



THE PHILIPPINE STOCK EXCHANGE, INC.

NAME OF APPLICANT: _____

DATE OF APPLICATION: _____

CHECKLIST OF REQUIREMENTS: **Change in Controlling Interest**

	1. Letter informing the Exchange of the Trading Participant's ("TP") change in ownership structure and its application for approval of such change;
	2. Certified true copies of latest Amended Articles of Incorporation and By-Laws;
	3. For new individual shareholders contributing to the change in ownership and holding stocks of 5% or more of TP's outstanding capital stock: a) Bio-data with picture; b) Income tax return and/or latest audited statement of assets and liabilities; c) Philippine National Police and National Bureau of Investigation clearances; and d) Reference letters from at least three (3) reputable persons or institutions in the Philippines, one of which must be a commercial bank;
	4. For new corporate shareholders contributing to the change: a) Company profile; b) Latest Financial Statements audited by an SEC-accredited external auditor and latest General Information Sheet; and c) Business and organizational affiliations of all shareholders, directors, and officers, particularly indicating any relation or connection with another TP or publicly listed company. List of shareholders owning five (5%) or more of the outstanding capital stock, directors, and officers and their business and organizational affiliations, including shareholdings of at least ten percent (10%) and/or directorship in another TP or publicly listed company;
	5. Duly notarized Deed of Sale, BIR Certificate Authorizing Registration, and tax clearance certificate;
	6. Sworn Corporate Secretary's certification attesting to the authority granted by the company's board of directors to the effect that: a) The board authorizes the application with the Exchange; b) The board designates one of its stockholders/directors and top officers (President or CEO) of the Corporation as its nominee;
	7. Letter-undertaking holding the Exchange free and harmless from any and all taxes, liabilities, and other claims of third parties arising from the sale or transfer transactions;
	8. Written consent of the individual shareholder/s authorizing PSE, Capital Markets Integrity Corporation, and Securities Clearing Corporation of the Philippines ("SCCP") to collect, record, store, use, disclose, process, and share among said entities his/her personal and sensitive personal information for purposes of change of TP's controlling interest, TP operations, purposes relevant or incidental thereto, and legitimate interests of

	PSE;
	9. Payment of processing fee of Two Hundred Thousand Pesos (Php200,000.00) or in an amount as may be prescribed by the PSE Board; and
	10. Interview by the PSE Board's Membership Committee.
	11. Clearance from SCCP on the Clearing and Trade Guaranty Fund;
	12. Registration of Successor to Broker-Dealer as required by SEC (SRC 28.1.3);
	13. Copy of the amended Broker-Dealer License (indicating the name of the predecessor and successor broker-dealer); and
	14. Other Requirements as may be prescribed by the Exchange