLARATION OF COMPLIANCE**

The following is a suggested form of declaration, which should be adapted to meet individual cases.

1. We, \_\_\_\_\_ and \_\_\_\_\_ Director and the Secretary respectively of \_\_\_\_\_ (hereinafter referred to as “the Fund Manager”), declare as follows that:
2. All documents required to be filed with all relevant regulatory authorities in connection with the Issue on.....20..... of the following securities of the Fund Manager have been duly filed and that to the best of our knowledge, information and belief the Fund Manager has complied with all other legal requirements in connection with the Issue.
3. All monies due to the Fund Manager in respect of issue have been received by it.
4. The definitive documents of title have been delivered/are ready to be delivered.
5. The purchase by the Fund Manager of all property shown in the Offer Documents, dated ..... 20... have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied.
6. Trust Deed/Deed Poll relating to the said security has been completed and executed and a copy has been lodged with FMDQ and that particulars thereof, if so required by statute, have been filed with the CAC.
7. All the securities of each class for which listings or quotations exists are in all respects identical.
8. There are no other facts relating to the Fund Manager’s Application for listing / quotation which, in our opinion, should be disclosed to FMDQ.
9. The Directors (or other Executive Management as appropriate) collectively and individually accept full responsibility for the accuracy of the information given and confirm, having made all reasonable enquiries, that to the best of our knowledge and belief there are no other facts the omission of which would make any statement in the prospectus/information memorandum misleading.
10. We make this declaration conscientiously believing same to be true.

The COMMON SEAL of \_\_\_\_\_ has been affixed to this declaration in the manner below on the \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_\_

In the presence of:

\_\_\_\_\_  
**DIRECTOR**

\_\_\_\_\_  
**SECRETARY**

[SPONSORS LETTERHEAD]

APPENDIX III

EXCHANGE TRADED FUND ALLOTMENT REPORT

S/N	Issue Description	Investor Group	Allocation (%)
1.		Pension Fund Administrators	
		Asset Managers	
		High Net Worth Investors	
		Trustees	
		Insurance Companies	
		Discount Houses	
		Others (Please Specify)	
<b>TOTAL</b>			<b>100%</b>

\_\_\_\_\_  
AUTHORISED SIGNATORY

Name:

Designation:

\_\_\_\_\_  
AUTHORISED SIGNATORY

Name:

Designation: