

How to complete this application form

This application form should be completed by Applicants seeking to become ASM Advisors approved by the Irish Stock Exchange (ISE).

It is essential to read this application form in conjunction with the Rules for ASM Advisors as published by the ISE from time to time.

If you would like to discuss the application process or the Rules for ASM Advisors in more detail, please contact the Regulation Department of the ISE 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 ASM Advisors before submitting an application).

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 the ISE 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. The ISE 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 an ASM Advisor;
- the extent of the Applicant's business relationships with any existing ASM 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.

Answers must be printed in block letters or typed and all signatures must be original.

The ISE 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.

ASM Advisor Application

1 Name	
Name of Applicant	
Trading name (if different)	

Address of principal place of business and registered office <i>(please add an additional sheet if necessary to provide addresses of all offices providing corporate finance advice)</i>	
Telephone	
Website	

2 Entity
Nature of entity e.g. limited company or partnership <i>(please include with the application copies of the company statutes or partnership deed as appropriate)</i>
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

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).
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? Yes <input type="checkbox"/> No <input type="checkbox"/>
If no, please explain.

6 Transactions

Describe each of the Applicant's "relevant transactions" (as more fully defined in the Rules for ASM 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 stock exchange each transaction took place)	Date

7 Performance

Please provide any details which the Applicant wishes the ISE 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 <input type="checkbox"/> No <input type="checkbox"/>
		Yes <input type="checkbox"/> No <input type="checkbox"/>
		Yes <input type="checkbox"/> No <input type="checkbox"/>
		Yes <input type="checkbox"/> No <input type="checkbox"/>
		Yes <input type="checkbox"/> No <input type="checkbox"/>
		Yes <input type="checkbox"/> No <input type="checkbox"/>
		Yes <input type="checkbox"/> No <input type="checkbox"/>
		Yes <input type="checkbox"/> No <input type="checkbox"/>

*Continue on a separate sheet where necessary.

**The ISE may ask the Applicant further questions about these clients.

8 Profile

Please provide a full statement of the Applicant's profile.*

*Continue on a separate sheet where necessary.

9 Executives

Name at least two suitably qualified and experienced "qualified executives" (as defined in the Rules for ASM Advisors).

Title	First name	Surname

10 Staff

State the number of staff who will be involved in an executive capacity in ASM Advisor activities

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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 the ISE in considering this application? Yes No

If the answer is yes, please give details on a separate sheet

ASM Advisor's undertaking to the Irish Stock Exchange (to be signed by Applicant)

Name of ASM Advisor Applicant

The above Applicant hereby applies for approval as an ASM Advisor for the purpose of the ASM Rules for Companies (as published by the ISE from time to time) and the Rules for ASM Advisors and if the ISE grants this application undertakes to comply with and discharge its responsibilities and obligations as an ASM Advisor under the ASM Rules for Companies and the Rules for ASM Advisors with due skill and care, and acknowledges that:

- 1 you may refer a matter to the Disciplinary Committee if you consider that:
 - (a) an ASM Advisor is in breach of its responsibilities under either the ASM Rules for Companies or the Rules for ASM Advisors;
 - (b) an ASM 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 an ASM Advisor agrees to a private censure by the ISE and the ISE considers that to be the appropriate sanction.

- 2 the Disciplinary Committee may:
 - (a) censure an ASM Advisor and, in addition, may publish the censure; and;
 - (b) remove an ASM Advisor from the register maintained by the ISE 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 the ISE.

- 3 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 an ASM Advisor, will be dealt with in accordance with the appeals procedures as laid down by the ISE.
- 4 any appeals to the Appeals Committee by the Applicant (but not by an individual executive) against the decision of the Admissions Committee concerning the Applicant's approval under the Rules for ASM Advisors will be heard in accordance with the appeals procedures as laid down by the ISE.
- 5 where, you believe that an ASM Advisor no longer meets the requirements in Part One of the Rules for ASM Advisors, or is not meeting its responsibilities under the Rules for ASM Advisors, or has insufficient staff pursuant to rule 23 of the Rules for ASM Advisors or is the subject of a disciplinary action taken against it by the ISE, you may prevent it from acting as an ASM Advisor for any additional ASM 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 ASM 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 ASM Advisor

Signature of a partner, director or duly authorised officer, for and on behalf of the Applicant	
Name of signatories in block capitals	
Date	