

## High Growth Segment - eligibility letter

A draft of this **eligibility letter** should be submitted to the **Primary Market Regulation Team** at the London Stock Exchange by email to [primarymarketregulation@londonstockexchange.com](mailto:primarymarketregulation@londonstockexchange.com) and must arrive no later than the date on which a draft **prospectus** is submitted for review to the **FCA** or other **EEA State** competent authority.

The final copy of this **eligibility letter** should be submitted to the **Primary Market Regulation Team** at the London Stock Exchange by email to [primarymarketregulation@londonstockexchange.com](mailto:primarymarketregulation@londonstockexchange.com) and must arrive no later than two (2) **business days** before the **Exchange** is to consider the application for **admission**.

This **eligibility letter** is subject to the **Admission & Disclosure Standards** and the **High Growth Segment Rulebook** (the **Rules**).

If you require assistance, please contact the **Primary Market Regulation Team** on [primarymarketregulation@londonstockexchange.com](mailto:primarymarketregulation@londonstockexchange.com) or +44 (0)20 7797 4199.

Unless otherwise defined herein, terms used in this eligibility letter are as defined in the **Rules**.

To: The London Stock Exchange  
 Primary Market Regulation Team  
 Email: [primarymarketregulation@londonstockexchange.com](mailto:primarymarketregulation@londonstockexchange.com)

### SECTION A: INFORMATION RELATING TO THE KEY ADVISER

Full name of the <b>Key Adviser</b>	
Address	
Contact person	
Telephone number	
Email	

### SECTION B: INFORMATION RELATING TO THE ISSUER

Full name of the <b>Issuer</b>	
Country of incorporation	
Registered office address (and, if different, the trading address)	
Website address at which the information required by section B7 of the <b>Rules</b> will be available	
Details of the <b>securities</b> to which this eligibility letter applies	
Date on which <b>admission</b> is sought	

**SECTION C: KEY ADVISER CONFIRMATIONS**

I, \_\_\_\_\_, an officer of the **Key Adviser** duly authorised to give this confirmation, confirm that the above firm has been appointed by the above **Issuer** pursuant to rule 4 of the **Rules**.

In providing the information in this letter, we have as **Key Adviser** complied with our duties under Annex 3 of the **Rules** and I confirm that as at **admission**:

<b>Criteria</b>	<b>Explanation</b>
i. the <b>Issuer</b> together with its <b>subsidiary undertakings</b> are a trading business	<i>Describe the <b>Issuer's</b> business and how it is a trading business</i>
ii. the <b>Issuer</b> controls the majority of its assets	<i>Describe how the <b>Issuer</b> satisfies this criterion</i>
iii. the <b>Issuer</b> has growth in audited consolidate revenue, prepared in a form consistent with that which will be adopted in the <b>Issuer's</b> next published financial statements, of at least 20% on a <b>CAGR</b> basis over the prior three financial years	<i>Set out your calculation of this in an annex to this letter, including the source of figures used</i>
iv. at least 10% of the number of <b>securities</b> to be <b>admitted</b> will be <b>in public hands</b>	<i>Set out what percentage of the entire issued share capital will be <b>in public hands</b> at <b>admission</b></i>
v. the value of the <b>securities</b> in <b>public hands</b> will be at least £30 million. The majority of the £30 million will be raised at <b>admission</b> by the issue of new <b>securities</b> or sale of existing <b>securities</b> from the same <b>class</b> as that to be <b>admitted</b>	<i>Set out details of the fundraising and the expected market capitalisation on admission</i>
vi. there will be a sufficient number of registered holders of the <b>securities</b> to be <b>admitted</b> to provide an orderly market in the <b>securities</b> following <b>admission</b>	<i>Describe how the <b>Issuer</b> satisfies this criterion</i>
vii. the <b>securities</b> to be <b>admitted</b> form part of the <b>Issuer's</b> <b>equity share capital</b> , conform with the laws and regulations of the <b>Issuer's</b> place of incorporation and are duly authorised according to the requirements of the <b>Issuer's</b> constitution as well as having any other necessary consents	<i>Please confirm</i>
viii. the <b>Issuer</b> is: <ul style="list-style-type: none"> <li>a. duly incorporated or otherwise validly established in an <b>EEA State</b> and operates in conformity with its constitution, and</li> <li>b. a public limited company or similar <b>EEA</b> corporate structure.</li> </ul>	<i>Please confirm</i>

<p>ix. the <b>Issuer</b> has published prior to <b>admission</b> a <b>prospectus</b> in relation to the <b>securities</b> to be <b>admitted</b> that has been approved by the <b>FCA</b> or another <b>EEA State</b> competent authority as applicable. To the extent permitted by the relevant competent authority, that <b>prospectus</b> (as well any notification to a <b>RIS at admission</b>) includes the following:</p> <p>a. a statement, ideally on the front page, prominently and boldly, stating the wording set out at rule 3.1 of the <b>Rules</b>, and</p> <p>b. a non-binding indication in the section of the <b>prospectus</b> dealing with information on the <b>Issuer</b> (and in any notification to a <b>RIS at admission</b>) setting out that the <b>Issuer</b> intends to apply for admission to the <b>Official List</b> in the future and how it intends to satisfy the eligibility criteria for admission to the <b>Official List</b>.</p>	<p><i>Detail the status of prospectus preparation, the competent authority approving and the page numbers on which the statements required appear, or if they are not included an explanation as to why not</i></p>
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**SECTION D: INDICATIVE TIMETABLE<sup>1</sup>**

First draft of the <b>prospectus</b> submitted to the <b>FCA</b> or equivalent <b>EEA</b> competent authority	
Anticipated date of price-range/ pathfinder <b>prospectus</b>	
Anticipated date of approval of the <b>prospectus</b>	
Anticipated date of <b>admission</b>	
Details of any other key events or milestones leading to <b>admission</b>	

Should any of the above information change before **admission**, I will inform the **Exchange** via the **Primary Market Regulation Team** immediately in accordance with the **Rules**.

SIGNED BY

 \_\_\_\_\_  
 Duly authorised officer

 \_\_\_\_\_  
 Name of **Key Adviser**

 \_\_\_\_\_  
 Date

<sup>1</sup> Section D should be deleted in the final copy of the **eligibility letter**