



## GUIDE TO COMPANIES IPOs

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Conseil Déontologique des Valeurs Mobilières  
*L'autorité qui veille sur votre épargne*

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## INTRODUCTION

The IPO is an exceptional event in the life of a company. Reaching this milestone requires from companies a particular preparation and attention in order to succeed in this undertaking both financially and in terms of notoriety.

This guide is mainly designed to inform the managers of companies on the prerequisites and steps required for a successful IPO.

This guide highlights the different phases of the operation, from the decision to go public, the selection of financial and legal advisors, the structuring of the offering, the preparation of the operation and the prospectus, the CDVM review and approval, till the disclosure of the operation results.

The CDVM invites issuers and their advisors to refer also to the legal and regulatory documentation in force, in particular the following:

- Dahir (royal decree) No. 1-93-212 of September 21st, 1993 on the CDVM and information required from entities making public offerings (as amended and supplemented);
- Dahir (royal decree) No. 1-93-211 of September 21st, 1993 on the Stock Exchange (as amended and supplemented);
- Law No. 17-95 related to Limited Liability Companies (as amended and supplemented);
- Law No. 5-96 on the partnership, the limited partnership, the limited partnership by shares, limited liability company and joint venture (as amended and supplemented);
- The CDVM Circular enacted on April 1st, 2012;
- The General Regulations of the Casablanca Stock Exchange;
- The General Regulations of Maroclear.

This entire legislation and regulation body is available on the CDVM website:

[www.cdvm.gov.ma](http://www.cdvm.gov.ma).

## STEP 1 : DECISION TO GO PUBLIC

### 1. HOW CAN AN IPO BE BENEFICIAL TO MY COMPANY?

An IPO is a process that should be initiated only after verifying that the exchange listing is the appropriate response to the motivations of the company.

The listing of a company can meet several objectives, including:

- Raising funds while diversifying the sources of financing for the company;
- Financing a strong business growth that cannot be funded by traditional sources of funding;
- Facilitating external growth through a merger or acquisition;
- Facilitating the transfer of business, particularly because of difficulties related to succession;
- Allow the company partners to benefit from it's growth (Client, suppliers, employees ...)
- To provide liquidity to shareholders;
- Increase the company's notoriety and its market visibility.

### 2. IS MY COMPANY ELIGIBLE FOR A LISTING ON THE STOCK EXCHANGE MARKET?

Only equity securities issued by limited liability companies and companies limited by shares are eligible for trading on the stock exchange.

Prior to making the decision of going public, these companies must ensure compliance with the following criteria:

Criteria	Main Market	Development Market	Growth Market
<b>Capital</b>	Fully paid	Fully paid	Fully paid
<b>Minimum amount to be issued</b>	75 million Dirhams	25 million Dirhams	10 million Dirhams
<b>Minimum number of shares to be issued</b>	250 000	100 000	30 000
<b>Minimum amount of equity</b>	50 million Dirhams	No requirement	No requirement
<b>Sales (n-1)</b>	No requirement	50 million Dirhams	No requirement
<b>Number fiscal years with certified financial statements</b>	3	2	1

Companies opting for the main market and having subsidiaries must prepare and certify their consolidated financial statements according to the laws in force or to the International Accounting Standards (IAS-IFRS).

Companies opting for the development market or the growth market conclude an animation contract, for respectively one and three years, with a brokerage firm in order to ensure liquidity of their securities on the stock market. In addition, those opting for the growth market shall conclude an assistance agreement with a brokerage firm, which duration is three years, providing in particular the requirements related to the preparation of information and disclosure documents addressed to the public.

### 3. WHAT ARE THE RESPONSIBILITIES OF GOVERNANCE BODIES?

The role of governance bodies in the process of preparing an IPO is very important since, in addition to making the decision, they must carefully choose their experts and advisors to ensure the operation success. Therefore, they should facilitate the mission of the said experts and advisors by allowing them to implement all the necessary due diligence, taking into account the size and complexity of the operation.

The responsibility of governing bodies is to ensure that:

- All the features of the transaction proposed to shareholders and to the public whose savings are called for is not likely to favor or harm any of the parties;
- All information that is presented to the public is in accordance with reality, does not contain any significant omission and represents all the elements necessary for potential investors to base their judgment on the assets, business, financial position, results and prospects of the company, as well as the rights inherent to the offered securities.

Thereby governing bodies must:

- Validate the business plan of the company before handing it to the financial advisors, and be prepared to justify and discuss it with such advisors;
- Ensure the quality and completeness of the information made available to the advisors;
- examine the valuation report prepared by the financial advisor and discuss it with him before setting the offering share price;
- Take note of the diligence reports of all the operation advisors.

## 4. SOME PREREQUISITES OF AN IPO

### 1. Holding of the meetings of the governing bodies and executive bodies

Once the decision is made, the governing bodies decide on the principle of the IPO, which can be done by selling existing shares and / or issuing new shares through a capital increase.

In the case of an IPO by selling existing shares, governing bodies convene the Ordinary General Meeting of Shareholders for adoption of the proposed resolution.

In the case of an IPO through a capital increase, the resolution is proposed by the governing bodies to the extraordinary general meeting of shareholders. An IPO through a capital increase requires the deletion of the preferential subscription right.

General meetings of shareholders may delegate to the governing bodies the authority to set the terms of the IPO and implement the capital increase and statutory adjustments if necessary.

### 2. Harmonization of Articles of association with the laws and regulations in force

The Articles of Association must be brought into compliance with the laws and regulations applicable to companies making public offerings and to companies listed on the Casablanca Stock Exchange. This harmonization requires the convening of shareholders called to approve the modifications made.

The Articles of Association must, also, stipulate the appointment of at least two statutory auditors. This appointment will be proposed by the governing body at the ordinary general meeting of shareholders.

### 3. Preparation of financial statements

The Company wishing to go public must have a detailed analysis of its historical financial statements covering at least the last three financial years.

Companies opting for the development market or the growth market and not having three years of existence are exempted from these requirements.

The last financial statements to prepare must meet the requirements set out in the table below:

Period of submitting the file :		CDVM requirements
from	to	
The end of the 9 <sup>th</sup> month of the current fiscal year	The date of closing the current fiscal year	Semi-annual financial statements for the current year having been subject to a limited review by the statutory auditors.
The first day following the closing date of the last financial year	The end of the third month following the date of the last financial year	Financial statements estimated by the issuer / offeror management.
The end of the third month following the closing date of the last financial year	45th day following the quarter subsequent to the closing date of the financial year	Financial statements approved by the Board of Directors or the Supervisory board and filed with the tax authorities.
45th day following the quarter subsequent to the closing date of the financial year	<b>THE END OF THE FIRST SIX MONTHS FOLLOWING THE CLOSING DATE OF THE LAST FINANCIAL YEAR</b>	Financial statements certified by the statutory auditors
The end of the first six months following the closing date of the last financial year	The closing date of the following year	Financial statements approved by the Offeror general meeting of shareholders.

#### 4. Preparation of the company management team

The company going public must have a management team that will allow it to pursue its growth objectives and achieve its business plans, while meeting the requirements incumbent on a public company with regards to financial disclosure, in particular the respect of the deadlines and completeness of the information provided to the market, but also the ethics related to this disclosure.

Only an experienced and committed management team can achieve these objectives and preserve the reputation of the company post-listing.

It is imperative for a company that is going public to be prepared to disclose its performance to the market. To this end, it shall ensure the establishment of rules to warrant the integrity of financial statements, by maintaining an effective system of internal controls.

The company must constitute a team that will be in charge of communicating with the advisors and the CDVM. The selected team should be familiar with the business of the company, be responsive and able to respond to various information requests.

Choosing a knowledgeable team will save time in the process of the application review by the CDVM.

In addition, the company wishing to go public must appoint a compliance officer and inform the CDVM in writing no later than the first day of trading. This officer is responsible for ensuring ongoing compliance of the insiders with ethics rules.



### 1. BY WHOM TO BE ASSISTED TO SUCCEED AN IPO?

Companies wishing to cross the stock exchange realm must make the best use of all key factors leading to success, including the choice of the following external multidisciplinary expertise:

#### 1. A Legal and tax advisor

The involvement of legal and tax advisors in the IPO process is important to the success of the operation. Indeed, the legal and tax advisor ensures that the legal procedures and prerequisites required for the validity of the transaction are met and observed.

The legal advisor assists, when appropriate, the company going public to conform its legal documentation to that of offering public company.

The legal advisor also assesses the impact of any potential pledge on assets or shares and seizures.

More generally, the legal advisor ensures that the legal life of the company has been conducted in accordance with the legal and regulatory provisions in force.

To achieve this, it is highly recommended to choose a legal advisor with a good knowledge of Moroccan Law.

#### 2. A financial advisor

##### a) Why is the financial advisor involved?

The IPO is an opportunity for the management of the company to make public offerings and to undergo the assessment and evaluation of the market.

Therefore, there is an information asymmetry between, on the one hand the managers and the former shareholders, who know thoroughly the structure of the company, and on the other hand, the solicited investors, to whom will be sold a part of the history of the company and, more importantly, future prospects.

The financial advisor appears, then, as the intermediary who will conduct the assessment of the company in a neutral, independent and objective manner in order to set a fair price for both parties.

### **b) Who appoints the financial advisor?**

Governing bodies of the company should appoint a financial advisor to:

- Prepare a prospectus that is compliant with the legal and regulatory requirements,
- Enlighten the judgment of shareholders and future subscribers,
- And provide a preliminary assessment, before the CDVM exercises its control.

### **3. Who places securities with the public?**

To ensure the securities placement with the public, the company must entrust this task to one or more brokerage firms and banks that constitute a placement syndicate.

The role of members of the placement syndicate is:

- Canvassing the public,
- Ensure the collection of subscription requests,
- Centralize requests for subscription to the stock market,
- And ensure the settlement and delivery of securities.

The offering of the securities subject of the intended IPO requires the signature of an agreement between the issuer and the members of the syndicate.

## **2. SOME TIPS FOR STRUCTURING THE OPERATION**

### **1. Capital operations carried before the IPO**

*The CDVM attracts the attention of the initiators of an IPO on the fact that transactions on the capital of the company going public should not be as such to create a distortion between the existing and the future shareholders of the company.* The CDVM may require that the IPO takes place at the same price as that at which the latest transactions on the company's equity have been concluded.

The CDVM may refuse to grant a visa if, during the year preceding the IPO, one or more transactions on the company's equity took place with valuation conditions not complying with the commonly accepted standards in the field.

### **2. How is the securities offer structured to the public?**

The company issuing the securities can choose the public targeted by the IPO subject to compliance with the public dissemination rules.

The choice of categories of targeted persons as well as the number of shares allocated to each category must be carried in a way to ensure wide dissemination of the securities in the public.

### 3. RULES TO FOLLOW IN TERMS OF DISCLOSURE

As long as the CDVM visa is not granted, it is strongly recommended to initiators to maintain the confidentiality of the subject.

Therefore, the company should refrain from disclosing the content of the prospectus draft, which is likely to change during the review by the CDVM.

More broadly, as long as the company was not granted the CDVM visa, it should avoid disclosing any information on its intended IPO.

After obtaining the CDVM visa, the Company may disclose information about the transaction to investors and the press.

Following the first listing, the company shall be liable to the disclosure required by law and regulations in force.

**NB: All information disclosed by the company prior to obtaining the CDVM authorization might be harmful especially if the IPO operation is not realized, which could undermine its image vis-à-vis its partners.**

## STEP 3: PREPARING AN INFORMATION FILE

### 1. WHY ADVISORS ARE PROVIDED WITH INFORMATION DOCUMENTS?

It is important for the company preparing its IPO to provide its advisors with all the documentation they need to implement their due diligence, understand the history of the company, its business, prospects and ... especially to prepare the file to be submitted to the CDVM.

### 2. WHAT DOES THE ADVISORS DUE DILIGENCE CONSIST OF?

Due diligence can be defined as the set of verifications, research, analyses, controls and synthesis of a comprehensive diagnosis allowing for the gathering of all information that is relevant for investors to make an informed judgment on the assets, business, financial condition and prospects of profitability of a company, as well as the rights inherent to the offered securities.

Throughout the period of carrying the due diligence, advisors pay particular attention to the risks specific to the Company and those related to its sector.

The completion of this step should be done in close collaboration between the company's management, its financial, legal, and tax advisor and statutory auditors through periodic meetings and information requests. These meetings allow advisors, in consultation with the management of the company, to form a judgment on the social, organizational, legal, financial, commercial and industrial aspects.

This step will therefore allow the management of the company and the financial advisor to collect all the necessary information for setting the assumptions of the business plan and its construction.

Similarly, it also allows advisors to gather important elements to be included in the prospectus disclosed to investors.

More specifically, during this step, the advisors will conduct, the following four types of procedures, without being exhaustive:

- **The due diligence related to the activity:**

The financial advisor will ensure to analyze:

- The environment, the activity sector and its evolution (maturity degree, risks, any potential liberalization or new rules ....);
- Competition (corporate strategy, market share, market penetration ...)

- The production process;
  - Major products and services, their seasonality, sales volumes, trade policy, price policy;
  - The distribution policy (distribution sites, networks ...);
  - Storage policy (process, storage site, turnaround time stocks ...);
  - Major customers and suppliers, the degree of dependence, credit terms, share in sales or purchases of the company;
  - The communication strategy;
  - belonging to a group, taking account of potential synergies, intercompany agreements, the degree of autonomy and
  - Development and partnership strategy.
- **The due diligence related to social aspects:**
    - Analysis of the human resources management policies in terms of skills and workforce size;
    - Recruitment and training policies;
    - Social stability, in examining the evolution of the workforce size and turnover, labor disputes or potential risks of strikes;
    - The age distribution of the workforce, their seniority and
    - Analysis of the share of temporary workers in the workforce structure, having regard to industry practice and the stability requirements required by the nature of its activities.
  - **Financial due diligence:** is materialized by the preparation of a diagnosis of accounting and financial situation of the company and its management control systems and internal controls.
    - This diagnosis should include all historical profitability indicators - *and future ones after elaborating the business plan* - of the company on the basis of statements certified by the statutory auditors (*analysis of balance sheet accounts, income and expenses statement, cash flows statements and their footnotes or ETIC*) as well as a review of general balances, aged trial balances and other steering tools of the financial manager and financial controller;
    - The analysis must include in particular an analysis of changes in key ratios pertaining to management, capital structure, debt, solvency, liquidity, return on assets and return on equity during the last 3 years prior to the IPO;
    - The diagnosis must be based also on a study of the investment policy pursued during the last 3 years with the inherent funding modes.

- **Legal due diligence:** is to analyze and adapt the legal structure of the company to the requirements of applicable regulations. During this stage, the choice of a legal advisor is critical. His mission is to make the necessary adjustments in accordance with the statutory provisions of the company and Moroccan companies Law (verification of the proceedings of bodies required to authorize the operation, validation of resolutions; eliminating all the clauses of accreditation, inalienability, preemption or limitations of the rights of shareholders or distinction between different classes of shareholders; drafting or examination of any existing or to-be-signed shareholders agreement; checking all special features and their impact on the rights of holders or the company assets, without any pledge of shares, seizure or protective tax adjustment, analysis of the various legal risks that can bind the company or related to the transaction). The legal advisor must ensure the elimination of any statutory provision to hinder the free circulation of shares and that their sale is not subject to any clause restricting their free negotiation or that may interfere with the functioning of the market.

Upon completion of due diligence, management advisors deliver to the company a diligence report. This report may be requested by the CDVM within its review of the IPO application.

### 3. HOW TO PREPARE THE COMPANY BUSINESS PLAN?

At the end of the diagnostic phase and simultaneously with the implementation of the various adaptations, the management of the company sets the forecast assumptions about the future evolution of the company's business.

During this stage, the company involves the financial advisor who performs a critical analysis and measures the likelihood of achievement of such assumptions given the historical development and the expected evolution of the market in which the company operates.

Advisors should review the business plan and challenge the management on different assumptions to ensure their consistency with historical performance, the current situation, market and industry potential.

After this step, the financial advisor develops a business plan covering a reasonable time horizon.

**The Business Plan is one of the elements presented at the submission of the operation file to the CDVM.**

**It should be noted that the financial advisor and the management of the company must be able to justify the assumptions used in the final business plan and detail the means to meet the said business plan forecasts. Assumptions should also emanate from sectoral studies and benchmarks.**

**In case the IPO is conducted through a capital increase, the business plan of the company must justify the use of the proceeds.**

The business plan should include the balance sheet, the statement of income and expenses as well as the cash flow statement.

Note that when the Company consolidates one or more subsidiaries, the business plan must be consolidated to include the subsidiaries forecasts.

## 4. VALUATION OF THE COMPANY

### 1. Independence and objectivity

The financial advisor must conduct his assessment objectively and with independent due diligence.

The financial advisor should be able to demonstrate the reasonableness, on the basis of reliable sources, of the assumptions and parameters taken into account in the valuation.

### 2. Choice of methods

Subsequent to the development of the business plan, the financial advisor estimates the potential earnings capacity of the company as a basis for his valuation. The advisor selects the most appropriate valuation methods taking into account:

- The nature of the company business ;
- specific aspects of its sector;
- Strategic objectives of the company;
- The existence of comparable companies;

The valuation must take into account the different reference transactions on the equity of the company.

### 3. Valuation report

Motivations that governed the use or the exclusion of different valuation methods must be mentioned in the valuation report produced by the financial advisor as well as in the prospectus.

At least three methods must be used. Any weighting of the used methods must be justified.

The CDVM may request from the financial advisor a justification of any information presented in the assessment report.

Note that in the context of an IPO through a capital increase, the valuation should consider the equity value and the number of shares "post money"

The conclusions of the valuation must be justified in the prospectus and in the valuation report submitted to the CDVM.

## 5. HOW TO PREPARE THE PROSPECTUS?

The financial advisor should draft the prospectus, taking into account the due diligence he performed, following the standard model provided by the CDVM.

The prospectus includes the following sections:

### 1. Certificates

This section contains the statements of the operation managers, that is to say, the representatives of the governing bodies, the statutory auditors, the financial advisor and the legal and tax advisor...

### 2. Presentation of the offer

The objective of this section is to present the offer, its schedule, as well as how the operation will take place starting from the subscription until the first listing on the stock exchange.

### 3. Presentation of the Company

The presentation of the company allows the potential investor to know the company, its shareholders, its management, as well as the proceedings of the governance and management bodies.

### 4. Presentation of the activity

The presentation of the activity must be the result of a joint work between the financial advisor and the company wishing to make public offering.

### 5. Financial analysis

The financial analysis should include an analysis of all the accounting documentation of the company.

### 6. Outlook and future prospects

Prospects included in the prospectus will focus on the financial forecasts or estimates for the current year and the following three years.

*Prospects contained in the prospectus are the responsibility of the company management that issues a statement that the information contained in the prospectus is realistic and contains no significant omission.*

### 7. Risks

The company presents the risks it is or might be facing and the measures implemented to control or cope with them.

### 8. Exceptional events

The company describes any foreseeable exceptional event that is likely to affect its financial condition, its business and which could jeopardize its strategy.



## **9. Disputes and contentious cases**

The company presents all disputes and contentious cases that may affect its financial condition, its business and could jeopardize its strategy.

**Note: The CDVM reserves the right to declare the file inadmissible if some of the prospectus sections are not sufficiently complete.**

## STEP 4 : THE CDVM REVIEW

### 1. WHEN TO CONTACT THE CDVM?

Before submitting the file, the company management contacts the CDVM for a presentation of its IPO project.

This meeting allows the company to present the main motivations for the IPO, the main features of the proposed offering, and the latest evolutions in the company.

At the end of the meeting, the company informs the CDVM of the intended period for filing the IPO application.

### 2. WHEN TO SUBMIT THE APPLICATION?

At the end of the due diligence and the preparation of the prospectus, a deposit meeting is held at the CDVM with the issuer and its advisors. When all the file elements have been submitted to the CDVM, the latter delivers the issuer a deposit receipt showing the deposit date of the complete file.

### 3. WHAT DOES THE ADMISSIBILITY REVIEW CONSIST OF?

Following the submission of the file and if it is declared admissible, the CDVM sends the same day, a deposit receipt to the managers responsible of the file within the advisory body and proceeds to its examination.

While examining the admissibility of the file, the CDVM ensures that:

- All documents required by the regulations have been provided,
- All the terms and characteristics of the transaction have been communicated,
- The company and its activities were presented in a comprehensive manner,
- Financial analysis meets the requirements,
- ....

In case the file is not admissible, the CDVM shall notify, at the deposit meeting, orally the issuer of its decision. The latter is required to complete its file for a new deposit.

#### 4. WHEN IS THE OPERATION SCHEDULE SENT BY THE CDVM?

When the file is admissible, the CDVM prepares, the day after sending the deposit receipt, a schedule specifying the dates of the main review steps, in particular, the various information requests, the questionnaire for the company management and the expected date of holding the meeting with the company managers, its advisors and statutory auditors.

The CDVM shall have two months to review the file. However, this deadline is interrupted by requests issued by the CDVM for additional information.

#### 5. WHAT ARE THE INFORMATION REQUESTS OF THE CDVM?

##### **Remarks**

According to the dates specified in the schedule sent, the CDVM sends its remarks.

These remarks focus on the information contained or to be contained in the prospectus.

These remarks are forwarded by email.

##### **Documents requests**

The schedule stipulates sending the documents requests that the CDVM deems necessary for the examination of the proposed transaction.

In addition to the documents requests provided in the schedule, as the CDVM reviews the file, it may request additional documents at any moment.

Sending documents requests is done by email.

#### 6. QUESTIONNAIRE AND MEETING WITH THE MANAGEMENT

While examining the IPO file, the CDVM prepares a questionnaire to be sent on the date provided in the schedule.

This questionnaire shall be the basis for the meeting with the company management, to which attend financial, legal and tax advisors, as well as statutory auditors.

#### 7. WHEN AND HOW TO COORDINATE WITH THE CASABLANCA STOCK EXCHANGE?

Prior to the prospectus visa issued by the CDVM, the Casablanca stock exchange sets the offering schedule.

### **1. Filing the admission dossier**

In consultation with the company management, the financial advisor files an "admission dossier" with the Casablanca Stock Exchange.

The issuer seeking admission of its securities on the Stock Exchange must submit to the Managing Company a legal dossier containing the following documents:

- Application for admission to trading on the Stock Exchange, appointing of the advisor(s) commissioned for this purpose;
- The minutes of the decision-making bodies having decided the offering, and defined its realization modalities;
- The draft of the convention governing members of the placement syndicate, if any;
- The draft of the schedule for listing the securities involved in the admission operation;
- The certificate of the securities admission to the Central Depository operations.

Filing the dossier shall take place in no later than one month after filing the application with the CDVM.

### **2. Preparation of the offering schedule**

The preparation of the offering schedule is conducted jointly by the Casablanca Stock Exchange and the CDVM.

When the prospectus is almost finalized, the CDVM sets a provisional date of the visa on the basis of which the schedule will be structured.

### **3. Approval Notice of the Casablanca Stock Exchange**

The Casablanca Stock Exchange sends an approval notice for the IPO to the issuer and the CDVM.

In addition to the final schedule set, an approval notice includes a specification sheet of the securities to be listed on the stock exchange (the designation, listing market, listing method, date and procedure of the first listing, the code and the ticker of the securities...).

The CDVM visa is conditional on obtaining the approval notice of the Casablanca Stock Exchange.

## 8. PROSPECTUS VISA

After taking into account all the CDVM remarks and recommendations, and after the issuer and its advisors have provided all the answers to its queries, the CDVM receives the final prospectus.

At this stage, no later than the day before the visa issue, the financial advisor should send the CDVM:

- Convention of the securities placement signed by all members of the syndicate,
- All certificates signed and authenticated by the legal representatives, statutory auditors, and the operation advisors.

### 1. WHEN TO PUBLISH THE EXCERPT OF THE PROSPECTUS?

The Financial advisor prepares an excerpt of the prospectus, whose content is determined by the CDVM.

The prospectus excerpt is prepared on the day of issuing the visa and must be approved by the CDVM before its granting.

This excerpt, which reflects accurately the information contained in the prospectus, should be published by the issuer in no later than 5 days before the start of the subscription period, in a legal advertisements newspaper. In addition, summaries of the prospectus, in Arabic and English, are also validated by the CDVM before issuing the visa.

### 2. HOW TO CONDUCT THE COMMUNICATION CAMPAIGN ON THE OFFERING?

#### 1. Documents and advertising media

The issuer or its advisor informs the CDVM about the advertising campaign it intends to carry out with regards to the IPO.

The issuer may be assisted by a communication agency. However, it shall submit to the CDVM, before visa, all advertising media such projected pads, flyers, posters, press releases, radio, television or electronic spots.

#### 2. Road shows and Book-building

After approval of the prospectus and prior to the opening of the subscription period, the issuer can perform various actions and take initiatives in order to promote the offering.

To preserve the equal treatment of all investors, only the information contained in the prospectus approved by the CDVM may be presented.

Any details released during this period, oral or written, must be consistent with the information provided in the prospectus.

### 3. WHEN TO DISCLOSE THE OPERATION RESULTS?

After the closing of the subscription period, the final allotment of shares and the disclosure of the results of the offering by the stock exchange, the issuer may disclose the results of the offering.

The day of the first trading, the stock exchange and the issuer hold a press conference to disclose the results of the offering to the market.

### 4. WHAT ARE THE DISCLOSURE REQUIREMENTS AFTER THE VISA?

Once a company is listed, the requirements of disclosure and communication to shareholders are imposed on it by Law. The CDVM has posted a Guide to Financial Disclosure on its website to help the managers with these aspects.

In addition, to establish their credibility and transparency, companies are encouraged to hold regular meetings with financial analysts and specialized press to feed the market with accurate and continuous information.

## CONTACT US

The CDVM is at the disposal of companies and their advisors.

Do not hesitate to contact the corporate finance unit for further information.

**Contact:**

Phone number: 05 37 68 89 71

E-mail: [operations\\_financieres@cdvm.gov.ma](mailto:operations_financieres@cdvm.gov.ma)