



## **GUIDELINES FOR UPLOADING OF REQUIRED DOCUMENTS WITH ACCESS RESTRICTIONS**

The Exchange requires soft copies of certain documents, such as the Prospectus, in relation to an applicant company's listing application. However, should the applicant company request for access restrictions on the required documents, the following guidelines for uploading must be observed:

1. The guidelines under Memo for Brokers No. 2960-2002<sup>1</sup> shall be applicable to applicant companies with fund-raising activities through the Exchange, such as, but not necessarily limited to, initial public offerings, follow-on offerings and stock rights offerings.
2. When applicable, an applicant company may advise the Exchange in writing that the relevant offering document (e.g., prospectus, financial projections and other required documents) is subject to restrictions provided under foreign laws or regulations. Pursuant to such restrictions, the applicant company may request that the soft copy of the relevant document be made available for downloading by the public at the applicant company's website with click-through procedures in accordance with the access restrictions. After obtaining clearance from the Exchange, the applicant company must comply with the following requirements/conditions:
  - a. The applicant company must provide the Exchange with the soft copy of the document(s) together with the sworn certificate of authentication as required in item number 4 of Memo For Brokers No. 2960-2002;
  - b. The applicant company must provide the Exchange with the link to the applicant company's website where the document(s) will be posted. The Exchange will issue a PSE Memorandum announcing the applicant company's offering and indicate the said link along with a disclaimer that (i) the Exchange does not warrant the accuracy or truthfulness of the information or statements made in said document(s); and (ii) the Exchange assumes no liability whatsoever for any person's reliance upon the contents of said document(s). The PSE Memorandum must also attach a copy of the certification from the applicant company that it is not in violation of any applicable foreign laws and/or regulations with respect to the uploaded document(s);
  - c. The applicant company must ensure that the soft copy of the document is available for downloading at the applicant company's website for a minimum period of one (1) year starting on the specified periods as required by the Exchange;
  - d. If the document will be unavailable for downloading at the applicant company's website for more than one (1) day within the specified period, the Exchange will upload the document on the PSE website in accordance with standard procedures along with the appropriate notices and disclaimers. The Exchange will not implement the click-through procedures.

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<sup>1</sup> Please refer to Annex "A" for a copy of Memo for Brokers No. 2960-2002 dated November November 13, 2002.

# Annex "A"

# CIRCULAR FOR BROKERS No. 2960-2002

## Philippine Stock Exchange, Inc.

_____ Disclosures _____ Dividend Notice _____ Stock Rights Notice	_____ Stockholders' Meeting _____ SEC / Gov't. Issuance _____ Transfer Agent's Notice	Others: <u>Prospectus</u> <u>in PSE Website</u> _____
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Date : **November 13, 2002**  
 Subject : **COPIES OF PROSPECTUS IN PSE WEBSITE**

Please be informed that in its regular meeting held on October 23, 2002, the Board of Directors of the Exchange resolved that the Exchange shall introduce the facility of making a copy of the prospectus available in the PSE website to access a wider group of investors. The following guidelines shall be observed:

1. Copy of the prospectus shall be uploaded in the PSE website in .pdf format. This is to have the assurance that they remain unaltered;
2. The copy of the prospectus shall be available in the PSE website for a period of one year from first exhibition;
3. The following statements shall be indicated on top of the first page of the prospectus:

*"The prospectus is being displayed in the website to make the prospectus accessible to more investors. The PSE assumes no responsibility for the correctness of any of the statements made or opinions or reports expressed in the Prospectus. Furthermore, the Stock Exchange makes no representation as to the completeness of the Prospectus and disclaims any liability whatsoever for any loss arising from or in reliance in whole or in part on the contents of the Prospectus."*

4. To require a Sworn Certificate of Authentication on the submitted soft copy of the prospectus by the signatories of the registration statement as required under Section 12.4 of the Securities Regulation Code and by a representative from the Underwriter; and
5. To reduce the required number of printed copies of red-herring prospectus (for book-building) and final prospectus (contained in the selling kits) from three (3) copies to one (1) copy.

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Finance / Admin / Membership Tel. No. 634-5112	Compliance & Surveillance Grp. Tel. No. 634-6903	Listings & Disclosure Grp. Tel. No. 636-0122	COO / Automated Trading Grp. Tel. No. 633-1311	Business Dev't Group Tel. No. 634-5089	CEO / Legal Tel. No. 637-8805

# CIRCULAR FOR BROKERS No. <sup>Annex "A"</sup> 2960-2002

## Philippine Stock Exchange, Inc.

<input type="checkbox"/> Disclosures	<input type="checkbox"/> Stockholders' Meeting	Others: <u>Prospectus</u>
<input type="checkbox"/> Dividend Notice	<input type="checkbox"/> SEC / Gov't. Issuance	<u>in PSE Website</u>
<input type="checkbox"/> Stock Rights Notice	<input type="checkbox"/> Transfer Agent's Notice	

For your information and guidance.

*M. Garcia*  
**MARIA ISABEL T. GARCIA**  
*Head, Listings Department*

Noted by:

*J. Cervantes*  
**JOSE G. CERVANTES**  
*Senior Vice President*

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