TRANSACTION TEAM AND ROLES

Patria/Syndicate

- · Sets the size of the offering
- · Prepares the strategy of the offering
- Selects ways of placement to investors
- Coordinates the whole going-public team and process
- Assists in selection of all other advisors
- Makes a valuation for offering purposes
- Coordinates drafting prospectus
- Executes the bookbuilding process and proposes the distribution decision
- Stabilizes the stock price (green shoe)
- Provides aftermarket support

Legal advisor

- Prepares prospectus with assistance of a Lead Manager based on due diligence
- Supervises legal aspects of a company and public offering (e.g. PR guidelines)
- Prepares syndication / underwriting documentation

I. Preparation

- II. Pre-Listing
- III. Listing
- IV. Post-Listing

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TRANSACTION TEAM

External PR

- Image building of the company and top management
- Issuing public announcements
- Building investor relations standards
- Support of the offering

Auditor a tax advisor

- Audits financial statements
- Financial due diligence
- Short-form and long-form report if required
- Assist the company to prepare all financial inputs for prospectus
- "Comfort letter"

Internal going public team

- Provides necessary information for all documents needed within listing process, business plan and financial plan, etc.
- Cooperates with other team members and props itself upon their expertise



PROSPECTUS AND INITIAL APPLICATION TO PSE

First draft of the prospectus

- ✓ Based on information provided by the company and on due diligence report
- √ Verification of correctness and completeness of information
- ✓ Any imperfections in prospectus can result in rejection of the prospectus by the SEC and delay in the process

- I. Preparation
- II. Pre-Listing
- III. Listing
- IV. Post-Listing

The application for the admission of the security to trading on the public market

- ✓ Initial application that informs PSE about listing intention, timetable and confirms that the preparation of the prospectus has begun
- ✓ Asks for conditional admission of the shares to trading in the public market
- ✓ PSE will decide on the application within 2 months, but usually is able to react much more quickly.

		Table of Contents (main chapters)	Main responsibility
short	Introduction	Definitions, responsible persons, summary, selected financial data, risk factors, share and public offer details	All parties
	Chapter I	Risk factors related to shares and offeror	Lead Manager
tus in	Chapter II	Information about responsible persons, auditors of the company	Lawyers
Sec	Chapter III	Information about the company and its capital	Lawyers
Prospectus	Chapter IV	Information concerning the business	Company and Lead Mana
<u>-</u>	Chapter V	Financial statements, information about the assets, liabilities, profits, sources of capital, etc.	Auditors
	Chapter VI	Company's administration, management and supervision, remuneration	Lawyers

