



RESOLUTION 28

“Supporting documents for a primary listing on the Securities Market of ATHEX”

THE STOCK MARKETS STEERING COMMITTEE OF ATHENS EXCHANGE

(Meeting 201/15.04.2024)

Having regard to the provisions of §§ 3.1.1, 3.1.12, 3.1.13.2, 3.1.15, 3.1.16 and 3.1.17 of the ATHEX Rulebook and the need to specify the supporting documents that must be submitted for a primary listing on the Securities Market of ATHEX

HEREBY RESOLVES AS FOLLOWS:

1. General provisions

Prior to submission of the listing application, a meeting is held between the Sponsor and the Competent Division of ATHEX for the purpose of presenting the candidate company and specifying the optimal timeframe for the listing of its Securities. This meeting may also be attended by the Issuer.

The Sponsor must submit the draft Prospectus for the listing of the Securities to ATHEX by no later than its submission to the Hellenic Capital Market Commission, in order to allow sufficient time for examination of the dossier by the competent services of the Group, in accordance with relevant Regulations and Decisions.

At all stages of the Securities listing process, the necessary supporting documents are submitted to ATHEX by the Issuer jointly with the Sponsor.

2. PROCEDURE AND SUPPORTING DOCUMENTS FOR THE PRIMARY LISTING OF SHARES ON THE MAIN MARKET

2.1. Stage I: Evaluation of the listing application and ascertainment of the fulfilment, in principle, of the listing requirements

When submitting the dossier for the evaluation by ATHEX of the application for the listing of the Issuer's shares and the taking of a decision on ascertainment of the fulfilment, in principle, of the listing requirements, the supporting documents of Table 1 of the Annex are submitted to ATHEX (hereinafter, any reference to “**Table**” shall mean the respective Table in the Annex to this Resolution).

After evaluating the submitted dossier, ATHEX shall reach a decision on ascertainment of the fulfilment, in principle, of the listing requirements and whether the listing application should be accepted.

2.2. Stage II: Approval of listing and commencement of trading

The supporting documents of Table 4 are submitted to ATHEX, as specified below under **Error! Reference source not found.** and **Error! Reference source not found.** depending on whether there is a public offering or not.

The supporting documents of Table 4 must be sent to ATHEX by no later than the day preceding the commencement of trading.

2.2.1. With Public Offering

Before the Public Offering is conducted, the supporting document 1 of Table 4 is submitted.

After the Public Offering has been conducted, the supporting documents 2 to 8 of Table 4 are submitted.

2.2.2. Without Public Offering

The supporting documents 1-3 and 6 to 8 of Table 4 are submitted.

3. PROCEDURE AND SUPPORTING DOCUMENTS FOR THE PRIMARY LISTING OF BONDS IN THE FIXED-INCOME SECURITIES SEGMENT

3.1. Stage I. Evaluation of the listing application and ascertainment of the fulfilment, in principle, of the listing requirements

3.1.1. Unlisted Issuers

When submitting the dossier for the evaluation by ATHEX of the application for the admission to the Fixed-Income Securities Segment of bonds of Issuers that have no other Securities listed on the Securities Market of ATHEX, in order for a decision to be taken on the ascertainment of the fulfilment, in principle, of the listing requirements, the supporting documents of Table 5 are submitted to ATHEX.

After evaluating the submitted dossier, ATHEX shall reach a decision on ascertainment of the fulfilment, in principle, of the listing requirements and whether the listing application should be accepted.

In the case of a bond program with issuance in tranches, the supporting documents of Table 5 are submitted only for admission of the first tranche. For subsequent tranches, only the Application of Table 6, the Supplement to the prospectus and a copy of the decision of the Issuer's competent body which decided the issue of the new tranche are submitted, in order for their trading to commence.

3.1.2. Listed Issuers

For the admission of bonds to the Fixed-Income Securities Segment of Issuers that have other Securities listed in the Securities Market, the supporting documents 1, 2, 3 and 4 of Table 5 are submitted.

3.1.3. Greek Government Bonds and Treasury Bills

For the admission of Greek Government Bonds and Treasury Bills to the Fixed-Income Securities Segment, the supporting documents 1 and 4 of Table 5 are submitted.

3.2. Stage II. Approval of listing and commencement of trading

For corporate bonds, the supporting documents of Table 7 are submitted as follows:

The Approved Prospectus (supporting document 1) is submitted to ATHEX before the Public Offering is conducted, provided it is held.

The supporting documents 2 - 6 of Table 7 must be sent to ATHEX by no later than the day preceding the commencement of trading.

After evaluating the aforementioned supporting documents, ATHEX will decide on the approval of listing of the bonds.

4. PROCEDURE AND SUPPORTING DOCUMENTS FOR THE PRIMARY LISTING OF DEPOSITARY RECEIPTS, WARRANTS, STRUCTURED FINANCIAL PRODUCTS OR OTHER SECURITIES EXCEPT ETFs

4.1. Unlisted Issuers

For the listing of Securities of this article of Issuers that have no other Securities listed on the Securities Market, with regard to the supporting documents that must be submitted and the procedure followed, the provisions of this resolution on shares in article 1 shall be applied mutatis mutandis, adapted in each case in such a way as to take into account the particular characteristics of the Securities in question (the supporting documents of Tables 1 and 4, and the Application of Table 2).

Specifically in the case of Warrants, an additional letter/application on the listing of the warrants is submitted to ATHEX, which shall:

- (i) confirm that the issuer of the shares represented by the warrants fulfils the requirements for the listing of Warrants, in accordance with the provisions of the ATHEX Rulebook,
- (ii) include a table of the characteristics of the Warrants.

4.2. Listed Issuers

For the listing of Securities of this article of Issuers that have other Securities listed on ATHEX, the supporting documents 1, 2, 3 and 5 of Table 1, the Application of Table 2 and the supporting documents of Table 4 (adapted to the Security) are submitted with references to the information of the above paragraph.

5. PROCEDURE AND SUPPORTING DOCUMENTS FOR THE PRIMARY LISTING OF ETF UNITS

5.1. Stage I: Evaluation of the listing application

When submitting the dossier for the examination by ATHEX of the application for the admission of ETF units and the approval of their listing, the supporting documents of Tables 8 and 10 are submitted to ATHEX.

5.2. Stage II: Approval of listing of ETF Units and commencement of trading of the Units of newly listed ETFs

For the commencement of trading of ETF Units on ATHEX, the supporting documents of Table 9 are submitted to ATHEX.

6. LISTING OF SECURITIES OF FOREIGN ISSUERS OR DOMESTIC ISSUERS WITH A PRIMARY LISTING OF SECURITIES ON ANOTHER STOCK EXCHANGE

In the case of an application for the listing of Securities of Issuers whose registered office is not in Greece, or Securities of domestic Issuers with a primary listing on another regulated market or admitted to a Multilateral Trading Facility (MTF) or Organised Trading Facility (OTF), the provisions of this resolution shall be applied mutatis mutandis, in such a way as to ensure the orderly functioning of the market and the equal treatment of investors.

Similarly, derogations may be made from the procedure, the supporting documents and the relevant time limits, particularly for reasons of compatibility with the foreign law or with the applicable operating rules of the primary trading venue.

7. SUPPLEMENTARY, ADDITIONAL SUPPORTING DOCUMENTS

ATHEX may request any other information or supporting documents it deems necessary when evaluating the listing application for each type of Security, taking into account the complexity and particular characteristics of the securities to be listed, which must be submitted by the Lead Underwriter/Sponsor jointly with the Issuer.

8. SUPPORTING DOCUMENTS FOR THE LISTING ON THE MAIN MARKET OF SHARES OF ISSUERS ADMITTED TO AN MTF OF ATHEX

In the case of an Issuer with Securities admitted to an MTF of ATHEX, when submitting the dossier for the examination by ATHEX of an application for a listing on the Securities Market and the taking of a decision by ATHEX on the ascertainment of the fulfilment, in principle, of the listing requirements, the supporting documents 1, 2, 3 and 5 of Table 1 are submitted to ATHEX.

For the approval of listing and commencement of trading, all the supporting documents of Table 4 are submitted to ATHEX.

9. ENTRY INTO FORCE

- 9.1.** This Resolution replaces in its entirety Resolution 28 of the Stock Markets Steering Committee of ATHEX titled “Supporting documents for the primary listing of securities on ATHEX”, which was approved at its meeting of 17.7.2008 and amended at its meetings of 6.10.2011, 23.5.2013 25.7.2013, 6.12.2017 and 01.04.2021.
- 9.2.** This resolution shall enter into force as of the date of publication of the Hellenic Capital Market Commission decision approving the 9th Amendment of the ATHEX Rulebook.
- 9.3.** This resolution is to be posted on the website of ATHEX (www.athexgroup.gr).

ANNEX

Supporting Documents

- **Supporting documents for listing of shares**

TABLE 1:	Supporting documents for evaluation of the listing application for shares/ascertainment of the fulfilment, in principle, of the listing requirements
TABLE 2:	Application Form for Listing Shares on the Main Market of ATHEX – Declarations by the Issuer and the Sponsor
TABLE 3:	Form for the Declaration of share blocking by a Principal Shareholder of the Issuer
TABLE 4:	Supporting documents for approval of listing and commencement of trading of shares

- **Supporting documents for listing of bonds**

TABLE 5:	Supporting documents for evaluation of the listing application for bonds
TABLE 6:	Application Form for Listing Bonds in the Fixed-Income Securities Segment – Declarations by the Issuer and the Sponsor
TABLE 7:	Supporting documents for approval of listing and commencement of trading of bonds

- **Supporting documents for listing of ETF units**

TABLE 8:	Supporting documents for evaluation of the listing application and approval of ETF Units
TABLE 9:	Supporting documents for approval and commencement of trading of ETF Units
TABLE 10:	Application Form for Listing ETF Units – Declarations by the ETF Issuer and the Sponsor

TABLE 1: Supporting documents for evaluation of the listing application for shares/ascertainment of the fulfilment, in principle, of the listing requirements

1.	Application of the Issuer for the listing of its shares in the Main Market Segment – Declarations by the Issuer and the Sponsor (see Form of Table 2).	
2.	Table of dossier contents	
3.	Copy of the draft Prospectus <i>It should be noted that the Sponsor has the obligation to notify ATHEX regarding any significant change to each draft and submit the updated draft Prospectus with track changes. The footer of each page of the draft Prospectus should have a special note with its date of issue and the issue serial number.</i>	
4.	Form for Share Blocking by a Principal Shareholder (Table 3)	
5.	Copy of the minutes of the competent body of the Issuer which decided the admission to trading of the shares and the share capital increase (if any).	
6.	Copy of the codified articles of association of the Issuer (including all amendments thereto up until submission of the listing application to ATHEX).	
7.	Financial Statements: A) Financial statements of the Issuer, or consolidated financial statements in the case of a group, for the three (3) financial years prior to the listing application, audited by a certified auditor, in accordance with International Financial Reporting Standards (IFRS) or the national accounting standards of the country of origin, provided that these are equivalent to IFRS. B) Confirmation from the Issuer that the annual financial statements for the respective financial years, audited by a certified auditor, of the companies included in the consolidation for the last published financial year prior to submission of the application, have been published or submitted for publication in accordance with the law to which the Issuer is subject. C) If the issuer has published financial statements for less than three (3) financial years, the application for the granting of an exemption by the Hellenic Capital Market Commission is submitted.	
8.	Where there is an obligation to prepare pro forma financial information for the needs of the Prospectus in accordance with Annex 20 of Commission Delegated Regulation (EU) 2019/80, the pro forma financial information is submitted, accompanied by the report of a certified auditor.	
9.	Copy of the announcement of the recording in the General Commercial Registry (GCR) of the minutes of the meeting of the Issuer’s competent body regarding its current legal representation, while in the case of foreign companies, corresponding evidence of public disclosure of current representation. In the event of a change in current representation, the new representation of the company is submitted.	
10.	If the Issuer belongs to the insurance company sector, the company’s annual Solvency and Financial Condition Report is submitted, which has been filed with the competent supervisory authority, in accordance with the Solvency II framework, Commission Delegated Regulation (EU) 2015/35 and Law 4364/2016, or the relevant link is provided at which the aforesaid report is available.	

It should be noted that the documents of points 6, 7, 8 and 9 are submitted only if they have not already been posted in the company’s file at the GCR. Otherwise, only reference is made to the GCR file number of the company/companies and the respective links.

TABLE 2**Application Form for Listing Shares on the Main Market of ATHEX – Declarations by the Issuer and the Sponsor**

To the Listing Division
 Athens Stock Exchange
 110 Athinon Ave.,
 Athens, 104 42

Place, Date.....

PART A. General Information

Corporate Name of the Issuer	
Distinctive Title	
Registered Office	
GCR no.	
Tax Registration Number	
Tax Office	
Telephone	
Website	
Email	
Contact details of the Issuer's authorised representative (name, title, telephone, email)	
Issue Sponsor	
Contact details of the Issue Sponsor (name, title, telephone, email)	
Coordinating Lead Underwriter/Lead Underwriter	
Type of underwriting (with guarantee or without)	
Type and number of shares for admission	
Primary Listing Market	
Secondary Listing Market (if any)	
Type of admission (Public offering with issue of new shares and/or offer of existing shares)	

Use of the Electronic Book Building (EBB) Service	
Market Maker (if any)	
Central Securities Depository (CSD) of initial registration	
Depository of secondary registration (if any)	
ISIN code (if any)	
LEI code (if any)	

The decision to submit the application for listing on the Main Market was taken by (insert the competent body) of the Issuer on .../../....., which (body) had the relevant competence in accordance with the Issuer's articles of association and the applicable legislation of its country of origin.

A similar application has/has not already been submitted or is being submitted simultaneously or is to be submitted in the near future for listing on a Regulated market or MTF of another EU member state or third country.

In its communication with ATHEX, the Issuer is bound by, as duly authorised by the competent body of the Issuer on dd/mm/yyyy.

Additional information relating to the Issuer

- Information concerning any unaudited tax years of the issuer/group. It should be noted that ATHEX may seek further assurances from principal shareholders for the coverage of any tax liabilities.
- Brief presentation of the Issuer's branch of activity and prospects for its growth.
- Reference to the total number of voting rights held by members of the Board of Directors and senior management executives of the Issuer.
- In cases where there is already an adequate free float or there have been significant changes to the shareholder structure during the past two years, detailed information should be provided (share capital increase, transfers, transfer prices, procedure followed).
- In cases where a public offering is held with the sale of existing shares, the names of the shareholders should be provided, along with the number of shares which each shareholder will be selling.

PART B. Declarations by the Issuer and the Sponsor

Detailed listing requirements:

1. The Issuer is a public limited company of Law 4548/2018 (or other specific law as the case may be), or a foreign company with equivalent legal form.	VALID / NOT VALID
2. The estimated capitalisation of the company at the time of commencement of trading fulfils the minimum capitalisation requirement and amounts to The Shareholders' Equity of the issuer at the time of submission of the application amounts to euros on a consolidated basis or, in the case of non-consolidation, on an individual basis, and fulfils the requirement of article 3.1.3.2 of the ATHEX Rulebook.	VALID / NOT VALID
3. The Issuer:	
3.1 Has published/filed financial statements as a public limited company for at least 3 financial years	VALID / NOT VALID
or	
3.2 Has been operating for a shorter time and has applied to the Hellenic Capital Market Commission for a relevant exemption and submits financial statements for: (insert the financial years)	VALID / NOT VALID
4. The financial statements of the Issuer are audited by a certified auditor and have been prepared in accordance with IFRS or equivalent (insert the accounting standards). In cases where the Issuer prepares consolidated financial statements in accordance with the full consolidation method, these statements, as well as the financial statements of the companies ".....", ".....", are also audited by a certified auditor.	VALID / NOT VALID
5. Regarding the Issuer's free float shares:	
5.1 The requirement of adequate free float of shares and their distribution among the persons foreseen is not fulfilled. The aforesaid requirement will be achieved after the holding of the public offering.	VALID / NOT VALID
The issuer is subject to article 3.1.4.3, par.1 (a) & (b) or The issuer is subject to article 3.1.4.3, par.2 (a)	
or	
5.2 The existing free float of shares is adequate for the listing of the Issuer on the Main Market of ATHEX (percentage and persons with < 5%) and the procedure that was followed is in accordance with applicable legislation.	VALID / NOT VALID
6. The legal position of the Issuer and any of its subsidiaries that are included in the consolidated financial statements of the last financial year prior to submission of the application, as well as of its shares, is in accordance with the laws and regulations to which they are subject.	VALID / NOT VALID

7. The shares that are to be listed are freely negotiable, fully paid up, and are capable of being traded in a fair, orderly and efficient manner.	VALID / NOT VALID
8. There are no agreements that restrict the free negotiability of the shares (e.g., restrictions in the articles of association, shareholder agreements, etc.).	VALID / NOT VALID
9. The activity of the Issuer is characterised by consistency and completeness.	VALID / NOT VALID
10. The Issuer has complied with the applicable legislation on corporate governance of its country of origin. The Issuer has adopted the Corporate Governance Code Foreign issuers must submit a legal opinion from a law firm of their country of origin concerning their compliance with the applicable corporate governance regime of their country of origin.	VALID / NOT VALID

It is hereby confirmed that:

1. The procedure followed for submission of the listing application is lawful.
2. All requirements are satisfied for the listing of the issuer's shares on the Main Market of ATHEX as these are set out in applicable legislation and the ATHEX Rulebook (except the free float requirement, where applicable) and irrespective of whether explicit reference is made to these requirements in this application.
3. If the Issuer or shares to be listed are subject to special provisions with respect to requirements for incorporation and operation, as well as with regard to listing requirements, these special requirements are also satisfied, irrespective of whether explicit reference is made to them in this application (where applicable).
4. The information required to ascertain fulfilment of the listing requirements will be updated whenever this is requested by ATHEX.
5. The shares that have been acquired and will be acquired in order to achieve an adequate free float may be counted in the free float at the time of the company's listing on ATHEX, in accordance with its Rulebook.
6. There is no information that could significantly adversely affect:
 - 1) the financial situation of the Issuer or
 - 2) the listing of the shares on the Main Market,
which will not be included in the approved Prospectus.
7. The articles of association of the Issuer have been harmonised with the applicable provisions of Law 4548/2018 and of any special framework governing its operation, where appropriate also in the case of foreign Issuers depending on the respective law to which they are subject.
8. The shares of the Issuer are already listed on a regulated market or MTF abroad (where applicable).
9. The listing requirements cannot be affected by any events that have arisen after approval of the latest published financial reports which are in progress and are not presented in the Issuer's financial reports published to date.
10. Statement as to whether a legal audit has been carried out, with reference to the period, the Law Firm and the main points of its conclusions.
11. No actions will be taken to stabilise the share price, or / actions will be taken to stabilise the share price. For this reason, shares will be offered.

12. The new shares will be entitled to a dividend from the profits of financial year 20XX. There is no distribution of dividends pending/a distribution of dividends is pending from previous financial years. If a dividend distribution is pending, it shall take place prior to the public offering or otherwise the dividend will be distributed in respect of all the shares that result after the listing.
13. The Issuer shows no dependence on individual clients, the loss of which would adversely affect its operation / the Issuer is dependent on and the consequences of its loss for the Issuer would be
14. The Issuer shows no dependence on individual suppliers, the loss of which would adversely affect its operation / the Issuer is dependent on and the consequences of its loss for the Issuer would be
15. An investigation has been carried out to establish whether there are any companies in which the principal shareholders or Board members have an interest and which have a related or complementary activity to that of the Issuer and there are no reasons for the creation of a Group.
16. The Issuer carried out a merger of the company “.....” on, shortly before the listing application, with restructuring balance sheet (where applicable).

C. Additional statements by Issuers that are shipping companies

1. All vessels belonging to the Issuer’s group:
 - a) fulfil, at the time of submission of the application for listing on ATHEX, all conditions for the safety and protection of the marine environment which are laid down at any time for their class, by the law of the country of the ship’s flag, the International Maritime Organization (IMO), the International Safety Management (ISM) Code and international conventions;
 - b) have all the legal certificates of class maintenance and safe navigation, as well as all certificates of general/periodic inspection;
 - c) are fully insured on the basis of their fair value as a minimum limit, on an internationally recognised insurance market or on different markets for vessel and engine risks, while for damages and claims from third parties they are insured by recognised P & I Clubs;
 - d) are monitored by a classification society recognised by the European Union or the International Association of Classification Societies (IACS).
2. The management company (if any) fully complies with the International Safety Management Code.

For the Issuer “.....”

The Legal Representative

(signature – stamp of the issuer)

For the Sponsor “.....”

The Legal Representative

(signature – stamp of the Sponsor)

TABLE 3

(Submitted by Principal Shareholders in the case of share blocking)

To the Listing Division
Athens Stock Exchange
110 Athinon Ave.,
Athens, 104 42

Place, Date.....

Share Blocking Form for Principal Shareholders

I,, as a shareholder holding% of the total ordinary/preference shares of the Issuer «.....», which has applied for listing on the Main Market of ATHEX, confirm that during the first six months from the commencement of trading, I shall not sell more than 25% of the total shares I hold on the day of commencement of trading and I shall block the remaining (over 25%) percentage of my shares in accordance with the rules and procedures of the Depository of Initial Registration.

Signature

Full name of Principal Shareholder

TABLE 4: Supporting documents for approval of listing and commencement of trading of shares

<p>1. Copy of the approved Prospectus in hard copy and in electronic form (before the Public Offering, provided it is held)</p> <p><i>The paper version of the Prospectus must be accompanied by the following attestation: “The Issuer expressly and unreservedly confirms that all the data and information contained in this Prospectus are absolutely complete, accurate and up-to-date. The Issuer also confirms that the content of the posting on the ATHEX website is identical to the content of the Prospectus that circulates, while any amendment or updating of the Prospectus gives rise to an obligation on the part of the Issuer to immediately notify ATHEX. ATHEX does not assume any liability for or arising from the content of this Prospectus, which it has posted on its website exactly as it was submitted by the Issuer, without making any correction, addition or amendment”</i></p>	
<p>2. Confirmation from the Sponsor that all steps have been taken for the registration, clearing and settlement of the shares in the case of a foreign Depository of Issue.</p>	
<p>3. Letter from the Sponsor in which it:</p> <ul style="list-style-type: none"> i. confirms that the Issuer has an adequate free float and capitalisation in accordance with the provisions of § 3.1.3.2 and § 3.1.4.3 of the ATHEX Rulebook, with reference also to the free float percentage and the number of persons holding a percentage of less than five percent (<5%) and are counted in the free float, ii. specifies the price and the date of commencement of trading of the shares that are to be listed, iii. makes reference to the appointment of a Market Maker or Market Makers (where applicable) in cases where the appointment is subsequent to the listing application. 	
<p>4. Copy of the minutes of the competent body of the Issuer confirming full payment of the capital increase amount, in accordance with the law that governs it.</p>	
<p>5. Copy of the application for the recording and publication in the GCR with the approval of the amendment of the clause of the Issuer’s articles of association on share capital (where required). In the case of foreign Issuers, a copy of the corresponding application of the competent authority or body of the Issuer, on the basis of the law that governs it.</p>	
<p>6. Confirmation from the Sponsor that all steps have been taken to credit beneficiaries with the respective quantities on the date of commencement of trading.</p>	
<p>7. In the case of disposal of existing shares (not for price stabilisation purposes with a greenshoe option), confirmation is provided by the Sponsor that the beneficiaries have received the capital corresponding to them from the shares they made available in the public offering/private placement, which (confirmation) must be submitted on the day of conclusion of the share transfer transaction.</p>	
<p>8. The Issuer undertakes the commitment to appoint at least 2 Market Makers for a minimum period of 1 year from the listing (required only in the case where the number of shareholders is less than 500 and at least 300 persons at the time when ATHEX took the decision to approve the listing).</p>	
<p>9. Settlement of the Issuer’s financial obligations to ATHEX and the Hellenic Capital Market Commission.</p>	
<p>10. Tables I & II with Public Offering statistics*</p>	

***Public Offering Statistics**

TABLE I

List of shareholders holding over 5%

Full name/ Corporate name	Number of Shareholders	% of total number of shares	Voting Rights	% of total Voting Rights
Total				

TABLE II

	Number of Shareholders	Number of shares	Percentage in the share capital increase after the Public Offering
Existing Shares (old shareholders, after any sale of existing shares with Public Offering/Private Placement (A))			
New Shares sold with Public Offering			
New Shares sold with Private Placement			
Total New Shares (B)			
Existing Shares sold with Public Offering			
Existing Shares sold with Private Placement			
Total Existing Shares (C)			
New or existing shares sold to Board members & others that participated in in the Private Placement of Public Offering and are not counted in the free float pursuant to article 3.1.4.3 (D)			
Free float (B+C-D)			
TOTAL NUMBER OF SHARES FOR LISTING			

TABLE 5: Supporting documents for evaluation of the listing application and ascertainment of the fulfilment, in principle, of the listing requirements for Bonds

<p>1. Application from the Issuer for the listing of bonds in the Fixed-Income Securities Segment – Declarations by the Issuer and the Sponsor (Form of Table 6)</p>	
<p>2. Table of dossier contents</p>	
<p>3. Copy of the draft Prospectus</p> <p><i>It should be noted that the Sponsor has the obligation to notify ATHEX regarding any significant change to each draft and submit the updated draft Prospectus with track changes. The footer of each page of the draft Prospectus should have a special note with its date of issue and the issue serial number.</i></p> <p>In the case of the issue and listing of bonds in tranches, the draft Supplement to the Prospectus shall be submitted.</p>	
<p>4. Copy of the minutes of the competent body of the Issuer which decided the issuance of the bond program (or of the new tranche, if applicable) and admission of the bonds to trading on ATHEX.</p>	
<p>5. Financial Statements</p> <p>A) Financial statements of the Issuer for the two (2) financial years prior to the listing application, or consolidated financial statements in the case of a group, audited by a certified auditor, in accordance with International Financial Reporting Standards (IFRS) or the national accounting standards of the country of origin, provided that these are equivalent to IFRS. In the event that the Issuer has been operating for a shorter period, the financial statements for the respective period are submitted.</p> <p>B) Confirmation from the Issuer that the annual financial statements of the companies included in the consolidation, in accordance with the full consolidation method, for the last published financial year prior to submission of the application, audited by a certified auditor, have been published or submitted for publication in accordance with the law to which the Issuer is subject.</p>	
<p>6. Pro forma financial information accompanied by the report of a certified auditor, where applicable.</p>	
<p>7. Copy of the announcement of the recording in the GCR of the minutes of the meeting of the competent body of the Issuer regarding its current legal representation, while in the case of foreign companies, corresponding evidence of public disclosure of current representation. In the event of a change in current representation, the new representation of the company is submitted.</p>	
<p>8. If the Issuer belongs to the insurance company sector, the company’s annual Solvency and Financial Condition Report is submitted, which has been filed with its competent supervisory authority, in accordance with the Solvency II framework, Commission Delegated Regulation (EU) 2015/35 and Law</p>	

4364/2016, providing the relevant link at which the aforesaid report is available.	
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It should be noted that the documents of points 5 and 6 are submitted only if they have not already been posted in the company's file at the GCR. Otherwise, only reference is made to the GCR file number of the company/companies and the respective links.

TABLE 6**Application Form for Listing Bonds in the Fixed-Income Securities Segment – Declarations by the Issuer and the Sponsor**

To the Listing Division
 Athens Stock Exchange
 110 Athinon Ave.,
 Athens, 104 42

Place, Date.....

PART A. General Information

Corporate Name of the Issuer	
Distinctive Title	
Registered Office (for unlisted issuers)	
GCR no. (for unlisted issuers)	
Tax Registration Number (for unlisted issuers)	
Tax Office (for unlisted issuers)	
Telephone (for unlisted issuers)	
Website (for unlisted issuers)	
Email (for unlisted issuers)	
Contact details of the Issuer's authorised representative (name, title, telephone, email)	
Issue Sponsor	
Contact details of the Issue Sponsor (name, title, telephone, email)	
Coordinating Lead Underwriter/Lead Underwriter	
Type and number of bonds for admission	
Tranche number (where applicable)	
Type of offer	
Law governing the bond issue	
Primary Listing Market	
Secondary Listing Market (if any)	
Type of interest	
Nominal value of Bond	

Duration of the Bond Loan	
Minimum/maximum limit of bond subscription per investor	
Condition of bond issue	
Trading unit on ATHEX	
Interest Period	
Call Option	
Put Option	
Squeeze-out	
Collateral/Classification	
Bond rating (if any)	
Financial commitments	
Distribution restrictions	
Central Securities Depository (CSD) of initial registration	
Depository of secondary registration (if any)	
Market Maker (if any)	
Bondholders' Representative	
Paying Agent	
ISIN, CFI, FISN codes (if assigned)	
LEI code (if any)	
Use of the Electronic Book Building (EBB) Service	

The decision for the issuance of the Bond Loan and its admission to the Fixed-Income Securities Segment was taken by (insert the competent body) of the Issuer on ..././....., which (body) had the relevant competence in accordance with the Issuer's articles of association and the applicable legislation of its country of origin.

A similar application has/has not already been submitted or is being submitted simultaneously or is to be submitted in the near future for listing on a Regulated market or MTF of another EU member state or third country.

In its communication with ATHEX, the Issuer is bound by, as duly authorised by the competent body of the Issuer on dd/mm/yyyy.

Additional information relating to an Unlisted Issuer

- Brief presentation of the Issuer's branch of activity and prospects for its growth.

PART B: Declarations by the Issuer and the Sponsor

Detailed listing requirements:

1. The Issuer is a public limited company of Law 4548/2018 (or other specific law as the case may be), or a foreign company with equivalent legal form.	VALID / NOT VALID
2. The bond loan amounts to	VALID / NOT VALID
3. The Issuer:	
3.1 Has published/filed financial statements as a public limited company for at least 2 financial years	VALID / NOT VALID
or	
3.2 Has been operating for a shorter time and submits financial statements for: (insert the financial years)	VALID / NOT VALID
4. The financial statements of the Issuer are audited by a certified auditor and have been prepared in accordance with IFRS or equivalent (insert the accounting standards). In cases where the Issuer prepares consolidated financial statements in accordance with the full consolidation method, these statements, as well as the financial statements of the companies “.....”, “.....”, are also audited by a certified auditor.	VALID / NOT VALID
5. The legal position of the bonds and the Issuer is in accordance with the laws and regulations to which they are subject.	VALID / NOT VALID
6. The bonds that are to be listed are capable of being traded in a fair, orderly and efficient manner.	VALID / NOT VALID
7. There are no agreements that restrict the free negotiability of the bonds (e.g., restrictions in the articles of association, shareholder agreements, etc.).	VALID / NOT VALID
8. The Issuer has complied with the applicable legislation on corporate governance of its country of origin. The Issuer has adopted the Corporate Governance Code Foreign issuers must submit a legal opinion from a law firm of their country of origin concerning their compliance with the applicable corporate governance regime of their country of origin.	VALID / NOT VALID

It is hereby confirmed that:

1. All requirements are satisfied for the admission of the issuer’s bonds to the Fixed-Income Securities Segment, as these are set out in applicable legislation and the ATHEX Rulebook and irrespective of whether explicit reference is made to these requirements in this application.

2. If the Issuer or bonds to be listed are subject to special provisions with respect to requirements for incorporation and operation, as well as with regard to listing requirements, these special requirements are also satisfied, irrespective of whether explicit reference is made to them in this application (where applicable).
3. The bonds are issued in compliance with the law and their legal position is in conformity with the legislation to which they are subject.
4. The information required to ascertain fulfilment of the listing requirements will be updated whenever this is requested by ATHEX.
5. There is no information that could significantly adversely affect:
 - a) the financial situation of the Issuer, or
 - b) the admission of the bonds to the Fixed-Income Securities Segment,

which will not be included in the approved Prospectus.

6. The articles of association of the Issuer have been harmonised with the applicable provisions of Law 4548/2018 and of any special framework governing its operation, where appropriate also in the case of foreign Issuers depending on the respective law to which they are subject.
7. The bonds will not be admitted/will be admitted to a regulated market or MTF abroad.
8. The requirements in respect of the ascertainment of their fulfilment, in principle, by ATHEX cannot be affected by any events that have arisen after approval of the latest published financial reports which are in progress and are not presented in the Issuer's financial reports published to date, nor by any consequences that may arise in the event of negative outcomes of pending court cases in which the Issuer is involved.
9. The Issuer shows no dependence on individual clients, the loss of which would adversely affect its operation / the Issuer is dependent on and the consequences of its loss for the Issuer would be
10. The Issuer shows no dependence on individual suppliers, the loss of which would adversely affect its operation / the Issuer is dependent on and the consequences of its loss for the Issuer would be
11. A legal audit has been carried out for the period .../.../..... by the Law Firm and the main points of its conclusions are submitted:
12. The bonds are freely negotiable and dematerialised.
13. The listing application applies to all bonds of the same issue.
14. The draft Prospectus for listing has been/will be submitted to the competent supervisory authority.
15. The terms of issuance of the bonds to be listed include a provision on the procedure and method of keeping the bond register and the proof of capacity of bondholder in the case of imposition of deletion of registration by the securities depository in which the bonds are initially registered.

Additional statements by Issuers that are shipping companies

1. All vessels belonging to the Issuer's group:
 - 1) fulfil, at the time of submission of the application for listing on ATHEX, all conditions for the safety and protection of the marine environment which are laid down at any time for their class, by the law of the country of the ship's flag, the International Maritime Organization (IMO), the International Safety Management (ISM) Code and international conventions;
 - 2) have all the legal certificates of class maintenance and safe navigation, as well as all certificates of general/periodic inspection;
 - 3) are fully insured on the basis of their fair value as a minimum limit, on an internationally recognised insurance market or on different markets for vessel and engine risks, while for damages and claims from third parties they are insured by recognised P & I Clubs;
 - 4) are monitored by a classification society recognised by the European Union or the IACS.

2. The management company (if any) fully complies with the International Safety Management Code.

For the Issuer «.....»

The Legal Representative

(signature – stamp of the issuer)

For the Sponsor «.....»

The Legal Representative

(signature – stamp of the Sponsor)

TABLE 7: Supporting documents for approval of listing and commencement of trading of bonds

<p>1. Copy of the approved Prospectus in hard copy and in electronic form (submitted to ATHEX before the Public Offering, provided it is held)</p> <p><i>The paper version of the Prospectus must be accompanied by the following attestation: “The Issuer expressly and unreservedly confirms that all the data and information contained in this Prospectus are absolutely complete, accurate and up-to-date. The Issuer also confirms that the content of the posting on the ATHEX website is identical to the content of the Prospectus that circulates, while any amendment or updating of the Prospectus gives rise to an obligation on the part of the Issuer to immediately notify ATHEX. ATHEX does not assume any liability for or arising from the content of this Prospectus, which it has posted on its website exactly as it was submitted by the Issuer, without making any correction, addition or amendment”</i></p> <p><i>It should be noted that in the case of the issue and listing of bonds in successive tranches, the Supplement to the Prospectus will also be submitted.</i></p>	
<p>2. Confirmation from the Sponsor that all steps have been taken for the registration, clearing and settlement of the bonds in the Depository of initial registration.</p>	
<p>3. Letter from the Sponsor in which it:</p> <ul style="list-style-type: none"> • specifies the interest rate and the date of commencement of trading of the bonds to be listed, • makes reference to the appointment of a Market Maker or Market Makers (where applicable). 	
<p>4. Copy of the minutes of the competent body of the Issuer relating to the issuance of the bond, in accordance with the law to which it is subject.</p>	
<p>5. Confirmation from the Sponsor that all steps have been taken to credit beneficiaries with the respective quantities on the date of commencement of trading (if the EBB Service is not used).</p>	
<p>6. Settlement of the Issuer’s financial obligations to ATHEX and the Hellenic Capital Market Commission.</p>	

TABLE 8: Supporting documents for evaluation of the listing application for ETF Units

1. Application from the ETF Issuer for the admission of ETF Units to the “Exchange-Traded Funds” Segment – Declarations by the Issuer and the Sponsor (Form of Table 9).	
2. Copy of the codified articles of association of the Management Company.	
3. Minutes relating to the current legal representation of the ETF Issuer, while in the case of foreign ETF Issuers, corresponding evidence of public disclosure (validity) of the relevant representation.	
4. Copy of the operating licence of the management company in the case of a conventional ETF.	
5. List of any authorised participants that are entitled to engage directly with the ETF Issuer in the creation/redemption of Units.	
6. Copy of the minutes of the competent body of the ETF Issuer which decided the admission to trading of the ETF units on ATHEX.	
7. Copy of the licence to establish the ETF or of its operating licence, in the case of an ETF constituted under statute, certified by the competent authority of the country of origin.	
8. Copy of the Regulations of the ETF or of its codified articles of association.	
9. Annual and half-yearly reports of the ETF (if any), audited by a certified auditor, which have been prepared in accordance with the law of its country of origin, or unaudited report for any shorter period of the ETF’s operation, with information about its portfolio and units.	
10. In the case of a foreign ETF that has been established in another European Union member state, a letter is submitted by the ETF Issuer confirming completion of the procedure for the sale of its units in Greece.	
11. Copy of the Prospectus and of the “Key Investor Information Document (KIID)” and/or the “Key Information Document for Packaged Retail and Insurance-Based Investment Products (PRIIPS)” where applicable, in hard copy and in electronic form.	
12. Certified copy of the contract of the ETF Issuer with at least one (1) Market Maker.	
13. In the case of a secondary listing of ETF units, a copy or confirmation of listing approval or relevant announcement of the foreign regulated market.	

It should be noted that the documents of points 2, 3, 4, 8 and 9 are submitted only if they have not already been posted in the Issuer’s file at the GCR. Otherwise, reference is made to the GCR file number of the company/companies and the respective links.

TABLE 9: Supporting documents for approval of listing and commencement of trading of ETF Units

1. Attestation by the custodian that the assets of the ETF have been invested on the basis of the financial instruments that comprise the index tracked by the ETF or in which the ETF invests or which constitutes an ETF benchmark index, or on the basis of the underlying constituents that make up the ETF assets.	
2. Settlement of the Issuer's financial obligations to ATHEX.	
3. Letter from the ETF Issuer in which it: a) sets the date of commencement of trading of the Units on ATHEX, b) specifies the opening price for commencement of trading of the Units to be listed, c) confirms that all steps have been taken for the registration, clearing and settlement of the Units in the Depository of initial registration. The relevant announcement must have been posted on the ATHEX website by no later than the day preceding the day of commencement of trading of the units.	

TABLE 10**Application form for admission of Exchange-Traded Fund (ETF) units to the ETF Segment – Declarations by the ETF Issuer and the Sponsor**

To the Listing Division
 Athens Stock Exchange
 110 Athinon Ave.,
 Athens, 104 42

Place, Date.....

PART A: Listing application details

Corporate name of ETF Issuer/Management Company	
Distinctive title of ETF Issuer/Management Company	
Registered office of ETF Issuer/Management Company	
GCR no. of ETF Issuer/Management Company	
Tax Registration Number of ETF Issuer/Management Company	
Tax Office of ETF Issuer/Management Company	
Telephone of ETF Issuer/Management Company	
Website of ETF Issuer/Management Company	
Email of ETF Issuer/Management Company	
LEI code (if any)	
Contact details of representative of ETF Issuer/Management Company (name, title, telephone, email)	
Issue Sponsor	
Contact details of Sponsor (name, title, telephone, email)	
Coordinating Lead Underwriter/Lead Underwriter/Underwriter	
ETF name	
Type of ETF	
Legal form of the ETF	
Date of first issuance	
ISIN code (in the Dematerialized Securities System [DSS])	
ISIN code (in the Automated Integrated Trading System [OASIS])	
Total ETF assets	

Maximum number of units covered by the listing application	
Asset valuation currency	
ETF duration	
Financial year	
Creation unit	
Custodian (corporate name, address, contact telephone numbers)	
Market Maker (corporate name, address, contact telephone numbers)	
Paying Agent (corporate name, address, contact telephone numbers)	
ISSUE DETAILS	
Date of issuance	
Total number of units that have been or will be issued	
Issue unit price	
NAV/unit	
Register of initial registration	
Public disclosure of indicative NAV/unit (provider, date)	

On dd/mm/yyyy, the decision was taken by (competent corporate body) to list the ETF units of the Issuer for trading in the Exchange-Traded Funds Segment.

A similar application has/has not already been submitted or is being submitted simultaneously or is to be submitted in the near future for listing on a Regulated market or MTF of another EU member state or third country.

The decision to submit the application for listing in the Exchange-Traded Funds Segment was taken by (insert the competent body) of the Issuer on .../../....., which (body) had the relevant competence in accordance with the articles of association of the management company/issuer and the applicable legislation of its country of origin.

The listing application relates to all the ETF Units of the same class which have been issued or are to be issued in accordance also with the specific references in the Prospectus.

PART B: Declarations by the ETF Issuer and the Sponsor

Declaration of Fulfilment of Listing Requirements

1. All requirements are satisfied for the listing of the Units on ATHEX, in accordance with stock market legislation and the ATHEX Rulebook and irrespective of whether explicit reference is made to them in this application.
2. The information required to ascertain fulfilment of the listing requirements will be updated whenever this is requested by ATHEX.

Presentation of Listing Requirements

1. The applicant is a Management Company of Law 4099/2012 (or of Directive 2009/65/EC in the case of a foreign ETF) of the ETF with the name and is entitled to issue units of the aforesaid ETF or is an

Investment Company with Variable Capital (ICVC) of Law 4099/2012 or an investment company of Directive 2009/65/EC.

2. The ETF has assets totalling €....., on dd/mm/yyyy, which are fully paid-up.
3. The ETF and the ETF Issuer have been granted a licence for establishment and operation by the competent supervisory authorities of the country of origin.
4. The legal position of the Mutual Fund and of the ETF Issuer, as well as of the units that are the subject of the application for listing on ATHEX, is in accordance with the laws and regulations of the country of origin to which they are subject.
5. The units have been issued in accordance with the applicable legislation of the country of origin of the ETF, are fully paid, freely negotiable, and can be kept and settled in book-entry form by the DSS.
6. The Mutual Fund is entitled to sell its units to the investing public in Greece in accordance with relevant legislation in force (applicable only for foreign ETFs).
7. The creation and redemption of units takes place/does not take place in creation units with contributions in kind, cash or other financial instruments, in accordance with the legislation of the country of origin. Each creation unit consists of units.
8. The characteristics of the ETF allow public disclosure of the NAV/unit to the investing public.
9. The benchmark index of the ETF or the underlying constituents that make up the ETF assets can be calculated in a transparent manner.
10. The Issuer shall ensure equal treatment of holders of the same class of Units to which the listing application relates.
11. There is no information of a legal nature which could significantly adversely affect:
 - a) the financial situation of the Issuer,
 - b) the listing of the Units in the ETF Segment,which will not be included in the Prospectus.
12. The requirements in respect of the ascertainment of their fulfilment, in principle, by ATHEX cannot be affected by any events that have arisen after approval of the latest published financial reports which are in progress and are not presented in the Issuer's financial reports published to date.

E. Contact persons

In its communication with ATHEX, the ETF Issuer/Management Company shall be bound by, as duly authorised by the competent body.

For the ETF Issuer “.....”

The legal Representative

(signature – Issuer's stamp)

For the Sponsor “.....”

The legal Representative

(signature – Sponsor's stamp)