Listing Application - For Seasoned Companies

Record Id:

GENERAL COMPANY INFORMATION

Company Name *

Address of Principal Executive Offices *

Address Line 2

City/Province *

State

Zip/Postal Code

Country *

Phone *

Website

State of Incorporation

Country of Incorporation *

Date of Incorporation *

Operations Start Date

SEC File Number

Central Index Key (CIK) Code *

Most Recently Reported Fiscal Year End *

Foreign Private Issuer * ◯ Yes ◯ No

Is this company a SPAC? * ◯ Yes ◯ No

Is the applicant now filing or has it at any time in the past filed reports under Regulation A by the Securities and Exchange Commission mandated under the Jumpstart Our Business Startups Act of 2012 (the JOBS Act)? *

◯ Yes ◯ No

Company Description *

Is this Company seeking to list in connection with a combination with a Nasdaq-listed entity wherein the Nasdaq-listed entity is acquired by the Company, a new SEC registrant? * ◯ Yes ◯ No

Choose a Nasdaq Market Tier

An issuer seeking to list on either the Global Select Market or the Global Market will be approved for the market tier with the highest listing standards that the company meets. Corporate Bonds (non-convertible debt) are only eligible to be listed on The Nasdaq Global Market. *

◯ Nasdaq Global Select Market® ◯ Nasdaq Global Market® ◯ Nasdaq Capital Market®

Indicate Interest in Cross Listing on Nasdaq Stockholm

Issuers that are seeking listing on the Nasdaq Stock Market, but not incorporated in a European Union member state, may simultaneously request cross listing on the Nasdaq Stockholm regulated market. Cross listing may be accomplished using much of the information contained in documents previously filed with the United States Securities and Exchange Commission. If your company is interested in pursuing a cross listing, please select the button below.

☐ Yes, I am interested in learning more about cross listing on the Nasdaq Stockholm.

Application Contacts

Please provide at least one contact 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 *	U.S. Business Hours Contact (if company is located outside of the U.S.)
Contact Name *	Contact Name *	Contact Name
Firm Name	Firm Name *	Firm Name
Phone *	Phone *	Phone
Email *	Email *	Email
	Address *	
	Address Line 2	
	City/Province *	
	State	
	Postal/Zip Code *	
	Country *	
Primary Contact * ☐	☐	☐

Nasdaq will conduct all communications with respect to the applicant with the designated primary contact.

Billing Information

Name *

Title/Firm

Phone *

Email *

☑ Invoices will be sent electronically UNLESS you check this box.

Billing Address

☐ Use address of principal executive offices listed above for billing.

Address *

Address 2

City *

State

Province

Postal/Zip Code

Country *

Securities/Accounting Professionals

Please provide the following information.

Auditor

Firm Name

City

State

Country

Transfer Agent

Firm Name

ISSUE-SPECIFIC INFORMATION

Issue-Specific Information

In order for the application to properly store any of the issue information entered in this section, you must enter either a valid cusip number or a reserved symbol below. For corporate bonds, you must enter either a valid CUSIP number or a valid ISIN number.

Add New Issue

Primary Issue

Indicate Issue to list/switch

Current Trading Symbol *

Current Market
Other

Issue Type *

Issue Class

CUSIP *

Par Value

Par Value Currency

Roundlot Shareholders

As of Date

Beneficial Shareholders

As of Date

Number of Votes per Share

Unit Components

Timing of Unit Separation

Reserved Trading Symbol *

Is the Security Book Entry Only *

Are any of the above securities considered to be a Tracking Stock as defined in Rule 5222 ?

For American Depositary Shares (ADS):

List the name of Depositary Bank:

Confirm that the ADS have been issued in a sponsored program: Yes No

Provide the ratio of Underlying Shares :

BOARD MEMBER INFORMATION

Provide each board member's full legal name (first, middle and last), date of birth or age, and committee

assignments, and indicate whether the director is independent, as defined in Listing Rule 5605.

❗ Incomplete information or inaccurate spelling can delay processing of your application so please ensure that all names entered reflect the person's full legal name and are spelled correctly.

Add a New Director

Number of Directors on Board: 0	Number of Independent Directors on Board: 0
Number of Directors on Audit Committee: 0	Number of Independent Directors on Audit Committee: 0

REGULATORY PROCEEDINGS/LITIGATION

1. With respect to the company, its predecessors and its subsidiaries (collectively, the "Company"), -provide a detailed description of all inquiries, investigations, lawsuits, litigation, arbitration, hearings, or any other legal or administrative proceedings (collectively, "Proceedings") commenced within the past 10 years:
    a. that are or were initiated or conducted by any regulatory, civil or criminal agency (including but not limited to the SEC, FINRA, PCAOB, state securities, banking and insurance regulators, Commodities Futures Trading Commission, Department of Justice, state bar associations, state boards of accountancy, or any foreign regulatory, civil or criminal authority); or

    b. in which claims material to the company are or were asserted under federal and/or state securities, banking, insurance, tax or bankruptcy laws; or

    c. in which claims material to the company are or were asserted otherwise alleging fraud, deceit or misrepresentation. To the extent that such items have been disclosed in the company's SEC filings, the applicant may refer to and/or submit copies of the relevant SEC's filings in which such matters were disclosed in lieu of providing a detailed description.

    d. In connection with all proceedings that have been concluded, please provide documentation, which reflects the final disposition of each proceeding. The company should update Staff promptly of any and all material developments related to the matters identified in the response to these questions and should supplement its response if additional matters arise while its application is pending.

2. With respect to the applicant's current executive officers, directors, and ten percent or greater shareholders, provide a detailed description of all Proceedings (as defined in Question 1):

    a. that are or were initiated or conducted by any regulatory, civil or criminal agency (including but not limited to the SEC, FINRA, PCAOB, state securities, banking and insurance regulators, Commodities Futures Trading Commission, Department of Justice, state bar associations, state boards of accountancy, or any foreign regulatory, civil or criminal authority); or

    b. in which claims are or were asserted otherwise alleging fraud, deceit or misrepresentation and seeking damages in excess of $100,000.

NOTE: With respect to questions 2a and 2b, there is no limit on the time frame covered by the request.

Instructions

Questions 1 and 2 should be interpreted broadly and should include matters that relate to trading in the securities of the Company. Accordingly, responses should include communications of any nature that the Company, its officers, director and affiliates have had with FINRA or any other regulatory, civil or criminal agencies concerning trading in the securities of the Company.

Upon review of the information provided by the applicant, Nasdaq Listing Qualifications Staff may request additional information, such as copies of all court and administrative filings, and documents, that reflect the substance of the allegations of any proceedings described above, and the sanctions imposed.

The applicant should notify Nasdaq Listing Qualifications Staff promptly of any and all material developments related to the matters identified in the response to these questions and should supplement its response if additional matters arise while its application is pending.

Other

1. Has the company or any of its predecessors previously applied or requested a review of eligibility to have its securities listed or quoted on any marketplace? If so, please provide the name of the marketplace, and the date and outcome of the application or review. In addition, state whether the company's securities have ever been delisted; the date and reasons for any delisting; whether the issuer is (was) the subject of any inquiries or investigations by a securities exchange; and the outcome or resolution of such inquiries or investigations. Please note that the issuer's obligation to respond to this question is ongoing and the issuer must promptly advise the Exchange of receipt of any relevant inquiry.

    *

2. Has the company filed a Form 10 registration statement, or equivalent document, within the past 12 months for purposes of registering a class of securities under Section 12 of the 1934 Act with the Securities and Exchange Commission (SEC) or other regulatory authority? ◯ Yes ◯ No

   If “yes,” please provide a copy of the complete filing and include comments from the SEC or appropriate regulatory authority and the company's responses thereto.

   Date of SEC effectiveness

   Date cleared all SEC comments

3. Please indicate whether or not the company has or plans to become public by combining with a public shell, whether through a reverse merger, exchange offer, or otherwise. ◯ Yes ◯ No

   If yes, please provide a detailed description of the transaction including the names of all parties to the transaction, the terms of the transaction and the date or expected date of closing.

4. Provide a list of any equity financings, including any and all bridge financings, shelf registrations, Regulation S offerings, or private placements that are contemplated or have been consummated within the prior six months. Describe the transactions in detail (i.e., date, price per share, discount, terms of conversion, the investors and their relationship to the company or other participants in the transactions), including the terms and conditions of any resale restrictions.

   *

5. Please Indicate whether or not the issuer conducts any of its operations through a variable interest entity or any similar type of entity where the issuer’s control over the entity is based on contractual arrangements rather than equity ownership. ◯ Yes ◯ No

   If yes, please describe this structure.

The fact that an applicant may meet Nasdaq's numerical guidelines does not necessarily mean that its application will be approved. In connection with the review of any application, and as set forth in the Nasdaq Listing Rules, Nasdaq reserves the right to request additional information or documentation, public or non-public, deemed necessary to make a determination regarding a security's qualification for initial inclusion, including, but not limited to, any material provided to or received from the Securities and Exchange Commission or other regulatory authority.

ATTACH SUPPORTING DOCUMENTS AND FEE PAYMENT INFORMATION

In addition to a completed Listing Application, prior to approval, Nasdaq will require additional information and supporting documentation. Documentation will vary depending on the type of application you are submitting. Please review our Supporting Documentation Guidelines. These guidelines, presented by application type, list the specific documents Nasdaq will require prior to approval for your specific application type. Required documentation must be provided prior to approval, but is not required at the time of original submission.

If the company has submitted a confidential draft registration statement to the SEC in connection with its proposed initial public offering, please attach the most recent copy of this draft registration statement and all related SEC correspondence.

If the company does not meet one or more of the initial listing requirements for the Nasdaq market to which it is applying, please attach a detailed plan of how the company plans to meet such requirements. Please note that this plan will be required in order to assign the application to an analyst.

To facilitate the review process, please submit supporting documentation electronically. You can submit additional documentation for your form at any time during the application review process.

Please note: If the Company does not meet any of Nasdaq's initial listing standards, please attach a detailed plan as to how the Company will meet such standards. Failure to do so may result in the rejection of this listing application by Nasdaq.

Click the icon to upload. To attach multiple documents, hold CTRL key while making the selection. Documents should be provided using one of the following formats: MS Word, MS Excel or PDF.
Click the icon to upload.

No files attached

Fee Payment Information

For Applicants seeking to list equity securities only:

- On the Nasdaq Capital Market, a $5,000 non-refundable fee is due at the time of application.
- On the Nasdaq Global or Global Select Markets, a $25,000 non-refundable fee is due at the time of application. The balance of the fee is due prior to the commencement of trading.
- There is no fee for equity securities currently trading on NYSE American or another National Securities Exchange.

For Applicants seeking to list debt securities only or in conjunction with the listing of equity securities:

- A $5,000 non-refundable fee is due for each security you are seeking to list at the time of application. There is no fee for debt securities currently trading on another National Securities Exchange.

Fees may be paid by wire transfer. Please follow instructions provided here.

Please provide the following information:

Remitter Name (if different than name of the company)

Wire Confirmation Number

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. I understand that the Company has a continuing duty to update Nasdaq whenever there is an addition to or change in information previously furnished.

Applicants have a continuing duty to update responses to each of the questions on this application whenever there is an addition to or change in information previously furnished.

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

* Indicates a field required for submission.

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