

## MKT Form 4.6-3

### Application to deem an investment a Security

## 1. Application request

|   |  |
|---|--|
| Name of applicant:                                  |  |
| Name of applicant's investment (the Investment):    |  |
| The Security the Investment has characteristics of: |  |
| Type of transaction:                                | <ul style="list-style-type: none"> <li>- Offer of Securities in ADGM</li> <li>- Exempt Offer</li> <li>- Application for Securities to be admitted to the Official List</li> <li>- Other<sup>1</sup></li> </ul> |

The applicant hereby applies to the FSRA to deem the Investment, which is not a Security, to be a Security for the purposes of the Financial Services and Markets Regulations 2015 (FSMR) and the Market Rules (MKT), pursuant to section 58(2)(b) of FSMR.

## 2. Contact details

Contact person in relation to this application:

|                   |  |
|-------------------|--|
| Name:             |  |
| Position:         |  |
| Company:          |  |
| Business address: |  |
| Email:            |  |
| Telephone number: |  |

## 3. Confirmation

The applicant acknowledges the legal implications of deeming the Investment a Security under section 58(2)(b) of FSMR and its resulting obligations under FSMR and MKT.

The applicant confirms that supporting information has been provided in Annex 1 to this form and that the application contains the following attachments:

a) A legal opinion(s)

<sup>1</sup> Please delete as appropriate.

- b) A Prospectus/Exempt Offer documents<sup>2</sup>
- c) Other<sup>3</sup>

SIGNED BY \_\_\_\_\_

Director or other duly authorised officer, for and on behalf of:

\_\_\_\_\_

name of applicant

DATE \_\_\_\_\_

The capitalised terms in this form have the same meaning as defined in FSMR or the FSRA Glossary Rulebook.

Please send complete application to [LA@adgm.com](mailto:LA@adgm.com)

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<sup>2</sup> Please delete as appropriate. Exempt Offer documents will only be reviewed by the FSRA for the purposes of making a determination under section 58(2)(b) of FSMR.

<sup>3</sup> Please specify and note that the FSRA may request additional information / supporting documents from the applicant (e.g. constitutional documents).

## Annex 1 – Supporting information

In this section, please describe:

1. Current and proposed business activities of the applicant and its group (if any).
2. Legal and economic characteristics of the Investment, and similarities with a Security as defined in section 258 of FMSR.

Please address the following, non-exhaustive, areas in your assessment:

- Rights of the holders of the Investment (e.g., voting rights, the dividend or payout policy, rights on winding up of the applicant, anti-dilution rights)
- The relative seniority of the Investment in the applicant's capital structure in the event of insolvency
- Free transferability of the Investment
- Legal ownership of the Investment
- Fungibility of the Investment
- Differences between the Investment and a Security

Please continue on as many pages as necessary.

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