REFERENCE TABLE Annex 10 Prospectus Regulation

Minimum Disclosure Requirements for Registration documents for non-equity securities issued by third countries and their regional and local authorities

**Fill in instructions**:

* Please fill in the details in the below table.
* Please indicate per item the page and paragraph in the prospectus where the information can be found. We ask you to refer as specific as possible. If you have also submitted a compare version of the prospectus than please use that version for your references.
* If the required information cannot be provided because it is inappropriate to the sphere of activity or to the legal form of the issuer or to the securities, equivalent information must be included in the prospectus.
* If such equivalent information does not exist, please indicate the item as ‘not applicable’ and include a short explanation.

|  |  |  |  |
| --- | --- | --- | --- |
| Name issuing entity: |  | | |
| Title prospectus: |  | | |
| Prospectus Regulation  Annex nos.: |  | | |
| Date draft document: |  | Draft no.: |  |
| Date comments AFM: | *[Please leave blank for the AFM]* | | |
| Readers AFM: | *[Please leave blank for the AFM]* | Tel. no.: | *[Please leave blank for the AFM]* |
| *The AFM reserves the right to make additional comments at a later stage.* | | | |

|  |  |
| --- | --- |
|  | Comments and replies |
|  | *[Please leave blank for the AFM]* |
| Reply: |  |

| Item no. | Annex 10 Item Content | Page and paragraph |
| --- | --- | --- |
| SECTION 1 | PERSONS RESPONSIBLE, THIRD PARTY INFORMATION, EXPERTS’ REPORTS AND COMPETENT AUTHORITY APPROVAL | |
| 1.1 | Identify all persons responsible for the information or any parts of it, given in the registration document with, in the latter case, an indication of such parts.   1. in the case of **natural** persons, including members of the issuer’s administrative, management or supervisory bodies, indicate the name and function of the person; 2. in the case of **legal** persons indicate the name and registered office. | *a ──────*  *b ──────* |
| *Please leave blank* | **AFM 1:** | |
| 1.2 | 1. A **declaration by those responsible** for the registration document that  * to the best of their knowledge, the information contained in the registration document is in accordance with the facts * and that the registration document makes no omission likely to affect its import.  1. Where applicable, a **declaration** by those responsible for **certain parts** of the registration document that,  * to the best of their knowledge, the information contained in those parts of the registration document for which they are responsible is in accordance with the facts * and that those parts of the registration document make no omission likely to affect their import. | *a ──────*  *b ──────* |
| *Please leave blank* | **AFM 1:** | |
| 1.3 | Where a **statement** or **report**, attributed to a person as an **expert**, is included in the registration document, provide the following details for that person:   1. such person’s name; 2. business address; 3. qualifications; 4. material interest if any in the issuer.   If the statement or report has been produced **at the issuer’s request**, state that such statement or report has been included in the registration document **with the consent** of the person who has authorised the contents of that part of the registration document for the purpose of the prospectus.  To the extent known to the issuer, provide information in respect of **any interest** relating to such expert **which may affect the independence** of the expert in the preparation of the report. | *a ──────*  *b ──────*  *c ──────*  *d ──────* |
| *Please leave blank* | **AFM 1:** | |
| 1.4 | A **statement** that:   1. the [registration document / prospectus] has been approved by the [name of competent authority], as competent authority under Regulation (EU) 2017/1129; 2. the [name of competent authority] only approves this [registration document / prospectus]as meeting the standards of completeness, comprehensibility and consistency imposed by Regulation (EU) 2017/1129; 3. such approval should not be considered as an endorsement of the issuer that is the subject of this [registration document / prospectus]; | *a ──────*  *b ──────*  *c ──────* |
| *Please leave blank* | **AFM 1:** | |
| SECTION 2 | RISK FACTORS | |
| 2.1 | 1. A description of the **material risks** that are **specific** to the issuer in a **limited** number of categories, in a section headed ‘Risk Factors’. 2. **In each category the most material risks**, in the **assessment** of the issuer, offeror or person asking for admission to trading on a regulated market, taking into account the **negative impact** on the issuer and the **probability** of their occurrence, shall be set out first. The risk factors shall be corroborated by the content of the registration document. | *a* ──────  *b* ────── |
| *Please leave blank* | **AFM 1:** | |
| SECTION 3 | INFORMATION ABOUT THE ISSUER | |
| 3.1 | History and development of the issuer   1. the **legal** name of the issuer 2. and a **brief description** of the issuer’s **position** within the national governmental framework. | *a* ──────  *b* ────── |
| *Please leave blank* | **AFM 1:** | |
| 3.2 | 1. the **domicile** or **geographical** location and 2. **legal** form of the issuer and 3. its **contact address**, **telephone number** and 4. **website** of the issuer, if any, with a disclaimer that the information on the website does not form part of the prospectus unless that information is incorporated by reference into the prospectus. | *a* ──────  *b* ──────  *c* ──────  *d* ────── |
| *Please leave blank* | **AFM 1:** | |
| 3.3 | Any recent events relevant to the evaluation of the issuer’s solvency. | *a* ────── |
| *Please leave blank* | **AFM 1:** | |
| 3.4 | A description of the issuer’s economy including:   1. the **structure** of the economy with details of the main sectors of the economy; 2. **gross domestic product** with a breakdown by the issuer’s economic sectors for the previous two fiscal years. | *a* ──────  *b* ────── |
| *Please leave blank* | **AFM 1:** | |
| 3.5 | A general description of   1. the issuer’s **political system** and government including 2. details of the **governing body** of the issuer. | *a* ──────  *b* ────── |
| *Please leave blank* | **AFM 1:** | |
| 3.6 | Any **credit ratings** assigned to the issuer at the request or with the cooperation of the issuer in the rating process. | *a* ────── |
| *Please leave blank* | **AFM 1:** | |
| SECTION 4 | PUBLIC FINANCE AND TRADE | |
| 4.1 | Information on the following for the **two** **fiscal years prior to the date** of the registration document:   1. the tax and budgetary systems; 2. gross public debt including 3. a summary of the debt, 4. the maturity structure of outstanding debt (particularly noting debt with a residual maturity of less than one year) and 5. debt payment record, and of the parts of debt denominated in the domestic currency of the issuer and in foreign currencies; 6. foreign trade and balance of payment figures; 7. foreign exchange reserves including any potential encumbrances to such foreign exchange reserves as forward contracts or derivatives; 8. financial position and resources including liquid deposits available in domestic currency; 9. income and expenditure figures. 10. description of any auditing or independent review procedures on the accounts of the issuer. | *a* ──────  *b* ──────     1. ────── 2. ────── 3. ──────   *c* ──────  *d* ──────  *e* ──────  *f* ──────  *g* ────── |
| *Please leave blank* | **AFM 1:** | |
| SECTION 5 | SIGNIFICANT CHANGE | |
| 5.1 | Details of any **significant changes** to the information provided pursuant to item 4 which have occurred since the end of the last fiscal year, or an appropriate **negative statement**. | ────── |
| *Please leave blank* | **AFM 1:** | |
| SECTION 6 | LEGAL AND ARBITRATION PROCEEDINGS | |
| 6.1 | Information on any **governmental**, **legal** or **arbitration proceedings** (including any such proceedings which are pending or threatened of which the issuer 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 issuer’s financial position, or provide an appropriate negative statement. | ────── |
| *Please leave blank* | **AFM 1:** | |
| 6.2 | Information on any **immunity** the issuer may have from legal proceedings. | ────── |
| *Please leave blank* | **AFM 1:** | |
| SECTION 7 | DOCUMENTS AVAILABLE | |
| 7.1 | A **statement** that for the term of the registration document the following documents, where applicable, can be inspected:   1. **financial** and **audit** reports for the issuer covering the last two fiscal years and the budget for the current fiscal year; 2. all **reports**, **letters**, and other **documents**, **valuations** and **statements** prepared by any expert at the issuer’s request any part of which is included or referred to in the registration document. 3. An indication of the website on which the documents may be inspected. | *a* ──────  *b* ──────  *c* ────── |
| *Please leave blank* | **AFM 1:** | |

-= end of reference table =-