

Instructions: Listing of Additional Shares

Pursuant to Listing Rule 5250(e)(2), the issuer of any class of securities, except for American Depositary Shares, listed on The NASDAQ Stock Market must use this form to notify NASDAQ® about certain events involving the issuance, or potential issuance, of common stock, or securities convertible into common stock. Please provide a separate notification form for each distinct transaction. NASDAQ will use the information on this form to determine compliance with the applicable NASDAQ rules, and, in particular, to determine whether shareholder approval is required for such issuances under [Listing Rule 5635](#) and whether the transaction complies with NASDAQ's voting rights requirements under [Listing Rule 5640](#) and [IM-5640](#).

NASDAQ has posted on its website [frequently asked questions](#) ("FAQs") pertaining to, among other things, the shareholder approval and voting rights requirements.

In addition, for a fee, NASDAQ will provide a [definitive written interpretation](#) of the application of NASDAQ listing rules. NASDAQ has posted summaries of prior letters, which may also provide useful guidance as to the applicability of those rules.

Notification & Timing Requirements

All notifications are required to be filed with NASDAQ no later than fifteen calendar days prior to the following events:

- issuing any common stock (or security convertible into common stock) in connection with the acquisition of the stock or assets of another company, if any officer or director or substantial shareholder of the issuer has a five percent or greater interest (or if such persons collectively have a 10% or greater interest), directly or indirectly, in the company to be acquired or in the consideration to be paid;
- an issuance or potential issuance that will result in a change of control of the issuer;
- establishing, or materially amending, a stock option plan, purchase plan or other equity compensation arrangement, pursuant to which stock may be acquired by officers, directors, employees, or consultants unless shareholder approval has been obtained (however, when an issuer makes an equity grant to induce an individual to accept employment, notification is required to be filed no later than the earlier of: (i) five calendar days after entering into the agreement to issue the securities; or, (ii) the date the company discloses the material terms of the grant in a press release); or
- issuing any common stock, or any security convertible into common stock in a transaction that may result in the potential issuance of common stock, greater than 10% of either the total shares outstanding or the voting power outstanding on a pre-transaction basis.

Issuers are encouraged to submit this form as soon as possible, even if all terms of the transaction and required documentation are not yet available.

Required Documentation

Please include, in a cover letter, a brief description of the transaction and copies of the following relevant information:

- Acquisition/merger agreement
- Board resolution
- Certificate of designation
- Consent solicitation
- Copy of option/purchase/reinvestment agreement
- Plan of reorganization
- Press Release
- Private placement agreement/circular
- Professional services agreement
- Prospectus
- Proxy statement
- Remuneration plan
- Other relevant information

Documentation available online via the Securities and Exchange Commission's EDGAR System is not required to be submitted in hard copy. Please include the date of the applicable EDGAR filing in the cover letter.

Issuers completing this form with respect to a public offering also need to complete Part III, Section D concerning pre-offering public float.

Where to File

Please send the *Notification*, cover letter and all supporting documentation to:

The NASDAQ Stock Market LLC
Listing Qualifications
Listing of Additional Shares
9600 Blackwell Road
Rockville, MD 20850

Phone: +1 301 978 8008
Fax: +1 301 978 8038*
Email: LAS@nasdaqomx.com*

*You may email the *Notification*, cover letter, and supporting documentation. You may also fax the *Notification* and cover letter, but please do not fax supporting documentation.

Note: Issuers are also required to notify NASDAQ of certain other corporate actions. For a complete list of these notifications, please refer to [Regulatory Requirements](#) available on www.NASDAQ.com. If the transaction will result in any changes to the issuer's name, symbol, CUSIP number or par value, or will result in the deletion of another listed issuer, please contact your Listing Qualifications Analyst for further assistance.