

ANNEXURE NO.11

CHECKLIST OF TOPICS INCLUDED IN AN SEC. REGISTRATION*

- ⇒ The name of the registrant, the title and amount of securities being offered and the date
- ⇒ A statement of whether any securities being registered are from current stockholders
- ⇒ A cross reference of material risks in connection with the purchase of the securities
- ⇒ An estimate of the minimum/maximum range of offering price and the number of shares
- ⇒ The share price to the public, underwriting discounts and commission and proceeds to the issuer or other persons
- ⇒ Notice about stabilisation of offering price
- ⇒ A listing of uses of proceeds by priority, the debt to be retired including amount, maturity and interest rate and the contingencies that could cause a change in the application of the proceeds
- ⇒ A description of factors relating to the dilution of the shareholder's interest
- ⇒ The company's dividend policy including its dividend history, policies currently followed, restrictions on dividend payments (if any), and a statement of whether future earnings are to be reinvested in the company rather than paid out in dividends
- ⇒ A description of the company's debt and equity position (its capitalization) before and after the offering
- ⇒ A description and analysis of management, providing enough information for investors to analyze the company's cashflow position. It must be complete, factual and conservative
- ⇒ A business description disclosing everything an investor needs to know to make an informed judgement about investing in the shares

- ⇒ A list of properties, indentifying the location of all company-owned or company-leased properties and a description of them
- ⇒ A discussion of any pending or ongoing legal actions involving the company
- ⇒ Information about management and security holders, specifically, about directors, officer and key employees
- ⇒ The plan of distribution, including everything about the underwriters and how the stock will be distributed
- ⇒ An identification of any interest in the registrant by parties acting as counsel or experts
- ⇒ A listing of all expenses relating to the issuance and distribution of the securities
- ⇒ List of all required exhibits
- ⇒ Company financial statement and the related auditor's opinion certificate.