

Additional Information

		Disclosure
1	COMPANY DETAILS <i>The purpose of this section is to disclose information on the identity of the company.</i>	
1.1	The legal and commercial name of the company.	
1.2	The place of registration of the company, its registration number and legal entity identifier ('LEI').	
1.3	The date of incorporation.	
1.4	The legislation under which the company operates and country of incorporation.	
1.5	Address, telephone number of the company's registered office (or principal place of business if different from its registered office).	
1.6	The website of the company.	
2	TERMS AND CONDITIONS OF THE SECURITIES <i>The purpose of this section is to set out the terms and conditions of the securities and provides a detailed description of their characteristics.</i>	
2.1	Information concerning the securities to be admitted.	
2.1.1	A description of the type and the class of the securities, including the international security identification number ('ISIN').	
2.1.2	Currency of the securities issue.	
2.1.3	A description of the rights attached to the securities, including any limitations of those rights, and procedure for the exercise of those rights: (a) dividend rights: (i) time limit after which entitlement to dividend lapses and an indication of the person in whose favour the lapse operates; (ii) dividend restrictions and procedures for non-resident holders; (b) voting rights; (c) pre-emption rights in offers for subscription of securities of the same class; (d) right to share in the company's profits; (e) right to share in any surplus in the event of liquidation.	
2.1.4	The issue date (for non-equity securities) or in the case of new issues the expected issue date of the securities.	

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2.1.5	A description of any restrictions on the transferability of the securities.	
2.1.6	A warning that the tax legislation of the investor and of the company's country of incorporation may have an impact on the income received from the securities. Information on the taxation treatment of the securities where the proposed investment attracts a tax regime specific to that type of investment.	
2.2.	Takeovers	
2.2.1	(a) Statement on the existence of national legislation or rules on takeovers applicable to the company and the possibility for frustrating measures if any; (b) a brief description of the shareholders' rights and obligations in case of mandatory takeover bid, and/or squeeze-out or sell-out rules in relation to the securities; and (c) a brief description of any further provision of the company's articles of association, statutes, charter or bylaws that would have an effect of delaying, deferring or preventing a change in control of the company.	
3	CORPORATE GOVERNANCE <i>This section shall explain the company's administration and the role of the persons involved in the management of the company. It will furthermore provide information on the background of senior management, their remuneration and its potential link to the company's performance.</i>	
3.1	Board and senior management	
3.1.1	Names and functions of the following persons and an indication of the principal activities performed by them outside of the company where these are significant with respect to that company: (a) members of the board; (b) any senior manager who is relevant to establishing that the company has the appropriate expertise and experience for the management of the company's business. Details of the nature of any family relationship between any of the persons referred to in points (a) to (b).	
3.1.2	In the case of each member of the board of the company, details of that person's relevant management expertise and experience and the following information: (a) details of any convictions in relation to fraudulent offences for at least the previous five years; (b) details of any official public incrimination and/or sanctions involving such persons by statutory or regulatory authorities (including	

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	<p>designated professional bodies) and whether they have ever been disqualified by a court from acting as a member of the administrative, management or supervisory bodies of an company or from acting in the management or conduct of the affairs of any company for at least the previous five years.</p> <p>If there is no such information required to be disclosed, a statement to that effect is to be made.</p>	
3.2	Remuneration and benefits	
3.2.1	For each member of the board, in relation to the last full financial year, the amount of remuneration paid (including any contingent or deferred compensation), and benefits in kind granted to such persons by the company and its subsidiaries for services in all capacities to the company and its subsidiaries by any person.	
3.2.2	The total amounts set aside or accrued by the company or its subsidiaries to provide pension, retirement or similar benefits.	
3.3	Shareholdings and stock options	
	With respect to each person referred to in points (a) and (b) of item 3.1.1 provide information as to their share ownership and any stock options in the company as of the most recent practicable date.	
4	SHAREHOLDER AND SECURITY HOLDER INFORMATION	
	<i>This section shall provide information on the company's major shareholders, the existence of potential conflicts of interest between senior management and the company, the company's share capital as well as information on related party transactions, legal and arbitration proceedings and material contracts.</i>	
4.1	Major shareholders	
4.1.1	In so far as known to the company, the name of any person who, directly or indirectly, has an interest in the company's capital or voting rights which is equal or above 5% of capital or total voting rights, together with the amount of each such person's interest, as at the date of the admission document or, if there are no such persons, an appropriate negative statement.	
4.1.2	Whether the company's major shareholders have different voting rights, or an appropriate negative statement.	
4.1.3	To the extent known to the company, state whether the company is directly or indirectly owned or controlled and by whom and describe the nature of such control and describe the measures in place to ensure that such control is not abused.	
4.1.4	A description of any arrangements, known to the company, the operation of	

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	which may at a subsequent date result in or prevent a change in control of the company.	
4.2	Major Shareholders, Board and Senior Management's conflicts of interests	
4.2.1	<p>Potential conflicts of interests between any duties to the company, of the persons referred to in item 4.1.1, and their private interests and or other duties. In the event that there are no such conflicts, a statement to that effect must be made.</p> <p>Any arrangement or understanding with major shareholders, customers, suppliers or others, pursuant to which any person referred to in item 4.1.1 was selected as a member of the board or member of senior management.</p>	
4.3	Related party transactions	
4.3.1	<p>If UK-adopted international accounting standards do not apply to the company, the following information must be disclosed for the period covered by the historical financial information and up to the date of the admission document:</p> <p>(a) the nature and extent of any related party transactions which are, as a single transaction or in their entirety, material to the company. Where such related party transactions are not concluded at arm's length provide an explanation of why these transactions were not concluded at arm's length. In the case of outstanding loans including guarantees of any kind indicate the amount outstanding;</p> <p>(b) the amount or the percentage to which related party transactions form part of the turnover of the company.</p> <p>If UK-adopted international accounting standards apply to the company, the information set out in points (a) and (b) must be disclosed only for transactions that have occurred since the end of the last financial period for which audited financial information have been published.</p>	
4.4	Legal and arbitration proceedings	
4.4.1	Information on any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the company is aware), during a period covering at least the previous 12 months which may have, or have had in the recent past significant effects on the company and/or group's financial position or profitability, or provide an appropriate negative statement.	

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4.5	Share capital	
4.5.1	The following information in items 4.5.2 to 4.5.4 in the annual financial statements as of the date of the most recent balance sheet:	
4.5.2	<p>The amount of issued capital, and for each class of share capital:</p> <p>(a) the total of the company's authorised share capital;</p> <p>(b) the number of shares issued and fully paid and issued but not fully paid; and</p> <p>(c) the par value per share, or that the shares have no par value.</p> <p>If more than 10 % of the capital has been paid for with assets other than cash within the period covered by the annual financial statements, state that fact.</p>	
4.5.3	The number, book value and face value of shares in the company held by or on behalf of the company itself or by subsidiaries of the company.	
4.5.4	Information about the amount of any convertible securities, exchangeable securities, securities with warrants, or any capital of any member of the group which is under option or agreed to be put under option, with an indication of the conditions governing and the procedures for conversion, exchange or subscription and details of those persons to whom they relate.	
4.5.5	Information about and terms of any acquisition rights and or obligations over authorised but unissued capital or an undertaking to increase the capital.	
5.	Material Contracts	
5.1.1	A brief summary of any material contracts, other than contracts entered into in the ordinary course of business, to which the company or any member of the group is a party, for the last year immediately preceding publication of the admission document.	
6	DOCUMENTS AVAILABLE	
6.1	<p>The website address where the following documents, where applicable, can be inspected:</p> <p>(a) the up to date memorandum and articles of association of the company;</p> <p>(b) all reports, letters, and other documents, valuations and statements prepared by any expert at the company's request any part of</p>	

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	which is included or referred to in the document.	