

### Indicative process for admission of a company to the Junior Market

- ◇ Company is incorporated
- ◇ Company appoints advisers: auditor, mentor, broker, attorney
- ◇ Company confirms compliance with tax legislation and financial reporting requirements
- ◇ Company drafts prospectus (can be based on business plan) with advisers
- ◇ Company submits prospectus and other shelf documents to JSE for review at least 21 days before admission
- ◇ Company registers prospectus with Companies Office of Jamaica and FSC
- ◇ Company launches initial public offer with its brokers

### General Requirements

#### Documents required for Listing on the JSE

- ◇ Articles of Incorporation
- ◇ Prospectus / Offer Document
- ◇ Listing Agreements
- ◇ Audited Financial Statements
- ◇

#### Governance Matters

- \* Board of Directors
- \* Audit Committee (Majority non-independent directors)
- \* Remuneration Committee (Junior Market only)
- \* Mentor (Junior Market only)

#### Timelines

- ◇ Submission of Prospectus at least 21 days before final document
- ◇ Submission of Final Prospectus at least 2 days before publication
- ◇ Prospectus must be published at least 7 days before opening
- ◇ Notice of Prospectus published immediately upon release of Prospectus
- ◇ Basis of Allotment 3 days after close of Offer
- ◇ Register of shareholders 10 days after close of Offer

## JSE Listing Process

All companies must use a broker to list their securities on the JSE.

*For those companies interested in listing securities on the US Dollar Equities Market and Bond, kindly refer to the listing process and requirements for the JSE Main Market.*

Full details of the requirements for admission and ongoing compliance for the Main and Junior Market Companies are set out in the Market Rules of the Main and Junior Markets which are available on [www.jamstockex.com](http://www.jamstockex.com) or email [communications@jamstockex.com](mailto:communications@jamstockex.com).

**The JSE looks forward to discussing the listing process with you with a view to bringing you on board. Please visit our website for further information [www.jamstockex.com](http://www.jamstockex.com) or please email : [communications@jamstockex.com](mailto:communications@jamstockex.com) to make an appointment to discuss admission to the Main, Junior, USD Equities and Bond Market.**



## JSE Listing Process

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Tel: 967-3271  
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# Jamaica Stock Exchange Listing Process

The Jamaica Stock Exchange (JSE) was incorporated as a private limited company in August 1968. It is the oldest and largest stock exchange in the English-speaking Caribbean and is governed by a Board of Directors

The JSE's principal objectives are:

- (1) To promote the orderly development of the stock market and the stock exchange.
- (2) To ensure that the stock market and its Broker members operate at the highest standards practicable..
- (3) To develop, apply and enforce rules designed to ensure public confidence in the stock market.
- (4) To provide facilities for the transaction of stock market business.
- (5) To conduct research, disseminate relevant information and maintain local and international relationships calculated to enhance the development of the JSE and the regional capital markets.
- (6) To educate investors / companies on all aspects of the equities market in an effort to facilitate the entry of new investors to the stock market.

## Types of Securities Quoted:

- ◇ Ordinary / Common shares
- ◇ Preference Shares
- ◇ Corporate Bonds

## Types of Markets:

- ◇ Main Market
- ◇ Junior Market
- ◇ US Dollar Equities Market
- ◇ Bond Market

## **Main Market**

### Companies that are eligible to list securities on the JSE

Any company which is incorporated or registered and operating a business in a CARICOM country, or any company which is listed

on a recognised stock exchange may apply to be listed on the Jamaica Stock Exchange, by any one of the following methods:

#### **a. Prospectus Issue:**

An offer to the public by or on behalf of a company at a fixed price.

#### **b. Offer for Sale:**

An offer to the public, by or on behalf of a third party at a fixed price.

#### **c. Offer by Tender:**

An offer to the public, by or on behalf of a company or a third party by tender.

#### **d. Placing:**

An offer through a broker-member of the Exchange to sell the securities of a company to the public.

#### **e. Introduction:**

Where none of the company's securities are being offered to the public.

## Minimum Listing Requirements

- (1) Total issued share and loan capital of the company should be \$200,000 or more with the share capital portion being not less than \$100,000.
- (2) Ordinary Shares/Stocks
  - The issued nominal value should be \$250,000 or more
  - Either there is a minimum of 100 share/stockholders holding in their own right not less than 20% or the issued or there are arrangements then in place which the Exchange approves and achieved by the end of business on the first day the securities are listed
- (3) Irredeemable Preference Shares and/or Preference Shares convertible into Ordinary Shares/Stocks  
No application for listing either class of these securities will be considered unless the issued nominal value is \$500,000 or more.  
  
Where the application is for a combination of both classes of securities, and provided that no one class is of an issued nominal value of less than \$50,000 the total issued nominal

values may be aggregated in meeting the minimum requirement of \$100,000 of issued share capital.

#### (4) Redeemable Preference Shares and/or Debenture Stocks

No application for listing of either class of these securities will be considered unless the issued nominal value is \$100,000 or more. Where the application is for a combination of both classes of securities and provided that no one class is of an issued nominal value of less than \$50,000, the total issued nominal values may be aggregated in meeting the minimum requirement of \$100,000.

## Indicative process for admission of a company to the Junior Market

- ◇ Complete application for listing
- ◇ Statutory Declaration by Officers
- ◇ Appointment of a Transfer Agent
- ◇ Personal Information Form for each officer, director promoter and insider.

## **Junior Market**

Each company that wants to join the Junior Market must raise a minimum of J\$50m in new funds in an initial public offering that is made subject only through a prospectus. The initial public offering must relate to equity shares, or convertible or other shares that have the characteristics of equity (rather than debt) securities.

## Minimum and Maximum Capital, and Number of Shareholders

Each company that is admitted to the Junior Market must have stated capital of not less than J\$50m and not more than \$500m following its initial public offer, and during its life on the Junior Market. In addition, each such company must have at least 25 shareholders holding at least 20% of the issued equity share capital in its first 5 years on the Junior Market, and at least 50 shareholders holding that proportion in its second 5 years on the Junior Market.