

Listing Of Additional Shares Notification Form

Record Id:

The user may elect to complete this online form all at once or in stages, entering and updating information over a period of time. The program will permit users to update the form and upload additional documents as long as the Form Status is "Open" (i.e., pending review by Nasdaq Staff).

This form must be submitted at least 15 days prior to issuing common stock, or a security convertible into common stock, in connection with: (i) the acquisition of the stock or assets of another company; (ii) equity-based compensation of officers, directors, employees or consultants (other than an equity grant to induce an individual to accept employment, as permitted by the exception contained in [Rule 5635\(c\)\(4\)](#)); (iii) a change of control; (iv) transactions other than public offerings; or (v) a transaction that implicates Nasdaq's Voting Rights Rule. See [Rules 5250\(e\)\(2\)](#), [5635](#) and [5640](#).

If this form is submitted in connection with an equity grant to induce an individual to accept employment, as permitted by the exception contained in [Rule 5635\(c\)\(4\)](#), it is sufficient to notify Nasdaq about the grant and the use of the exception no later than the earlier of: (x) five calendar days after entering into the agreement to issue the securities; or (y) the date of the public announcement of the award required by [Rule 5635\(c\)\(4\)](#). See [Rule 5250\(e\)\(2\)\(A\)\(ii\)](#).

GENERAL INFORMATION

Company Name *

Contacts

Please provide contacts for the purposes of processing this form. In addition, Nasdaq recommends that you share access to this form with at least one other company or legal representative by entering their email address on our Share Your Form page.

**Note that the system will immediately send an email to any contacts with whom you have shared this form, even if the form has not yet been submitted.

	Company Contact *	Outside Legal Counsel
Name *	<input type="text"/>	<input type="text"/>
Title/Firm	<input type="text"/>	<input type="text"/>
Phone *	<input type="text"/>	<input type="text"/>
Email *	<input type="text"/>	<input type="text"/>
Primary Contact *	<input type="checkbox"/>	<input type="checkbox"/>

Foreign Private Issuer

FPI Yes No

Security Information

CUSIP Symbol Security Class and Description *

Pre-Transaction Total Shares Outstanding(TSO), excluding Treasury Shares * As Reported on the Company's *

as of (mm/dd/yyyy) *

Other General Information

1. Provide a brief description of the transaction *

2. Select the box(es) below that best describe the nature of the transaction. *

Acquisition/Merger

Can any shares or convertible securities be issued to any party other than the target or its shareholders in connection with the transaction? Yes No

Is there a shareholder that beneficially owns 5% or more of the company's outstanding shares before or after the transaction? Yes No

Change of control under [Listing Rule 5635\(b\)](#):

Could this transaction result in an issuance whereby an investor or group would own or have the right to acquire 20% or more of the outstanding shares of common stock or voting power? Yes No

Will the company assume any equity compensation plans of the target? Yes No

Will the company assume any additional equity compensation awards issued outside of the assumed plans that have already been described above? Yes No

Are there any contingencies that may result in the issuance of additional shares not included above (such as earn-out payments, anti-dilution adjustments, price protection, reset, or other similar provision)? Yes No

Is the maximum number of shares issuable included in the beneficial ownership table above? Yes No

What is the maximum number of shares issuable by the company?

Please provide the breakdown of all common stock or equivalents that can be issued as consideration, including any shares underlying each security that is convertible/exercisable into common stock and any shares assumed under equity compensation plans (inducement awards issued in accordance with [Listing Rule 5635\(c\)\(4\)](#) are excluded from this calculation), and any shares issuable in connection with the acquisition as a result of contingencies (such as earn-out

payments, anti-dilution adjustments, price protection, reset or similar provisions). *

Does any officer, director, or any shareholder that owns 5% or more of the company have a direct or indirect interest in the transaction (including a selling shareholder)? Yes No

In connection with the transaction, will any party receive board observation, nomination, or designation rights? Yes No

Is there any equity financings in connection with the acquisition, including to fund the cash portion of the consideration? Yes No

Compensation Arrangements

Choose all that apply:

Adoption/Amendment to Equity Compensation Plan

Dividend Reinvestment Plan

Employee Savings, Stock Purchase or 401(k)

Inducement Grant Plan/Specific Inducement Grants [i](#)

Professional Services Agreement for which shareholder approval was not obtained

1) What's the name of the plan, plan amendment or other arrangement? *

What is the maximum number of shares offered by the Company?

2) If the plan, plan amendment or other arrangement was not approved by shareholders, upon which exception to [Listing Rule 5635\(c\)](#) is the company relying? *

1 - Date of the agreement to issue securities to the new employee(s):

2 - Have you attached the board or compensation committee resolutions approving the grant? Yes No

3 - Has the company issued a press release announcing the grant(s)? Yes No

4 - What is the maximum number of shares offered by the Company underlying the grant (s)?

Are the shares issued eligible to be registered on a Form S-8? See [FAQ #211](#) for more information. Yes No

Transaction other than a public offering, such as a Private Placement, 144A, Convertible Notes, Registered Direct Offering, or Exchange Offering

Has the company done any capital raising transactions within the past 6 months? Yes No

On what date and time (or expected if not yet known) was the definitive agreement to issue the securities entered into?

Provide the sale price per share or conversion price if fixed.

Will the sale price or conversion price be at least equal to the Minimum Price? The "Minimum Price" is the lower of the Nasdaq Official Closing Price or the 5 day average Nasdaq Official Closing Price (in each case immediately prior to signing the agreement). If the issuance includes common stock (or equivalent) and warrants, please see [FAQ#279](#). The Nasdaq Official Closing Price is available at: <https://www.nasdaq.com/market-activity/quotes/historical-nocp>.

Yes No

Is there a shareholder that beneficially owns 5% or more of the company's outstanding shares before or after the transaction?

Yes No

Change of control under [Listing Rule 5635\(b\)](#):

Could this transaction result in an issuance whereby an investor or group would own or have the right to acquire 20% or more of the outstanding shares of common stock or voting power?

Yes No

Can additional shares be issued in the transaction due to anti-dilution adjustments, price protection, reset, or another similar provision? Yes No

Is this a future priced security? Refer to [Listing Rule IM-5635-4](#), for a definition of future priced securities Yes No

Please provide a breakdown of all common stock or equivalents that can be issued. Include any securities that are convertible/exercisable into common stock and any shares issuable due to anti-dilution adjustments, price protection, reset or similar provisions. *

Is any officer, director, employee, or consultant of the company participating in the transaction (including as a selling shareholder or through an affiliated entity)? Yes No

In connection with the transaction, will any party receive board observation, nomination, or designation rights? Yes No

If a security that is convertible into common stock is issued in the transaction, does it contain voting rights to elect directors? Yes No

What are the use of proceeds?

Are any proceeds from the private placement being used to fund the acquisition of the stock or assets of another company? Yes No

Provide the name of the brokerage firm or placement agent (if any).

Will any placement fees be paid in the company's common stock or securities convertible into common stock? Yes No

This transaction is intended to be structured as a public offering under [IM-5635-3](#)

Is this a firm commitment underwritten offering of common stock only? Yes No

Is it a best efforts offering, a bought deal or any other transaction where securities other than common stock (or ordinary shares) are being issued? Yes No

Is the company conducting an "at the market offering" (ATM) as defined in SEC [Rule 415](#)? Yes No

Is this a rights offering (including a poison pill)? Yes No

Does any officer, director, employee, or consultant of the company have a direct or indirect interest in the transaction other than participating in the rights offering on the same terms as all other participants? Yes No

Does any shareholder who owns 5% or more of the company have a direct or indirect interest in the transaction other than participating in the rights offering on the same terms as all other participants? Yes No

Is this offering registered with the SEC as a public offering? Yes No

Other (select other if no other category is applicable to describe the transaction)

Please provide a detailed explanation of the transaction *

ATTACH SUPPORTING DOCUMENTS

List all filings made or expected to be made with the SEC related to the transaction, including the form type and the date filed on EDGAR.

Initials *

the company agrees that without uploading or linking to any documents, Staff will not complete its review.

Attach all supporting documents (specific to each type of transaction) – note that you can upload documents in draft form and upload the updated versions as they become available.

To facilitate the review process, please attach any supporting documents electronically, including confirmation of payment. The Listing Center will

allow you to attach documents and submit them to Nasdaq at any time during the review process. **Documents should be provided using one of the following formats: PDF (Preferred), and MS Word.**

Click the "Browse" button below to upload documents from your computer.

[Upload](#)

Enter expected and/or final dates

Date of board or committee approval

Date of shareholder approval (if applicable)

Date/time of binding agreement (or expected date if not yet known).

Date or expected date of issuance

AFFIRMATION

User Id

Name *

Title/Firm *

Date *

Initials *

I have been authorized by the company and have the legal authority to provide information on the company's behalf; to the best of my knowledge and belief, the information provided is true and correct as of this date; and I will promptly notify Nasdaq of any material changes.

Form Created By: on ; Form Last Updated By on , Form Owned By:

* Indicates a field required for submission.