



ADDITIONAL LISTING APPLICATION
 Checklist of Documentary Requirements
 (to be submitted in 2 hard copies and soft copy*)

_____ **STOCK DIVIDEND**

NAME OF APPLICANT COMPANY: _____

RECORD DATE: _____

DATE POSTED: _____

DATE SUBMITTED	REQUIREMENTS
	1. Duly accomplished set of listing application (Application for Listing of Stocks, Agreement with Registrar or Transfer Agent, Distribution of Capital Stock of Corporation to its Stockholders, Listing Agreement). PSE forms should not be retyped.
	2. SEC certified true copies of the latest amended Articles of Incorporation and By-Laws and Certificate of Increase in Authorized Capital Stock (if stock dividend is from an increase).
	3. Copy of the SEC Form 10-1: Notice of Exempt Transaction duly received by the SEC.
	4. Banks should submit a copy of their letter to the BSP informing the latter of the stock dividend and a certified true copy of BSP's letter informing them of the formal action taken by BSP.
	5. Sworn Corporate Secretary's Certification on the following: a) Approval by the board of directors and by the stockholders of the stock dividend; and b) Sworn certification on the source of funds for dividend payment (i.e., from retained earnings and/or from paid-in surplus). If from retained earnings, provide computation of unrestricted retained earnings available for dividend distribution, if there are appropriated funds.
	6. Sworn Corporate Secretary's Certification on the following: a) The applicant company's total number of shares issued (indicate if there are treasury shares); b) The applicant company's total number of shares outstanding; c) The amount of subscriptions receivable, if any; d) The percentage ownership of Filipino citizens and alien shareholders; e) The applicant company's total number of stockholders owning at least one board lot each, and that it has complied with the minimum public ownership requirement of the Exchange; f) The total number of holders or recipients of options, if any, showing the nature, total number of shares, the price, manner of payment, and basis of grant. If there is none, the applicant company shall submit a sworn undertaking that should the same be granted in the future, the Exchange and the SEC shall be informed of the details of the option immediately

STOCK DIVIDEND
Checklist of Documentary Requirements

2 of 3

DATE SUBMITTED	REQUIREMENTS
	upon approval by the board of directors; g) Certified list of officers and members of the applicant company's board of directors indicating therein the date of the last regular stockholders' meeting when they were elected and the date of any subsequent special stockholders' meeting held; and h) Certified list of shareholdings and amount paid-up by each of the applicant company's officers and directors and their related parties. <i>(NOTE: The reference of the Certification should be as of month-end immediately preceding the filing of the listing application.)</i>
	7. Sworn Transfer Agent's Certification to the effect that, upon the application for listing, it has no backlog in the transfer and registration of the shares of the applicant company.
	8. Report regarding the dividend declaration history of the applicant company, during each of the three (3) fiscal years immediately preceding the filing of the listing application, indicating therein the year, rate of dividend, record date and amount paid, with corresponding details of any waiver of dividend in such years.
	9. Financial Statements reflecting the source of the dividend declaration. (Note: The applicant company is not required to submit the relevant financial statements if already previously submitted to the PSE via ODiSy.)
	10. Clearance from the Disclosure Department of the Exchange to the effect that the applicant company has complied with all the continuing listing requirements of the Exchange and from the Finance Department to the effect that it has dutifully paid all its fees at the time of the listing application. <i>(NOTE: To be secured by the Listings Department)</i>
	11. Other documents which maybe required by the Exchange, including but not limited to updates on previous documents submitted.

As announced in Memorandum No. 2010-0229 dated May 17, 2010 regarding the revised procedures for filing of a listing application, the applicant company shall comply with the following procedures:

1. The applicant company shall submit two (2) printed copies of each required document: one (1) original copy, or when specified, certified true copy; and one (1) photocopy of each document. The printed copies must be bound in the order as indicated in the checklist, and must be properly tabbed.
2. The applicant company shall submit a CD or DVD containing a scanned copy of each required document in **.pdf format**. The filename for each .pdf file must clearly indicate the type of document (e.g., Application for Listing of Stocks, Articles of Incorporation, Background of Top 20 Stockholders, etc.). The CD or DVD must be properly labeled with the applicant company's name, type of listing application and date of filing.
3. For an application covering an initial public offering, listing by way of introduction, follow-on public offering or stock rights offering, the applicant company shall submit a soft copy of the draft prospectus in **MS Word** or **.doc format**.

STOCK DIVIDEND
Checklist of Documentary Requirements

4. The applicant company shall submit a sworn corporate secretary's certification certifying (i) that the photocopies submitted are true copies of the original documents; and (ii) that the hard copies and soft copies are identical.
5. Should the applicant company be required to submit any additional document after the listing application is officially filed, steps 1 and 2 above shall be observed unless the Exchange specifies that the soft copy of the additional required document may be submitted through electronic mail.