



**Resolution No. 130/2019 of the Chief Executive Officer  
of the Budapest Stock Exchange Ltd.**

Budapest, May 13, 2019

The CEO of the Budapest Stock Exchange Ltd., in accordance based on the authorisation included in Section 4.2 c) of the Book Two of the General Terms of Service of the Budapest Stock Exchange Ltd. titled Regulations on Listing and Continued Trading (hereinafter: Regulations on Listing), hereby resolves that the use of the application forms as attached to this resolution is obligatory for the general listing procedures of the Equities Prime Market, Standard Market and T Market as governed in Sections 15.4 and 15.5 of the Regulations on Listing.

This resolution shall enter into force on May 14, 2019, repealing CEO resolution No. 143/2018.

István Máté-Tóth  
Deputy CEO of Business  
Development

Richárd Végh  
Chairman and CEO

**Important notice:**

All information contained within this material is for information purposes only and shall not be considered as an official translation of the CEO Resolution referred to herein. The original Hungarian language version of the CEO Resolution referred to herein remains to be the solely legally binding material in the subject matter.



# APPLICATION FOR LISTING AND COMMENCEMENT OF TRADING FOR SECURITIES SERIES ISSUED BY A PUBLIC LIMITED COMPANY ON THE BUDAPEST STOCK EXCHANGE

## (GENERAL LISTING PROCEDURE EQUITIES PREMIUM, STANDARD AND T MARKETS)

The application and its appendices must be signed by the Applicant/Issuer. Please be advised that some of the documents can be signed by the Issuer exclusively. Please avoid using black ink when signing the application documents. Every document must be submitted in one copy (except where otherwise indicated). The application and the attached declarations must be duly signed and submitted in original. Other appendices must be attached in original or in plain copies. Documents written in languages not officially approved by the Supervision must be accompanied by authenticated translations into English or Hungarian.

The Exchange accepts fully completed application forms only. Data fields, declarations or appendices not filled out or attached by the Applicant should be indicated on the form ("-"; "N/A"). Please do not delete fields/rows from the application form. Only applicable appendices must be attached. Please do not alter the numbering of the appendices if you do not have to attach all of them.

Capitalised terms not defined herein shall have the same meanings ascribed to them in the Book One of the General Terms of Service of the Budapest Stock Exchange Ltd. titled Introductory and Interpretative Provisions (hereinafter referred to as "Interpretative Provisions").

**Applicants may only request for listing complete series of securities on the Exchange!**

### **Other requirements relating to the application process to be fulfilled prior to the listing of the securities:**

1. In line with the provisions of the Book Six of the General Terms of Service of the Budapest Stock Exchange Ltd. titled Regulations on Official Publications (hereinafter referred to as Regulations on Official Publications), the Applicant/Issuer shall disclose a statement on which language<sup>1</sup> approved by the Supervision it intends to use to perform its obligation to provide information during the continued trading of its securities. (Newstype: Other Information)
2. In line with the Regulations on Official Publications, the Applicant/Issuer shall disclose the Exchange Prospectus, together with its supplement(s) (if any) in the language approved by the Supervision *at least two (2) Exchange Days before the start of trading on the Exchange*. (Newstype: Exchange Prospectus/Information Document)
3. In line with the provisions of the Regulations on Official Publications, and using the language approved by the Supervision, the Issuer of the shares shall disclose the effective Articles of Association. (Newstype: Articles of Association)
4. The Issuer shall publish the ownership structure of the series subject to the listing application (Appendix 19) and the name and address of the Registrar of Shares in accordance with the provisions

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<sup>1</sup> Issuers listed on or reclassified to Equities Prime Market are required to select English as their (or one of their) reporting languages.



of the Regulations on Official Publications, in a language approved by the Supervision, *at least one Exchange Day prior* to the commencement of trading. (Newstyp: Shareholder Structure and Other Information)

5. Issuers not under the force of the CMA who intend to follow the disclosure obligations of their home member state (as defined in Directive 2004/109/EC of the European Parliament and of the Council) in accordance with Sections 18.1.2, 19.2 and 41.1 of the Regulations on Listing, shall make a declaration (Appendix 20) in accordance with Section 15.4.2.2 h) of the Regulations on Listing and disclose such declaration in compliance with the provisions of the Publication Guide *at least one Exchange day prior* to the commencement of trading. (Newstyp: Extraordinary Information)
6. In case admission is sought to Equities Prime Market, the Issuer must prepare the Corporate Governance Report in accordance with the Corporate Governance Recommendations issued by the Exchange and disclose it at least one Exchange Day prior to the First Trading Day. (Newstyp: CG Declaration)



# APPLICATION FOR LISTING AND COMMENCEMENT OF TRADING FOR SECURITIES SERIES ISSUED BY A PUBLIC LIMITED COMPANY ON THE BUDAPEST STOCK EXCHANGE

**Application of:**

\_\_\_\_\_ (hereinafter referred to as "Issuer")

\_\_\_\_\_ (hereinafter referred to as "Applicant")

**for the listing of securities on the** Budapest Stock Exchange based on Section 15.4 and 15.5 of the Book Two of the General Terms of Service of the Budapest Stock Exchange Ltd. titled Regulations on Listing and Continued Trading (hereinafter referred to as "Regulations on Listing") **in general listing procedure.**

The securities are requested to be admitted into **Equities** \_\_\_\_\_ **Market.**<sup>2</sup>

## **I. Information regarding the Applicant/Issuer and the securities to be listed:**

1. Name of Applicant <sup>3</sup> :	
2. Registered seat of Applicant <sup>3</sup> :	
3. Mailing address of Applicant <sup>3</sup> :	
4. Phone number of Applicant <sup>3</sup> :	
5. Facsimile number of Applicant <sup>3</sup> :	
6. E-mail address of Applicant <sup>3</sup> :	
7. Name of Issuer:	
8. Registered seat of Issuer:	
9. Mailing address of Issuer:	
10. Phone number of Issuer:	
11. Facsimile number of Issuer:	
12. E-mail address of Issuer:	
13. Total face value of series:	
14. Data of issues and offerings before listing on the Exchange, which are not presented in the Exchange Prospectus (e.g. price and number of shares offered):	
15. Description of any other regulated market(s) where the Applicant/Issuer has listed its securities, or intends and has decided to list the securities:	
16. Language approved by the Supervision which the Applicant intends to use during the Listing Procedure:	
17. Name and address of share registrar of the Issuer:	

<sup>2</sup> Common share series issued by the same Issuer shall not be assigned to different categories, only one type of category can be chosen. In case of share series of different share types or share classes issued by the same Issuer, the CEO may decide on categorising the different share series in the same Market taking into account the general characteristics and the rights embodied in them. If the Issuer requests the listing of more share series into different categories, it shall be clearly indicated which series it requests to be included in which category.

<sup>3</sup> Must be filled out for the Issuer separately if the Applicant differs from the Issuer.



18. Billing name (if different from the Issuer's name):	
19. Billing address (if different from the Issuer's address):	
20. Tax identification number (or EU tax identification number):	
21. Billing requested in HUF or EUR:	

**Please be advised that the decision maker may require the submission of other data in addition to the above.**

## **II. Additional requirements for admission into Equities Prime Market:**

The security series of the Applicant/Issuer meets the criteria for admission into Equities Prime Market listed below (In case of several common share series issued by the same Issuer, the different common share series shall jointly meet the conditions below. In case of different share types or share classes issued by the same Issuer, the CEO may decide on categorizing the different share series in the same Market – taking into account the general characteristics and the rights embodied in them –, in which case, the share series of different share types or classes shall jointly comply with the conditions below):

	YES	NO
1. The Market Value <sup>4</sup> of the security series to be listed is at least HUF 5 billion.		
2. Criteria regarding the Free Float:		
2.1 At least 25% of the series to be listed is Free Float, or		
2.2 Shares to the Market Value of at least 2 billion forints of the series to be listed are free float, or		
2.3 The series to be listed is held by at least 500 investors, with evidence of ownership available. <sup>5</sup>		
3. The Issuer of the securities has three full business years, certified by an auditor.		
4. The Issuer has made a Public Transaction <sup>6</sup> that refers to the equity series to be listed in the value of at least HUF 100 million (disregarding the introduction of the shares into Exchange trading).		
5. The Issuer is not under bankruptcy proceedings.		
6. The series to be listed are common shares series.		

The requirement related to the number of shareholders need not be examined for Issuers that apply for listing securities that are already listed at a regulated market and are found to pass the category tests performed using the trading data of that market.

By the Issuers, whose series of securities is already listed on one or more regulated markets the Exchange may dispense with criteria prescribed for Public Transactions in order to be assigned to Equities Premium.

## **III. Additional requirements for admission into Equities Standard Market:**

The security series of the Applicant/Issuer meets the criteria for admission into Equities Standard Market listed below (In case of several common share series issued by the same Issuer, the different common share series shall jointly meet the conditions below. In case of different share types or share classes issued by the same Issuer, the CEO may decide on categorizing the different share series in the same Market – taking into account

<sup>4</sup> If you entered YES into this field, please attach Appendix 7.

<sup>5</sup> If you entered YES into this field, please attach Appendix 6.

<sup>6</sup> If you entered YES into this field, please attach Appendix 21. In the case the admission is requested into Equities Premium Market and you entered NO into this field, please attach Appendix 22. Public transaction: the public issue or offer for public sale of equities in the value of at least HUF one hundred million (100,000,000), excluding Exchange listing. For further, specific requirements please see Appendix 21.



the general characteristics and the rights embodied in them –, in which case, the share series of different share types or classes shall jointly comply with the conditions below):

	YES	NO
1. The Market Value <sup>7</sup> of the security series to be listed is at least HUF 250 million.		
2. Criteria regarding the Free Float:		
2.1. At least 10% of the series to be listed is Free Float, or		
2.2. Shares to the Market Value of at least 100 million forints of the series to be listed are free float, or		
2.3. The series to be listed is held by at least 100 investors, with evidence of ownership available. <sup>8</sup>		
3. The Issuer of the securities has three full business years, certified by an auditor. <sup>9</sup>		

The requirement related to the number of shareholders need not be examined for Issuers that apply for listing securities that are already listed at a regulated market and are found to pass the category tests performed using the trading data of that market.

#### **IV. Additional requirements for admission into Equities T Market:**

Only Issuers listed on the T Market may list its newer shares series on the Exchange's T Market; further requirements has not been set.

#### **V. Appendices to the Application:**

<b>Appendices</b>	<b>Attached</b> (please place an "x" where appropriate)
1. Declarations	
2. Description of contracts, agreements limiting the freely negotiable nature of the series of securities	
3. Declaration on the credit rating of the Issuer, the security to be listed or the eventual guarantor	
4. Data sheet for the market maker agreement	
5. Information regarding the necessity to modify or supplement the data included in the Exchange Prospectus following its approval, or any other information regarding which the Applicant/Issuer feels obliged to inform the Exchange as regards the listing procedure	
6. Verification of the number of shareholders of the security series	
7. The Market Value of the security series	
8. One copy of the Exchange Prospectus of the securities	
9. If an Exchange Prospectus is not submitted, supporting documents/information explicating why the Exchange Prospectus is not being enclosed (with reference to relevant laws and/or stock exchange regulations)	
10. Articles of Association	
11. In the event of a change in the Articles of Association in effect of the Issuer, a copy of the documents to justify the contents of the application for the registration of change	
12. The permission provided for by the Supervision (or the relevant authority of any of the European Union Member States) to publish the Prospectus prepared for the listing of	

<sup>7</sup> If you entered YES into this field, please attach Appendix 7.

<sup>8</sup> If you entered YES into this field, please attach Appendix 6

<sup>9</sup> If you entered NO into this field, in cases that deserve exceptional consideration, the Exchange may deviate from this condition. Please attach Appendix 25 explaining the circumstances on which the exceptional consideration is based.



the whole of the securities series on the regulated market, or a certificate of the existence of such permission	
13. If an investment firm is involved in the listing procedure, a joint statement by the Applicant and the investment firm that the investment firm acts on behalf of the Applicant during the listing procedure	
14. Declaration naming the Issuer's representative (name, postal address, telephone number, e-mail address) responsible for maintaining contact with the Exchange and the investors during continuous trading	
15. If the Issuer and the Applicant of the securities to be listed are not the same, the name of the Applicant's representative responsible for maintaining contact with the Exchange during the listing procedure	
16. Product List data relevant to the securities to be listed	
17. A statement by KELER Zrt. and KELER KSZF Zrt. specifying that the security is accepted for account keeping, recording and exchange settlement	
18. Legal status record of the Issuer, not older than thirty days, or a decision on the modification of the form of operation	
19. Ownership structure	
20. Declaration on the laws followed with regard to the fulfilment of disclosure obligations	
21. Documents certifying the execution of a Public Transaction, and the Issuer's statement	
22. In the case no Public Transaction has been executed and the admission is requested into Equities Premium Market, the Issuer's request on the postponement of the Public Transaction <sup>10</sup>	
23. Declaration on MiFID II reference data	
24. Declaration on meeting the requirements set forth in the relevant laws	
25. (and further Appendices) Other documents	

\_\_\_\_\_

Date

\_\_\_\_\_

due signature of Applicant/Issuer  
signatory name

<sup>10</sup> By the Issuers, whose series of securities is already listed on one or more regulated markets the Exchange may dispense with criteria prescribed for Public Transactions in order to be assigned to Equities Premium.



# APPENDICES





### Appendix 1: Declarations

The Issuer declares:	YES	NO
that the securities to be listed are Negotiable securities;	X	
to be aware of contracts or agreements that limit the freely negotiable nature of the series of securities; <sup>11</sup>		
to accept the Exchange Rules as binding upon itself;	X	
to accept and observe the terms set forth in KELER Rules;	X	
to accept depository receipts issued by KELER Zrt. in its capacity of a depository or with reference thereto as a certificate of title to the Issuer's securities;	X	
that the listing of new securities will be initiated as required in the Regulations on Listing if securities incorporating identical rights with securities on the Product List are issued as part of capital increase or a tap issue;	X	
that the Issuer, the security to be listed or the eventual guarantor has credit rating <sup>12</sup> .		
that the securities have been issued under Hungarian law or in the case of foreign securities under the law of the jurisdiction where the head office of the Issuer or the place of issue is located.	X	
<p>Of the languages approved by the Supervision, the Issuer intends to <b>perform its disclosure obligations in the _____ language</b> (Hungarian or English), <b>and to keep contact with the Exchange during the continued trading of its securities in the _____ language</b> (Hungarian or English).</p> <p style="text-align: center;">_____</p> <p style="text-align: center;">Date <span style="margin-left: 150px;">due signature of Issuer, signatory name</span></p>		

The Applicant/Issuer declares:	YES	NO
that market maker arrangement(s) was (were) made regarding the security to be listed; <sup>13</sup> .		
that following the approval of the Exchange Prospectus, the Applicant considers it necessary to modify or supplement the data included in the Exchange Prospectus or is in possession of any information with reference to which it should feel obliged to inform the Exchange regarding the listing procedure <sup>14</sup> .		

(In the case of several shares series may be issued which are to be listed by the same Issuer, this appendix must be submitted separately for the different series of shares.)

<sup>11</sup> If you entered YES into this field, please attach Appendix 2 with detailed information regarding the contracts or agreements.

<sup>12</sup> If you entered YES into this field, please attach Appendix 3 containing the credit rating of the Issuer, the securities and/or the guarantor and the credit rating agency.

<sup>13</sup> If you entered YES into this field, please attach Appendix 4 containing details of the market maker agreement.

<sup>14</sup> If you entered YES into this field, please attach Appendix 5 with the relevant information.



**Appendix 2: Description of contracts, agreements limiting the freely negotiable nature of the series of securities**

No formality requirements.

\_\_\_\_\_ Date due signature of Applicant/Issuer, signatory name

(In the case of several shares series may be issued which are to be listed by the same Issuer, this appendix must be submitted separately for the different series of shares.)

**Appendix 3: Declaration on the credit rating of the Issuer, the security to be listed or the eventual guarantor**

1. Name and rating of Issuer:

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Issuer's long-term debt rating:

Moody's	Standard & Poor's	Fitch	Other

2. Name, registered seat and rating of Guarantor:

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Guarantor's long-term debt rating:

Moody's	Standard & Poor's	Fitch	Other

3. Name and rating of security:

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Security's long-term debt rating:

Moody's	Standard & Poor's	Fitch	Other

\_\_\_\_\_ Date due signature of Issuer, signatory name

(In the case of several shares series may be issued which are to be listed by the same Issuer, this appendix must be submitted separately for the different series of shares.)



#### Appendix 4: Data sheet regarding the market maker agreement

Terms of market maker agreement:

Name(s) of market maker(s):	
Market making period within trading hours:	
Bid-ask spread:	
Minimum order quantity:	
Validity date of market maker agreement:	

\_\_\_\_\_

Date

\_\_\_\_\_

due signature of Applicant/Issuer, signatory name

(In the case of several shares series may be issued which are to be listed by the same Issuer, this appendix must be submitted separately for the different series of shares.)

#### **Appendix 5: Information regarding the necessity to modify or supplement the data included in the Exchange Prospectus following its approval, or any other information regarding which the Applicant/Issuer feels obliged to inform the Exchange as regards the listing procedure**

No formality requirements.

\_\_\_\_\_

Date

\_\_\_\_\_

due signature of Applicant/Issuer, signatory name

#### **Appendix 6: Verification of the number of shareholders of the security series**

Verification of the number of shareholders from the Registrar of Shares or from depositary(-ies) certifying that the Issuer has at least 100 shareholders in case of Standard Market (if the Issuer fails to fulfil the minimum 10% Free Float and the minimum Market Value of HUF 100 million Free Float criteria) 500 shareholders in case of Premium Market (if the Issuer fails to fulfil the minimum 25% Free Float and the minimum Market Value of HUF 2 billion Free Float criteria).

Common share series issued by the same Issuer may jointly fulfill the requirements.

In case of share series of different share types or share classes issued by the same Issuer, the Exchange may decide on categorising the different share series in the same Market – taking into account the general characteristics and the rights embodied in them –, in which case, the share series of different share types or classes shall jointly comply with the relevant conditions.

The requirement related to the number of shareholders need not be examined for Issuers that apply for listing securities that are already listed at a regulated market and are found to pass the category tests performed using the trading data of that market.



### Appendix 7: The Market Value of the security series

The Market Value is defined in the “Definition of Basic Terms” (Chapter 2) of the Regulations on Listing. Please indicate which subsection of the definition of the Market Price<sup>15</sup> you followed when calculating the Market Value of the security series and attach supporting documents verifying the accuracy of the data.

\_\_\_\_\_  
Date due signature of Applicant/Issuer, signatory name

(In the case of several shares series may be issued which are to be listed by the same Issuer, this appendix must be submitted separately for the different series of shares.)

### Appendix 8: Exchange Prospectus

The Prospectus approved by the Supervision has to be uploaded to and published on the [www.bet.hu](http://www.bet.hu) website via the KIBINFO system operated by the Exchange; it is not necessary to submit a hard copy. If the Issuer does not intend to publish the Prospectus at the time of the listing, it must be submitted in printed form to the application for listing. (The Prospectus must be published at least two Exchange Days before the commencement of trading).

### Appendix 9: If an Exchange Prospectus is not submitted, supporting documents/information explicating why the Exchange Prospectus is not being enclosed (with reference to relevant laws and/or stock exchange regulations)

No formality requirements.

\_\_\_\_\_  
Date due signature of Applicant/Issuer, signatory name

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<sup>15</sup> In accordance with the Regulations, the **Market Price** is a value used as a reference for calculating the Market Value of the security series. Unless otherwise provided by the Regulations, the Price of a given security is established as follows:

- a) In the event the series of securities is listed on a regulated exchange, the most recent closing price on that exchange. If unavailable, then;
- b) The price of the issue—in case no more than 60 days passed between the day of the Exchange's decision on listing and the closing day of the last successful subscription period of the issue. If unavailable, then;

The value of owner's equity per share taken from the most recent consolidated (if not available, company level) and audited annual report. If unavailable, then;

In case of a complete failure to (or a failure to unequivocally) determine Market Price based on the above, the market price of the most recent offering shall be taken into account. If the data employed to establish market price is only available in the form of foreign currency, then the market price of the Hungarian National Bank valid on the day preceding the Exchange's decision on listing must be considered when establishing the market price in HUF.



#### **Appendix 10: Articles of Association**

The effective Articles of Association has to be uploaded to and published on the [www.bet.hu](http://www.bet.hu) website via the KIBINFO system operated by the Exchange; it is not necessary to submit a hard copy.

Please be advised that the Issuer's Articles of Association (or other relevant bylaws and policies) **must comply with Section 17.1.9 of the Regulations on Listing** below. In case of non-compliance at the time of listing, **Issuers must make amendments to the Articles of Association or their relevant bylaws or policies at their next AGM at latest (prior to the first dividend payment following listing) to ensure full compliance.**

„17.1.9 Issuers of equities shall publish the final amount of dividend at least two (2) Exchange Days preceding the Ex-Coupon Day. The earliest Ex-Coupon Day may be the third Exchange Day following the General Meeting resolving on the amount of dividend.”

#### **Appendix 11: In the event of a change in the Articles of Association in effect of the Issuer, a copy of the documents to justify the contents of the application for the registration of change**

It is sufficient to submit a plain copy of the application form and the amended Articles of Association submitted to the Court of Registration (or equivalent documents for foreign Issuers).

#### **Appendix 12: The permission provided for by the Supervision (or the relevant authority of any of the European Union Member States) to publish the Prospectus prepared for the listing of the whole of the securities series on the regulated market, or a certificate of the existence of such permission**

Submission of a plain copy of the permission issued by the Central Bank of Hungary (CBH). In case the permission was issued by another EU Member State's Supervisory Authority, a certificate thereof issued by CBH must be submitted in a plain copy.

#### **Appendix 13: If an investment firm is involved in the listing procedure, a joint statement by the Applicant and the investment firm that the investment firm acts on behalf of the Applicant during the listing procedure**

The declaration must be duly signed by the Applicant/Issuer and the investment firm.



**Appendix 14: Declaration naming the Issuer's representative (name, postal address, telephone number, e-mail address) responsible for maintaining continuous contact with the Exchange and the investors**

The Issuer declares that its:

Exchange contact person shall be<sup>16</sup>:

Name:

Title:

Postal address:

Facsimile number:

Phone number:

E-mail address:

Investor relations officer shall be:

Name:

Title:

Postal address:

Facsimile number:

Phone number:

E-mail address:

Person entitled to use the KIBINFO system<sup>17</sup> shall be:

Name:

Title:

Postal address:

Facsimile number:

Phone number:

E-mail address:

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Date due signature of Applicant/Issuer, signatory name

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Date due signature of the person entitled to use the KIBINFO system

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<sup>16</sup> The Exchange contact person, the investor relations officer and/or the person entitled to use the KIBINFO system may be the same person – in this case, filling out one declaration is sufficient, indicating that both functions are fulfilled by the same person.

<sup>17</sup> The KIBINFO system is the online publication system operated by the Exchange.



**Appendix 15: If the Issuer and the Applicant of the securities to be listed are not the same, the name of the Applicant's representative responsible for maintaining contact with the Exchange during the listing procedure**

The Applicant declares that during the listing process ongoing at the Budapest Stock Exchange Ltd. its:

Exchange contact person shall be:

Name:

Title:

Postal address:

Facsimile number:

Phone number:

E-mail address:

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Date

due signature of Applicant, signatory name



**Appendix 16: Product List data relevant to the securities to be listed**

Name of security (e.g. XY share):	
Issuer:	
Equity class (ordinary/preference):	
Type of security (registered/bearer):	
Form of security (dematerialised/printed):	
Code of security (ISIN):	
Ticker symbol (maximum 12 alphanumeric characters):	
Face value (with denomination):	
Number of securities to be listed:	
Rights to dividends (full year or other):	
Maturity (if applicable)	
Date of issue (if applicable)	
Maturity Day (if applicable)	
Listing date (requested):	
Exchange category (requested):	
First trading day (requested):	
Currency of trading (HUF or EUR):	
Listing price <sup>18</sup> :	
Xetra code of the Issuer (requested, maximum 4 alphanumeric characters):	
Xetra code of the security (requested, maximum 5 alphanumeric characters):	
Trading unit:	Determined by BSE
Tick:	Determined by BSE
Trading time:	As specified in Part II, Chapter 5 of the Product List

\_\_\_\_\_

Date

\_\_\_\_\_

due signature of Applicant/Issuer, signatory name

(In the case of several shares series may be issued which are to be listed by the same Issuer, this appendix must be submitted separately for the different series of shares.)

**Appendix 17: A statement by KELER Zrt. and KELER KSZF Zrt. specifying that the security is accepted for account keeping, recording and exchange settlement**

An original or a plain copy of the acceptance statement issued by KELER Zrt. and the one issued by KELER KSZF Zrt. must be submitted.

**Appendix 18: Legal status record of the Issuer certifying the public operation of the Issuer not older than thirty days, or a decision on the modification of the form of operation**

A record from the Companies Register in original or a copy of the minutes of the AGM countersigned by legal counsellor or attorney (or a notarized copy thereof) must be submitted.

In case of Issuers whose series of securities is already listed on one or more regulated markets there is no need to attach documents specified in this Appendix.

<sup>18</sup> The **Listing Price** is the price calculated at listing with reference to the Market Price of the security listed. The definition of the Market Price is contained in the footnote to Appendix 7.





## Appendix 19: Ownership structure

### RS3/1. List and description of shareholders with more than 5% ownership (at the end of the period) with regard to the listed series

Name	Nationality <sup>1</sup>	Activity <sup>2</sup>	Quantity	Interest (%) <sup>3</sup>	Voting right(%) <sup>3, 4</sup>	Remarks <sup>5</sup>

In case the Issuer has information indicating that any person holds more than 5% of the volume of securities deposited with a custodian, this information should be disclosed – data may be in summarised form.

In case listed series equal total share capital, this should be indicated, and this column may be omitted. In case several series will be listed on BSE, please present relevant data for each.

If ownership ratios and voting rights are identical, this should be indicated and the “voting rights” column may be omitted.

<sup>1</sup> Domestic (B), Foreign (K)

<sup>2</sup> Custodian (L), Government (Á), International Development Institute (F), Institutional (I), Corporate (C), Individual (M), Employee, senior officer (D)

<sup>3</sup> Figures should be rounded to two decimal points.

<sup>4</sup> Voting rights at the issuer’s General Meetings.

<sup>5</sup> E.g. strategic investor, financial investor, etc.

### RS3/2. List and description of shareholders with more than 5% ownership (at the end of the period) with regard to the total share capital

Name	Nationality <sup>1</sup>	Activity <sup>2</sup>	Quantity	Interest (%) <sup>3</sup>	Voting right(%) <sup>3, 4</sup>	Remarks <sup>5</sup>

In case the Issuer has information indicating that any person holds more than 5% of the volume of securities deposited with a custodian, this information should be disclosed – data may be in summarised form.

In case listed series equal total share capital, this should be indicated, and this column may be omitted. In case several series will be listed on BSE, please present relevant data for each.

If ownership ratios and voting rights are identical, this should be indicated and the “voting rights” column may be omitted.

<sup>1</sup> Domestic (B), Foreign (K)

<sup>2</sup> Custodian (L), Government (Á), International Development Institute (F), Institutional (I), Corporate (C), Individual (M), Employee, senior officer (D)

<sup>3</sup> Figures should be rounded to two decimal points.

<sup>4</sup> Voting rights at the issuer’s General Meetings.

<sup>5</sup> E.g. strategic investor, financial investor, etc.

The rate of **Free Float**<sup>19</sup> is: \_\_\_\_\_ %.

\_\_\_\_\_

Date

\_\_\_\_\_

due signature of Applicant/Issuer, signatory name

<sup>19</sup> **Free Float:** The Free Float of a particular series shall be determined on the basis of information submitted by the Issuer/Applicant to the Exchange, and shall be expressed as a percentage, rounded off to two decimal places. The securities holdings against which a foreign custodian has issued negotiable certificates or securities may be taken into account for the purposes of the determination of the Free Float. When determining the Free Float for a particular series of securities, the securities of all Holders shall be regarded as falling into this category, except for the following:

- The stock of securities held by Holders with direct holdings of more than 5% of the total number of securities;
- Securities in the possession of custodians, provided the certificate available to the custodian verifies that the particular person holds more 5% of the total number of securities outstanding in the given securities series. (If the Exchange holds no certificate to that effect, the shares possessed by custodians shall be regarded to form part of the Free Float.)

As regards the foregoing, securities held indirectly by the Holder according to the relevant statutes and regulations shall also be regarded as part of the securities held by the Holder. In the case of securities series issued by a regulated real estate investment company, the Free Float is determined as set forth in the applicable law and the above provisions shall not be applied for determining the Free Float of such companies.



#### **Appendix 20: Declaration on the laws followed with regard to the fulfilment of disclosure obligations**

Declaration in accordance with Section 15.4.2.2. h) of the Regulations on Listing, in case the Issuer does not belong under the force of the CMA with regard to the fulfilment of disclosure obligations and intends to follow the Home Member State's (as defined by Directive 2004/109/EC of the European Parliament and of the Council) pertaining legal obligations.

The form to be completed may be requested from the representatives of the Exchange.

#### **Appendix 21: Documents certifying the execution of a Public Transaction, and the Issuer's statement**

Documents certifying the execution of a Public Transaction, and the Issuer's duly signed statement certify the success of the Public Transaction, bearing in mind the following factors.

A Public Transaction shall be deemed successful if the total value of equities sold and available for consideration reaches HUF one hundred million (100,000,000).

In the course of calculating the total value of a Public Transaction, transactions taking place between:

- a) the Issuer and natural or legal persons belonging to the Issuer's sphere of interest;
- b) the Issuer and natural or legal persons belonging to the sphere of interest of shareholders with an interest of at least 25% in the Issuer;
- c) shareholders with an interest of at least 25% in the Issuer and those natural or legal persons that belong to the Issuer's sphere of interest; or
- d) shareholders with an interest of at least 25% in the Issuer and natural or legal persons that belong to their sphere of interest

may not be taken into consideration.

When calculating the total value of a Public Transaction, the phrase "natural or legal persons belonging to the Issuer's sphere of interest or shareholders with an interest of at least 25% in the Issuer" shall especially mean affiliates as they are defined by the CMA and close relatives as they are defined by the Civil Code.

When calculating the size of interest in the Issuer, indirect interest shall also be taken into consideration.

Common share series issued by the same Issuer may jointly fulfill the requirements set above.

In case of share series of different share types or share classes issued by the same Issuer, the Exchange may decide on categorising the different share series in the same Market – taking into account the general characteristics and the rights embodied in them –, in which case, the share series of different share types or classes shall jointly comply with the relevant conditions.

By the Issuers, whose series of securities is already listed on one or more regulated markets the Exchange may dispense with criteria prescribed for Public Transactions in order to be assigned to Equities Premium.

#### **Appendix 22: Request on the postponement of the Public Transaction**

The Issuer's duly signed request on the postponement of the Public Transaction.

In the case no Public Transaction has been executed and the admission is requested into Equities Premium Market, the Issuer may request the postponement of the Public Transaction, In case of a postponement, the Public Transaction shall be made within a year of the Listing Date at the latest.



If the Issuer fails to make the Public Transaction within the available time, the CEO – acting at the recommendation of the Committee of Issuers of the Exchange – may decide to reclassify the equity series into Standard Market pursuant to the Regulations on Listing.

By the Issuers, whose series of securities is already listed on one or more regulated markets the Exchange may dispense with criteria prescribed for Public Transactions in order to be assigned to Equities Premium.

#### **Appendix 23: Declaration on MiFID II reference data<sup>20</sup>**

LEI (Legal Entity Identifier) code:	
CFI (Classification of Financial Instruments) code:	
FISN (Financial Instrument Short Name) code:	

Date \_\_\_\_\_ due signature of Applicant/Issuer,  
signatory name

(In the case of several shares series may be issued which are to be listed by the same Issuer, this appendix must be submitted separately for the different series of shares.)

#### **Appendix 24: Declaration on meeting the requirements set forth in the relevant laws**

We, \_\_\_\_\_ as the Issuer based on Section 5.4.8 of the Regulations on Listing hereby ensure that both We and Our securities to be listed meet the requirements set forth in the relevant laws, especially in the Commission Delegated Regulation (EU) 2017/568.

Date \_\_\_\_\_ due signature of Applicant/Issuer,  
signatory name

#### **Appendix 25 (and further Appendices): Other documents**

Other documents submitted by the Applicant (e.g. a power of attorney, if another authorized person acts on behalf of the Issuer or Applicant during the listing process).

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<sup>20</sup> The codes listed in Appendix 23 are provided by KELER Zrt. In case several series will be listed on BSE, please provide relevant data for each of them.