



VENTURE LAW CORPORATION

Leading you through the legal process to let your company soar

Canadian Trading and Quotation System Inc. Listing Application Document Checklist



This checklist has been prepared to assist you in putting together your listing application to the CNQ. Some of the documents on this list may not be applicable to your company. The CNQ may also request additional documents if they require further information about a particular transaction or issue identified by them as being material to your company and the listing process.

The core documents required:

- 1. Cover Letter;
- 2. Form 1A - Application Letter (in letter form);
- 3. Form 1B - Quotation Application;
- 4. Form 2A - Quotation Statement;
- 5. Form 2B - Quotation Summary;
- 6. Form 3 - Personal Information Forms (of each director, senior officer and any stockholders holding 20% or more of the Company's stock);
- 7. Form 4 - Quotation Agreement;
- 8. Form 6 - Certificate of Compliance;
- 9. Current list of stockholders and participants (you will need to send letters out to participants to get the shareholder and stock break-downs required by CNQ);
- 10. Certified copy of the Memorandum, Articles and Bylaws of the Company and all amendments to these documents;
- 11. Certificate of Good Standing from applicable Registrar of Companies;
- 12. Letter/Certificate of Compliance from Ontario Securities Commission (or from the Province in which the Company is a reporting issuer if it is not a reporting issuer in Ontario at time of submission);
- 13. Letter from the transfer agent of the Company;
- 14. Letter from Canadian Depository Trust confirming the CUSIP number of the shares of the Company to be listed;
- 15. Current Insider Report from each person required to file a Form 3 - PIF;

- 16. Copy of each of the annual reports filed by the Company for the past three years;
- 17. Copy of auditor's report and audited financial statements of the Company for the past three years;
- 18. Copy of all quarterly financial statements of the Company filed since year end;
- 19. Twelve month business plan of the Company;
- 20. A void cheque of the Company to enable automatic withdrawals of \$300 per month;
- 21. Opinion letter of legal counsel;
- 22. Cheque for \$2,000 representing non-refundable portion of the listing application fee; and
- 23. Cheque for \$8,000 representing remaining portion of the listing application fee (due on approval of listing).

Documents which may or may not apply to your Company:

- 24. Current report under National Instrument 43-101 if a mining company;
- 25. Current Report under National Policy No. 2-B or successor policy if an oil & gas company;
- 26. Copy of any pooling or escrow agreement if applicable;
- 27. Copy of co-tenancy, unitholders' or limited partnership agreement if applicable; and
- 28. Copy of all documents and settlement agreement, if any, if a director, officer or promoter of the Company or the Company itself was subject to a cease trade order, penalty or sanction by a regulatory authority or involved in a bankruptcy proceeding.

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