# Application

## Bonds, base prospectuses, warrants, etc.

A complete draft of the prospectus, including appendices and completed annexes must be submitted together with the application[[1]](#footnote-1).

**Type of document submitted for approval:**

[ ]  Base prospectus

[ ]  Prospectus, single document

[ ]  Registration document

[ ]  Security note

[ ]  Supplement

[ ]  Summary according to securities trading regulations § 7-2

**Specify annexes included in the application (Annex I to XXX):**

[ ]  Appendix IV [ ]  Appendix V [ ]  Appendix IX [ ]  Appendix XI

[ ]  Appendix XII [ ]  Appendix XIII [ ]  Appendix XXVI [ ]  Appendix XXVII

[ ]  Appendix XXII (Summary) [ ]  Appendix VI (Guarantor)

Other:

**If the issuer has a valid registration document, please confirm the following:**

[ ]  Significant changes since the date of the valid registration document has been updated by issuing a supplement.

[ ]  The valid registration document is attached to the application.

**When submitting an annex according to the "proportionate regime", please present the fulfillment of the conditions:**

SMB (2 out of 3 requirements must be fulfilled): Listed company with low market value:

[ ]  Yearly turnover less than €50 million [ ]  Average market value the previous three years

[ ]  Total balance under €43 million under €100 million

[ ]  Less than 250 employees during previous financial year

**What triggers the requirement for a prospectus?**

[ ]  Listing of securities. Please state expected date of listing:

[ ]  Offer

[ ]  Other:

**If the security has a bond agreement, the agreement shall be attached to the application:**

[ ]  Yes, that is confirmed

[ ]  No. Please state reason:

[ ]  N/A, the security does not have a bond agreement

**Specialist issuer:**

Is the issuer a ‘specialist issuer’, please see ESMA-recommendation section III[[2]](#footnote-2)?

|  |  |
| --- | --- |
| [ ]  Yes[ ]  No Clarification if necessary: | If yes: [ ]  Mineral Company, denomination less than €100 000[ ]  Property Company, denomination less than €50 000 [ ]  Shipping Company, denomination less than €50 000 |

**Security/Guarantors:**

Does the security have a guarantor?

[ ]  Yes

[ ]  No

If yes, is Appendix VI fulfilled? [ ]  Yes, that is confirmed [ ]  N/A

If the draft prospectus does not fulfill all requirements, an explanation must be included in the checklist.

|  |  |
| --- | --- |
| Is the draft considered to fulfill all relevant requirements? [ ]  Yes[ ]  No | If no, please confirm that all requirements that are not considered fulfilled, is commented on in the checklist: [ ]  Yes, that is confirmed |

**Passporting:**

Shall the prospectus be passported?

[ ]  Yes [ ]  No

If yes, please state the country the prospectus is to be passported to, and confirm that the issuer/advisor has acquainted themselves with the language requirements for the prospectus:

[ ]  Yes, that is confirmed Country:

**Time schedule:**

Time schedule is attached to the application (the application's last page)

[ ]  Yes, that is confirmed.

**Contact information for the issuer:**

Issuer:

Org. no.:

Contact person:

Address:

E-mail:

Phone number

Date of incorporation:

**Is the address for letter of approval identical to the contact information for the issuer?**

[ ]  Yes [ ]  No

If no, please state address:

**Home member state according to the Prospectus Directive**

[ ]  Norway

[ ]  \_\_\_\_\_\_\_\_, but the transfer of approval according to the attached correspondence

[ ]  Other, please explain[[3]](#footnote-3):

**Home member state according to the Transparency Directive[[4]](#footnote-4)**

[ ]  Norway

[ ]  Other, which is:

**Has the competent authority of the issuers home member state done a review of the financial reporting, cf. the transparency directive?**

[ ]  No If yes, please specify:

[ ]  Yes

**Has the issuer issued any securities already listed on a regulated marketplace?**

[ ]  Yes [ ]  No

If yes, please state marketplace:

**Contact information for manager/advisor:**

Company:

Contact person:

Address:

E-mail:

Phone number:

Copy of letter of approval is desired:

[ ]  Yes, per e-mail [ ]  Yes, per letter [ ]  No

**Date and place:** **Signature:**

19.10.2018,

**Time schedule**

|  |  |  |
| --- | --- | --- |
| **Content** | **Date** | **Within** |
| 1st draft is sent to FSA |  |  |
| Expected reception of 1st feedback |  | 24:00 |
| 2nd draft is sent to FSA |  |  |
| Expected reception of 2nd  feedback |  | 24:00 |
| 3rd draft is sent to FSA |  |  |
| Expected reception of 3rd feedback |  | 24:00 |
| PDF and statement of responsibility is sent to FSA |  | 12:00 |
| Expected approval  |  |  |
|  |  |  |
|  |  |  |

1. <https://www.finanstilsynet.no/en/topic/prospectuses/cross-reference-lists/> [↑](#footnote-ref-1)
2. <https://www.esma.europa.eu/sites/default/files/library/2015/11/11_81.pdf> [↑](#footnote-ref-2)
3. One example is that the issuer has chosen that the FSA shall approve the prospectus since it is related to non-equity securities with a denomination of EUR 1,000 or above, cf. NSTA 7-7 [↑](#footnote-ref-3)
4. Please note that amending directive 2013/50/EU has not yet entered into force in Norway [↑](#footnote-ref-4)