

Registered Sponsors

Notification Requirements and Notice Periods

Release 2

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INTRODUCTION

The requirements in this document apply to equity sponsors and investment funds sponsors¹. A sponsor must advise the Irish Stock Exchange of any of the following notifiable events, within the times set out below. These notification requirements will not form part of a public announcement by the Company Announcements Office of the ISE.

Where notification is required to be made 'immediately', it must be given by telephone, fax or email to equity@ise.ie on the day the sponsor becomes aware of the event and confirmed by letter to be received within two working days. In every other case, the time stated is the time at or within which the written notification must be received by the ISE, postal or other delays being at the risk of the sponsor. Notification within the time limit by fax or email to equity@ise.ie is acceptable if confirmed by letter received by the ISE within two working days.

Following the receipt of any notice required, the Irish Stock Exchange may require the sponsor to furnish such additional information as it may consider necessary.

1 A sponsor must notify the ISE *immediately* if:

- (a) The sponsor withdraws from sponsorship activities;
- (b) The sponsor ceases to satisfy the sponsor eligibility criteria or any other requirement contained in the publication 'Eligibility Criteria, Application Process and Other Requirements';
- (c) The departure of one or more executive employees (whether on a permanent or temporary basis) results in the sponsor ceasing to satisfy the sponsor eligibility criteria, giving details of when the sponsor will be in a position to correct the situation;
- (d) An emergency occurs outside the control of the sponsor, which makes it impracticable for the sponsor to comply with the Listing Rules and/or the requirements contained in the publication 'Eligibility Criteria, Application Process and Other Requirements';
- (e) The sponsor resigns or is dismissed by a listed company;
- (f) Disciplinary proceedings or a similar action by any regulator or professional body against the sponsor and/or any of its executive employees are initiated;
- (g) A person is appointed by a statutory or other regulatory authority or professional body to investigate the affairs of the sponsor and/or any of its executive employees;
- (h) Any of the sponsor's executive employees are disqualified by a court from acting as director of a company or from acting in a management capacity or conducting the affairs of any company;

1 In April 2014, the business, assets, undertakings, rights and obligations of the Irish Stock Exchange Limited ('ISE Limited') transferred to the Irish Stock Exchange plc ('ISE plc'). As a consequence, in all respects, and in particular in all regulatory matters, the ISE plc has assumed all of the rights and obligations of the ISE Limited, such that any legal proceedings, investigation, disciplinary or enforcement action in respect of a right, privilege, obligation or liability acquired, accrued or incurred under, or a breach of, or act of misconduct under, the Registered Sponsors – Notification Requirements and Notice Periods of the ISE Limited in force at the time of the right, privilege, obligation or liability was acquired, accrued or incurred, or the breach or act of misconduct occurred, may be instituted, continued or enforced, and any penalty or sanction in respect of such breach or act of misconduct may be imposed and carried out by the ISE plc.

- (i) A listed company or applicant denies the sponsor access to documents or information that have been the subject of a reasonable request by the sponsor; and
- (j) There is a change of control of the sponsor, or the sponsor's group carries out any restructuring, which results in a reorganisation of the directors, partners or executive employees involved in providing services as a sponsor.

Note: *In each of the above situations, details of any relevant facts or circumstances must be included in the notification.*

- 2 A sponsor must notify the ISE *within 7 days* of the following events occurring:
- (a) The employment of an individual to be executively involved in the activities of a sponsor; and
 - (b) The resignation/dismissal of an individual executively involved in the activities of a sponsor.
- 3 A sponsor must notify the ISE *at least 14 days in advance* of the following events:
- (a) Change of sponsor's registered name;
 - (b) Change of any trading name under which the sponsor carries on its business;
 - (c) Change of head office address; and
 - (d) The commencement of an extended period of absence of an executive employee with senior experience, giving details of what arrangements the sponsor has in place to ensure that its responsibilities can be discharged with due skill and care during the executive's absence.
- 4 *No later than 20 working days after the start of each calendar year*, a sponsor must provide the ISE with the following:
- (a) Written confirmation that it continues to satisfy the sponsor eligibility criteria; and
 - (b) An up to date list of executive employees involved in its sponsorship activities.