



# IEX | Listing Guide



# Introduction

**Welcome to IEX, the responsible listings choice for companies.**

Questions can be directed at [listings@iextrading.com](mailto:listings@iextrading.com) or 646.343.2140.

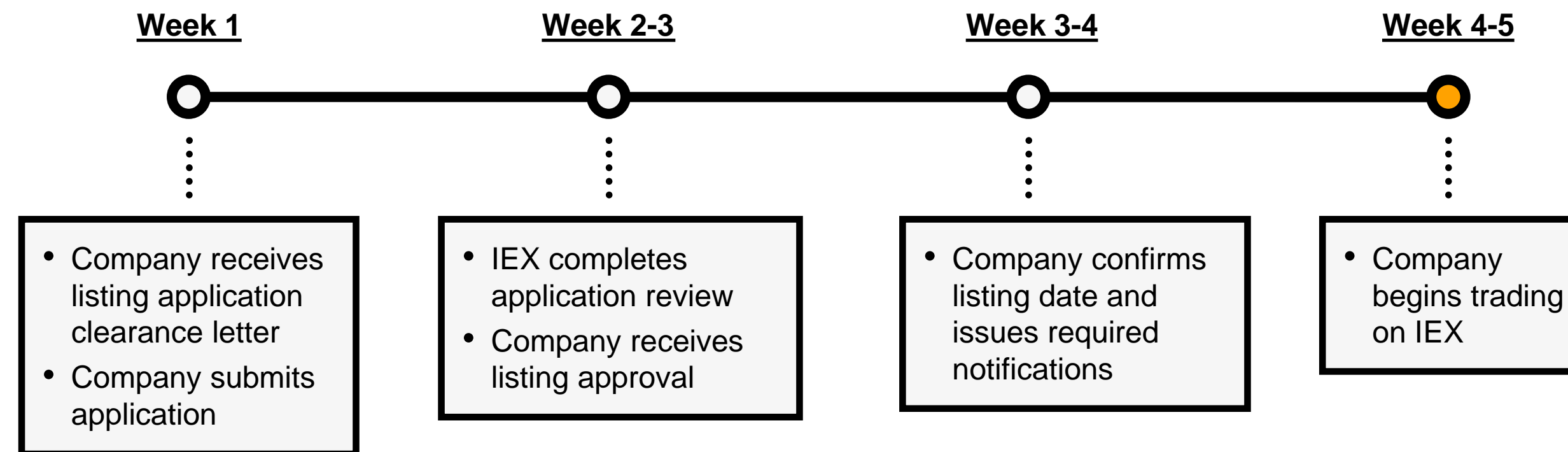
## **Appendix**

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# Documents & Fees

## Timeline\*



## Documents

IEX will do the heavy lifting by obtaining a considerable amount of information from public sources, making the document preparation simple and short for the company. (Links below)

1. Symbol Reservation Form
2. Listing Application
3. Listing Agreement
4. Corporate Governance Certification
5. Logo Submission Form

## Fees

Flat fee with no additional costs.

- Annual Fee = **\$50,000**
- Application Fee = **\$0**
- Additional Shares = **\$0**

*\*Timeline is an estimate and assumes company meets applicable listing requirements.*



## Qualitative Listing Standards

<u>Select Corporate Governance Requirements</u>		<u>IEX Rule #</u>
<b>Distribution of Annual or Interim Reports to Shareholders</b>	Required	14.207(d)
<b>Board Composition</b>	Majority of independent directors	14.405(b)
<b>Board Disclosure Obligations</b>	Board and director disclosure items including: <ul style="list-style-type: none"><li>• director biographies</li><li>• composition of the board and committees</li><li>• related party transactions</li><li>• third party compensation payments to directors</li></ul>	14.207(b)(3) 14.405 14.411
<b>Audit Committee</b>	At least three independent directors who satisfy SEC Rule 10A-3 and are financially literate and one who is financially sophisticated	14.405(c)(2)
<b>Compensation of Executive Officers</b>	Committee of at least two independent directors that meet certain additional independence tests. Responsible for determining or recommending to the board compensation of the CEO and all other executive officers.	14.405(d)(2)
<b>Nomination of Directors</b>	Independent directors or committee of independent directors must select or recommend nominees for directors.	14.405(e)(1)
<b>Code of Conduct</b>	Adopt a code applicable to all directors, officers and employees.	14.406
<b>Annual Meetings</b>	Required	14.408(a)
<b>Solicitation of Proxies</b>	Solicit proxies for all shareholder meetings.	14.408(b)



## Qualitative Listing Standards (continued)

<u>Select Corporate Governance Requirements</u>		<u>IEX Rule #</u>
<b>SEC Filings</b>	Timely file all required periodic reports with the Securities and Exchange Commission	14.207(c)
<b>Quorum</b>	Not less than 33 1/3% of the outstanding shares of voting stock for any meeting of the holders of its common stock	14.408(c)
<b>Conflict of Interest</b>	Review and oversight of all related party transactions	14.411
<b>Shareholder Approval</b>	Obtain shareholder approval for: <ul style="list-style-type: none"><li>• Acquisitions where the issuance equals 20% or more of the pre-transaction outstanding shares, or 5% or more of the pre-transaction outstanding shares when a related party has a 5% or greater interest in the acquisition target</li><li>• Issuances resulting in a change of control</li><li>• Equity compensation</li><li>• Private placements where the issuance equals 20% or more of the pre-transaction outstanding shares or voting power at a price less than the greater of book or market value.</li></ul>	14.412
<b>Voting Rights</b>	Corporate actions or issuances cannot disparately reduce or restrict the voting rights of existing shareholders.	14.413
<b>Internal Audit Function</b>	Required	14.414
<b>Foreign Private Issuers</b>	Certain exceptions for noncomplying home country practices	14.407



# Initial Quantitative Listing Standards

Primary Equity Securities

	<u>Criteria</u>	<u>Value</u>
<b>Minimum # Public Shares / Price / Market Makers</b>	publicly held shares*	1,250,000
	bid price	\$4
	market makers**	4
<b>Minimum # of Shareholders</b>	round lot shareholders	450
	<b>OR</b>	<b>OR</b>
	total shareholders	2,200
	<b>OR</b>	<b>OR</b>
	total shareholders <b>AND</b> average monthly trading volume over prior twelve months	550 1,100,000
<b>Minimum Market Value of Public Held Shares</b>	market value of publicly held shares***	\$110 million
	<b>OR</b>	<b>OR</b>
	market value of publicly held shares <b>AND</b> stockholder's equity	\$100 million <b>AND</b> \$110 million
	<b>OR</b>	<b>OR</b>
	market value of publicly held shares	\$45 million if IPO or spin-off from another company listed on the exchange

\* Shares held by directors, officers or their immediate family members and holders of 10% of more of the shares outstanding are excluded when calculating the number of publicly held shares and market value of publicly held shares.

\*\* The Company must have four registered and active Market Makers unless it satisfies the requirements of IEX Rule 14.310(c)(1) or (2), in which case it must have three registered and active Market Makers.

\*\*\* Also requires average monthly trading volume of at least 100,000 shares for companies transferring from another market.



## Initial Quantitative Listing Standards (continued)

Primary Equity Securities

**Plus one of the following:**

	<b><u>Criteria</u></b>	<b><u>Value</u></b>
<b>Earnings</b>	aggregate income from cont. operations before income tax over prior 3 fiscal years	\$11,000,000
	minimum income from cont. operations before income tax in each of two most recent fiscal years	\$2,200,000
	income from cont. operations before income tax in each of prior three fiscal years	≥ 0
<b>Capitalization with Cash Flow</b>	aggregate cash flow over prior 3 fiscal years	\$27,500,000
	cash flow in each of prior 3 fiscal years	≥ 0
	average market capitalization over prior 12 months	\$550,000,000
	prior fiscal year total revenues	\$110,000,000
<b>Capitalization with Revenue</b>	average market capitalization over prior 12 months	\$850,000,000
	prior fiscal year total revenues	\$90,000,000
<b>Assets and Equity</b>	market capitalization	\$160,000,000
	total assets	\$80,000,000
	stockholders' equity	\$55,000,000



# Continued Quantitative Listing Standards

Primary Equity Securities

<u>Criteria</u>		<u>Value</u>
<b>Bid Price</b>		\$1
<b>Total Holders</b>		400
<b><u>Plus one of the following:</u></b>		
<b>Equity Standard</b>	stockholders' equity	\$10,000,000
	publicly held shares*	750,000
	market value of publicly held shares*	\$5,000,000
	registered and active market makers	2
<b>Market Value Standard</b>	market value of listed securities	\$50,000,000
	publicly held shares*	1,100,000
	market value of publicly held shares*	\$15,000,000
	registered and active market makers	4
<b>Assets and Revenue Standard</b>	total assets and total revenue in most recently completed fiscal year or in two of three most recently completed fiscal years	\$50,000,000
	publicly held shares*	1,100,000
	market value of publicly held shares*	\$15,000,000
	registered and active market makers	4

\* Shares held by directors, officers or their immediate family members and holders of 10% or more of the shares outstanding are excluded when calculating the number of publicly held shares and market value of publicly held shares.





## Secondary Securities Listing Standards

For your convenience, here are the IEX rules that set forth the applicable initial and continued listing standards applicable to securities other than the primary common stock.

<u>Type of Security</u>	<u>Initial Listing Rules</u>	<u>Continued Listing Rules</u>
<b>Closed End Management Investment Company</b>	Rule 14.310(d)	Rule 14.320
<b>Business Development Company</b>	Rule 14.310(e)	Rule 14.320
<b>Rights and Warrants</b>	Rule 14.311	Rule 14.330
<b>Preferred Stock and Secondary Classes of Common Stock</b>	Rule 14.315	Rule 14.340
<b>Units</b>	Rule 14.206	Rule 14.206
<b>Other Securities, which include Callable Common Stock, Contingent Litigation Rights/Warrants, and Trust Preferred Securities</b>	Rule 14.316	Rule 14.316



# Guide to Notification Requirements

All forms are available on [iextrading.com](http://iextrading.com).

All notifications should be submitted to the Exchange via email at [listing-notification@iextrading.com](mailto:listing-notification@iextrading.com).

<u>Form</u>	<u>IEX Rule #</u>	<u>Company Action</u>	<u>Due Date</u>
<b>Shares Outstanding Change</b>	14.207(e)(1)	Increase or decrease of 5% or more in the number of securities outstanding	No later than 10 calendar days after occurrence
<b>Listing of Additional Shares</b>	14.207(e)(2)	List Additional Shares (e.g., establishing or materially amending a stock option plan, issuing securities that may result in a change of control, issuing shares in connection with an acquisition, issuing shares that may result in the potential issuance of shares greater than 10% of either the total shares outstanding or the voting power outstanding on a pre-transaction basis)	No later than 15 calendar days prior to the share issuance
<b>Company Event Notification</b>	14.207(e)(3)	Change in company name Change in security title or par value Change in trading symbol	No later than 10 calendar days prior to record date
	14.207(e)(4)	Substitution listing (e.g., reverse stock split, or formation of a holding company that replaces a listed company or listing a new class of securities in substitution for a previously listed class of securities)	No later than 15 calendar days prior to record date for change
		Change in state of incorporation or place of organization Change requiring updated corporate governance certification or listing agreement	As soon as practicable after change
<b>Dividend-Distribution-Payment</b>	14.207(e)(6)	Cash dividends and other distributions Non-Cash dividends (forward stock splits, stock dividends) Spin-off Rights offering Interest payments	No later than 10 calendar days prior to record date
<b>Written Notification from Company</b>	14.207(e)(5)	Change in Transfer Agent or Registrar	At time of occurrence
	14.207(a)(2)	Noncompliance with corporate governance rules	



**Thank you for consulting the IEX Listing Guide.**

**For more information, visit [iextrading.com](http://iextrading.com) or contact:**

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