

## ABE Product Quotation Application and Information Schedule

This form is to be completed by an entity seeking to have a debt security admitted to Trading Status on the Australian Bond Exchange (ABE). Refer to the Product Quotation Guidance and Procedures document which is available on the ABE website for information on completing and submitting this application.

Once completed and signed, the form should be emailed to:

[Compliance@bondexchange.com.au](mailto:Compliance@bondexchange.com.au)

The form is made up of 3 parts, all of which must be completed by the Applicant:

**Part 1 – Agreement to be signed**

**Part 2 – Key Information**

**Part 3 – Checklist: Details and Documents to be provided**

Definitions of Capitalised terms are provided in **Schedule 1** at the end of Part 3.

### Part 1 – Agreement

<b>Name of issuing entity (Applicant)</b>	<b>ABN / ACN / ARBN / ARSN</b>				
<input type="text"/>	<table border="1" style="width: 100%;"> <tr> <th style="width: 50%;">Type</th> <th style="width: 50%;">Number</th> </tr> <tr> <td><input type="text"/></td> <td><input type="text"/></td> </tr> </table>	Type	Number	<input type="text"/>	<input type="text"/>
Type	Number				
<input type="text"/>	<input type="text"/>				
	<b>Legal Entity Identifier if applicable</b>				
	<input type="text"/>				

*If the Applicant is a trustee, the Applicant must also state that it is acting as trustee of a trust and provide the name of that trust.*

**We (the Applicant) apply for admission to Trading Status on ABE for quotation of the following Product:**

Debt securities to be quoted (Product) (Place a ✓ beside the relevant type)	<input type="checkbox"/> corporate bond <input type="checkbox"/> asset backed security <input type="checkbox"/> Credit Fund <input type="checkbox"/> structured product <input type="checkbox"/> other _____
Maturity	
Coupon	
Investor Eligibility	
Issue Size	
Minimum Parcel size	
Settlement System (e.g. Austraclear, Euroclear)	

We agree:

1. *admission of the above Product to Trading Status is in ABE's absolute discretion. ABE may admit the Product on any conditions it decides. If approved, ABE's subsequent suspension or removal of the Product from Trading Status is in ABE's absolute discretion. ABE is entitled to immediately suspend or remove the Product from quotation if we break this agreement, but the absolute discretion of ABE is not limited.*
2. *and warrant the following to ABE:*
  - *The issue of the Product to be quoted complies with the law and is not for an illegal purpose.*
  - *Any selling restrictions under the Corporations Act have been determined and disclosed in Part 2 or Part 3 of the application form.*
  - *All documentation and disclosures required under the Corporations Act for the Product have been listed in Part 3 of the application form and copies provided to ABE.*
  - *All information and documents we have provided, or will provide, to ABE in connection with the admission of the Product to Trading Status are, or will be, accurate, complete, and not misleading. We also indemnify ABE to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of that warranty.*
3. *that the Application Fee, which has been paid to the Fee Account specified in Schedule 1, is non-refundable should we withdraw the application once submitted or the application is rejected by ABE.*
4. *we will indemnify ABE to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of the warranties in this agreement.*
5. *to give ABE the information and documents required by this form. If any information or document is not available now, we will give it to ABE before quotation of the Product begins. We acknowledge that ABE is relying on the information and documents. We warrant that they are (or will be) true and complete.*
6. *a document given to ABE by us, or on our behalf, becomes and remains the property of ABE to deal with as it wishes, including copying, storing in a retrieval system, transmitting to the public, and publishing any part of the document and permitting others to do so. The documents include a document given to ABE in support of this application.*
7. *in any proceedings, a copy or extract of any document or information given to ABE is of equal validity in evidence as the original.*
8. *ABE is irrevocably authorised to establish and administer a sub register in respect of the Product for which admission to Trading Status is sought.*

Dated:

Executed as a deed:

*[Include proper execution clause and signature(s)]*

*You must complete, date and sign this agreement so that it takes effect as a deed. If the Applicant is an Australian company, the signatures of a director and a director/company secretary will be required. If the Applicant is an Australian trust, the signatures of a director and a director/company secretary of the responsible entity of the trust will be required. If the Applicant is established outside Australia, execution will have to comply with requirements for a deed in both the place of establishment of the entity and in Australia. If this agreement is signed under a power of attorney, please attach a copy of the power of attorney.*

## Part 2 – Key Information

*Instructions: please complete each applicable item below. If an item is not applicable, please mark it as “N/A”.*

### Applicants

#### Corporate details

Place and date of incorporation	
Address of registered office	
Main business activity	
E-mail address for investor enquiries	
Website URL	

#### Board and senior management details<sup>1</sup>

Full name and title of chairperson of directors	
Full names of all existing directors	
Full names of any persons proposed to be appointed as additional or replacement directors	
Full name of CEO/managing director	
Email address of CEO/managing director	
Full name of CFO	
Email address of CFO	
Full name of company secretary	
Email address of company secretary	

#### Applicant’s contact details<sup>2</sup>

Full name and title of contact(s)	
Business address of contact(s)	
Business phone number of contact(s)	

<sup>1</sup> If the Applicant is a trust, enter the board and senior management details for the responsible entity of the trust.

<sup>2</sup> The person(s) responsible for communication with ABE on all matters concerning this Application.

Mobile phone number of contact(s)	
Email address of contact(s)	

**Investor relations contact details**

Full name and title of person responsible for investor relations	
Business phone number of person responsible for investor relations	
Email address of person responsible for investor relations	

**Auditor details**

Full name of auditor	
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**Securities Registry details**

Name of registry	
Address	
Phone number	
Email address	

**Key dates**

Annual balance date	
Months in which interest is usually paid (or is intended to be paid)	

**Trusts – additional details**

Name of responsible entity	
Full names of the members of the compliance committee (if any)	

**Lead Manager / Bookbuild (if applicable)**

Name of advisory firm acting as lead manager	
Name of firm undertaking bookbuild	

## Part 3 – Checklist: Details and Documents to be provided

**Instructions:** All requested documents should be provided in electronic form (Word or PDF) with the corresponding Item number included in the file name. Where relevant, **please indicate in the “Detail / Document Location” column where the information referred to in that item can be found in the relevant document (e.g. the specific heading reference or clause, page, Table or Schedule number).**

If an item is not applicable, please mark it as “N/A”.

Item	Detail / Document Location
1. List and provide all documents that detail the terms governing the Product and provide an electronic copy of each (for example, as relevant, Prospectus, Information Memorandum, Trust deeds etc ).	
2. If required by ABE, a legal opinion from an Australian law firm which is satisfactory to ABE and which confirms that the Product is “financial products” as defined in the Corporations Act	
3. Provide details of the type, availability, frequency, and timeliness of information the Applicant will provide during the term of the Product that can be easily accessible by ABE and investors including, for example, the following types: <ul style="list-style-type: none"> <li>(a) current financials and audited financial statements</li> <li>(b) key financial ratios and indicators</li> <li>(c) in relation to Credit Fund and asset backed securities, regular disclosures relating to the performance of relevant loans and security held against those loans.</li> <li>(d) any event that triggers an update on the performance of the Applicant and the Product (for example Product default events or covenant breaches).</li> </ul>	
<b>Capital structure</b>	
4. A table showing existing debt securities and the proposed Product in the capital structure of the Applicant, if relevant, broken down as follows: <ul style="list-style-type: none"> <li>(a) Face Value of each debt security currently on issue; and</li> <li>(b) Face Value of each Product the subject of this Application; and</li> <li>(c) the resulting total Face Value of all debt securities proposed to be on issue at the date the Product is admitted to Trading Status.</li> </ul> <p>Note: This applies whether the Product is quoted or not. If the Applicant is proposing to issue a minimum, maximum or oversubscription number/value of securities, the table should be presented to disclose each scenario.</p>	
5. For each Product referred to in the table mentioned in item 4, summary of the terms applicable to those Products <p>Note: This should state their face value; rate of interest; dates of payment of interest; date and terms of redemption or rollover).</p>	

**Item**

**Detail / Document Location**

**Financial Information**

6. Payment structures, cash flow and settlement mechanics describing how payments for coupons and maturities to Product holders are made and how they are to be funded. (e.g. three-way forecast covering the term of the Product)

7. Where relevant, supply the following financial ratios and other information. Provide the latest audited financial statements and page references to where each item is reported in those statements.

- (a) Gross debt
- (b) Net Debt (short term debt + long term debt – cash and equivalents)
- (c) Total Debt / Total Equity
- (d) Debt Ratio (total debt / total assets)
- (e) EBITDA (last 12 months)
- (f) Net Debt to EBITDA ratio
- (g) Debt coverage (EBITDA / Interest + principal + debt servicing costs)
- (h) EBITDA Interest coverage
- (i) Cash ratio (cash and equivalents/current liabilities)
- (j) Equity Ratio
- (k) Funds from Operations / Net Debt
- (l) Quick Ratio ([cash + marketable securities + receivables]/current liabilities)

8. Details of how funds raised from the issue of Product are to be used.

**Default**

9. Details of events of default affecting the Applicant or other parties that have obligations in the performance of the Product (including the Applicant, agents, trustees etc.)

10. Detail the recourse available to investors in the Product in the event the commitments of the Applicant (or third parties) are not fulfilled, including:

- (a) the status and priority of the Product in relation to other obligations of the Applicant,
- (b) the nature and status of any security backing the Product,
- (c) if applicable, hedge close-out arrangements, and
- (d) availability of external / parental support.

11. Details of the actions investors can take to recover any loss suffered in the event of a default.

Item	Detail / Document Location
<b>Qualitative Information</b>	
12. Details of senior management of the Applicant and any related trusts or special purpose vehicles including names, titles, and experience.	
13. A brief history of the Applicant.	
14. Details of the Applicant’s existing activities and operations.	
15. Overview of the Applicant’s risk management framework and in particular: (a) management of concentration risk, including concentration parameters for Credit Fund and asset backed Products, (b) reputational and business risks and consideration of how they are to be mitigated, and (c) operational and administrative risks impacting the Applicant’s ability to perform its duties during the life of the Product.	
16. Details of the market sector and industry positioning, competitors, and economic drivers.	
17. Details of the environmental and social impact of the Applicant.	
18. Details of any past legal or regulatory enforcement action involving the Applicant.	
19. Confirmation that all information that a reasonable person would expect to have a material effect on the price or value of the Product to be admitted is included in or provided with this Information Schedule.	
<b>Credit Rating</b>	
20. <b>If applicable</b> , provide details of any credit rating either for the Applicant or the Product including: (a) Rating Agency (b) Rating (c) Issue or Issuer rating	
21. If not already provided at another item, provide a copy of any document that gives details of the credit rating.	

**Item**

**Detail / Document Location**

**Product Information**

22. Where relevant and If not already provided as part of Item 1, list and provide copies of all offer documents including:
- (a) those to be issued to investors,
  - (b) material contracts referred to in the offer documents (including any underwriting agreement) plus the page reference in the documents where they are summarised,
  - (c) deed poll or trust deed for the Product any other security trust deeds, and
  - (d) transaction documents referred to in the offer documents

23. Details of all covenants effecting the Product including financial / funding and operational conditions and consequences of breaches.

24. Details of seasoning provisions in the Product documentation that permits the Product to be sold to retail investors after 12 months from issue date.

25. Details of any selling restrictions

26. For asset-back Product, evidence that:
- (a) there is a security trustee or other independent person representing the interests of holders; or
  - (b) if the issue is secured by equity securities, or options, warrants or other rights relating to equity securities, the equity securities:
    - i. are quoted on a stock exchange or traded on another regulated market; and
    - ii. do not constitute a majority interest or confer legal or management control of the companies that have issued them

27. For Credit Fund related Products, provide the following information and page references to where they can be found in the documentation provided:
- (a) Lending criteria including maximum LVR limits
  - (b) Single loan concentration limits
  - (c) Asset valuation basis
  - (d) Valuation age and frequency
  - (e) Names of valuers used to provide asset values
  - (f) Details of the information that will be reported to investors when a single asset represents a significant value of the portfolio of assets, along with the percentage that is considered significant.



	Item	Detail / Document Location
28.	For structured product, a plain English description of the Products investment objective, including the benchmark the Product seeks to track or out-perform.	
29.	If the Applicant intends to provide liquidity in the Product, details of the arrangements for doing so.	
30.	Details of the relationship (including Directors), if any, between the Applicant, any Special Purpose Vehicle and security trusts, and the borrowers.	
31.	Details of related party transactions associated with Product issued in relation to Credit Funds, the policy in relation to number and value of loans to related parties, their percentage of the total value of the portfolio and the assessment and approval process followed when those loans are advanced, varied or extended.	
32.	Evidence that the trust is a special purpose trust constituted solely for the purpose of issuing the Product and that the responsible entity of the trust is the Applicant	
33.	If the securities to be quoted on ABE are retail securities, evidence that the Applicant is a registered managed investment scheme or has an exemption from ASIC from that requirement	

## Schedule 1 - Definitions

<b>ABE</b>	Australian Bond Exchange
<b>Applicant</b>	The Issuer of the Product
<b>Application Fee</b>	The non-refundable fee, as set out in the Schedule of Fees on the ABE website, that is payable at the time the application is lodged.
<b>Credit Fund</b>	A Product issued out of a SPV that makes loans that may be secured or unsecured.
<b>Fee Account</b>	All fees are to be paid by EFT to:  Australian Bond Exchange Pty Ltd BSB: 012 003 Account: 838222926
<b>Holder</b>	Investors that hold positions in the Product
<b>Product</b>	The debt securities which the Applicant is applying to ABE to have admitted to Trading Status (including but not limited to bonds, notes, Credit Fund and structured products
<b>Trading Status</b>	The designation given to a Product that has been admitted by ABE for quotation, trade execution, settlement, and registration in its systems