

REGISTRATION OF DEBT OR EQUITY SECURITIES	
BASIC REQUIREMENTS	DESCRIPTION
1. (a) SEC Form 12-1 , As Amended Prospectus	Form used for registration of securities that are to be sold or offered pursuant to Section 8 and 12 of the Securities Regulation Code.
(b) SEC Form 12-1 SRS (Simplified RS for Hospitals)	
2. Revised Statement of Management Responsibility (SMR) on the Financial Statements	SMR shall be attached to both the Consolidated Financial Statements and the Parent company's financial statements for filing with the Commission
3. Consolidated Audited Financial Statements (CAFS)	Compliant with SRC Rule 68, As Amended Audited by an accredited external auditor under Group "A"
4. Age requirement of Financial Statements	At the time a registration statement on SEC Form 12-1 or Form 12-1 SRS is to become effective, the financial information therein shall be as of a date 180 days from effective date.
5. Additional Components of the AFS	Tabular schedule of standards and interpretation as of reporting date <i>(for large and/or publicly accountable entities)</i> Supplementary schedules required by Annex 68-E (for issuers of securities to the public) A map of conglomerate or group of companies within which the reporting entity belongs (Part 1,4H) <i>(for listed and investment companies)</i>
6. Company's Websites	All companies applying for registration of its securities for listing are directed to comply with the prescribed website template as one of the requirements before the Registration Statement is rendered effective (SEC Memorandum Circular No. 2, Series of 2018)
Website Template	Refer to SEC Memorandum Circular No. 11, Series of 2014
ADDITIONAL REQUIREMENTS (EQUITIES AND BONDS)	
<ul style="list-style-type: none"> Mandate letter from underwriter/s re: Due Diligence 	A written authorization appointing the underwriter/experts/independent counsel and providing the necessary records to conduct a due diligence
<ul style="list-style-type: none"> Agreement among underwriters 	A contract between members of an underwriting syndicate stating the responsibilities, liabilities and rights of each member of the syndicate. Include in the agreement between the underwriters the amount of the new issue each underwriter is required to place, whether or not it is sold on a best efforts basis, and the structure as to how members of the syndicate are paid, outlines the payment schedule on the settlement date, expense sharing and how to handle stabilization or over-allotments.
<ul style="list-style-type: none"> Certification re: legal proceedings 	Company legal counsel's certification on the on-going legal proceedings involving the registrants, its subsidiaries, affiliated and its properties including list of non-material cases.
<ul style="list-style-type: none"> Certification re: Audited Financial Statements (AFS) 	Secretary's Certificate certifying that the AFS of all subsidiaries has been filed with the Commission.
<ul style="list-style-type: none"> Certification re: government issued license/permit 	Secretary's Certificate certifying that all mandated government issued licenses, permits are secured, and that the license/permit are valid and current.
<ul style="list-style-type: none"> Certification of Issuer and/or Underwriter 	Aware that documents/amendments submitted in connection with its RS

BASIC REQUIREMENTS	DESCRIPTION
<ul style="list-style-type: none"> Tax Compliance Report filed by the Issuer and its subsidiaries 	<p>(a) Report that the Issuer and its subsidiaries has fully complied with the Tax obligation as evidenced by tax payments and submission of information to the Bureau of Internal Revenue per applicable BIR Regulation. On time and in the required format.</p> <p>The tax compliance report should be consistent with the tax treatment covered in the independent tax opinion (This report must be notarized)</p> <p>(b) Sale of Secondary Shares</p> <p>To establish the chain of ownership of shares to be sold (secondary shares) to the public by selling stockholders, the Registrant shall provide a photocopy of:</p> <p>(i) BIR Form 2000 (Documentary Stamp Tax Return), if subject shares were acquired from the unissued portion of the Registrant's Authorized Capital Stock; or</p> <p>(ii) BIR Tax Clearance Certificate, if subject shares were acquired from previous stockholder</p>

REQUIRED EXHIBITS (ANNEX C)	DESCRIPTION
INDEX OF EXHIBITS	List of Exhibits must be in the same order as exhibit table
1. (Draft) Publication of Notice of Filing of Registration Statement	The required format for publication is contained in Annex "A"
<ul style="list-style-type: none"> Undertaking to publish the notice of filing of Registration Statement 	Undertaking that the registrant will publish notice of filing of RS once per week for two (2) consecutive weeks in two (2) newspapers of general circulation in the Philippines
2. Draft Underwriting Agreement (Initial Filing)	(a) Each underwriting contract or agreement with an underwriter for the distribution of securities
3. Plan of Acquisition, Re-organization, Arrangement, Liquidation or Succession	Any such plan described in the filing; Certificate Authorizing Registration issued by the Bureau of Internal Revenue
4. Article of Incorporation/By-laws	Complete copy of the AOI/BL. Whenever amendments are filed a complete copy of the amended AOI/BL
5. Instruments defining the Rights of Security Holders, including indentures	All instruments defining the rights of holders of the equity or debt securities or holders of long term debt unless the total amount of debt covered by the instrument does not exceed 10% of the total assets of the registrant.
6. Exhibits filed for Warrants Issues	A. Copy of Warrant Certificate B. Copy of Warrant Instrument or a deed containing the terms and conditions of the warrant
7. Opinion re: Legality	Opinion of independent counsel as to the legality of the securities being registered, indicating whether they will, when sold, be legally issued, fully paid and non-assessable, and, if debt securities, whether they will be binding obligation of the registrant.
8. Opinion re: Tax Matters	An opinion of tax counsel or of an independent CPA where tax matters are material to investors and a representation as to tax consequences is set forth in the filing. If tax opinion is set forth in full in the filing, an indication that such is the case may be made in lieu of filing the otherwise required exhibit. Tax Opinion must be conditioned or may be qualified, so long as such conditions and qualification are adequately described in the filing.

REQUIRED EXHIBITS (ANNEX C)	DESCRIPTION
9. Voting Trust Agreement	Any voting trust agreements and amendments thereto.
10. Material Contracts	Contract not made in the ordinary course of business; lease contracts; any contract to which directors, officers, promoters, voting trustees, security holders named in the RS or report or underwriters are parties, other than contracts involving only the purchase or sale of current assets having a determinable market price, at such market price; management contract or any compensatory contract; any contract call for the acquisition or sale of any PPE for consideration exceeding 15% of fixed assets if the registrant on a consolidated basis; Contract registrant's business is substantially dependent.
11. Annual/Quarterly Reports to Security Holders	Annual Report to Security Holders, Form 17-Q or Quarterly Report To Security Holders
12. Material Foreign Patents	Each material foreign patent for an invention not covered by Philippine patent. If proceeds from securities to be offered have been or are to be used for purpose of acquiring, developing or exploiting one or more material foreign patents or patent rights, furnish a list showing the number and a brief identification of each such patent or patent right.
13. Letter re: Unaudited Interim Financial Statements	Independent accountant's acknowledges awareness of the use in the Registration Statement of a report on unaudited interim financial information
14. Letter re: Change in Certifying Accountant	Letter from former accountant regarding his concurrence or disagreement with the statements made by registrant concerning any disagreement
15. Letter re: Director Resignation	Letter from a former director which sets forth a description of a disagreement with the registrant that led to the director's resignation or refusal to stand for re-election and which requests that the matter be disclosed
16. Letter re: Change in Accounting Principles	Unless previously filed, a letter from independent accountant indicating whether any change in accounting principles or practices followed by the registrant or any change in the method of applying any such accounting principles or practices, which affected the FS being filed with the Commission in the report or which is expected to affect the FS of future fiscal years is to an alternative principle which in his judgment is preferable in response to a standard adopted by the Accounting Standard Council that creates a new accounting principle, that expresses a preference for an accounting principle, or that rejects a specific accounting principles
17. Report Furnished the Security Holders	If the registrant makes available to its stockholders or otherwise publishes, within the period prescribed for filing the report, a document or statement containing information meeting some or all of the requirements of Part I of SEC Form 17-Q the information called for may be incorporated by reference to such published document or statement provided copies thereof are included as an exhibit to the registration statement or to Part I of Form 17-Q

REQUIRED EXHIBITS (ANNEX C)	DESCRIPTION
18. Other Documents or Statements to Security Holders	If the registrant makes available to its stockholders or otherwise publishes, within the period prescribed for filing the report, a document or statement containing information meeting some or all of the requirements of this form the information called for may be incorporated by reference to such published document or statement provided copies thereof are filed as an exhibit to the report on this form
19. List of Subsidiaries of the Registrant	List all subsidiaries of the registrant, the province, country or other jurisdiction of incorporation or organization of each and the names under which such subsidiaries do business. This list may be incorporated by reference from a document which includes a complete and accurate list.
20. Published Report Regarding matters submitted to Vote of Security Holders	Published reports containing all of the information called for in Item 4 of Part I of SEC Form 17-A
21. Consent of Experts and Independent Counsel	<p>(a) All written consents required to be filed under Section 12 of the Code shall be dated and manually signed. Where the consent of an expert or independent counsel is contained in his report or opinion or elsewhere in the registration statement or document filed therewith, a reference shall be made in the index to the report, the part of the registration statement or document or opinion, containing the consent.</p> <p>(b) Where the filing of a written consent is required with respect to material incorporated by reference to a previously filed registration statement under Section 12 of the Code or under the Revised Securities Act, such consent may be filed as exhibit to the material incorporated by reference. Such consents shall be dated and manually signed.</p>
22. Power of Attorney	<p>(a) If a person signs a registration statement or report pursuant to a power of attorney, a manually signed copy of the power of attorney shall be filed. Where the power of attorney is contained elsewhere in the registration statement or documents filed therewith, a reference shall be made in the index to where it is located. In addition, if an officer signs a registration statement for the registrant by a power of attorney, a certified copy of a resolution of the registrant's board of directors authorizing such signature shall also be filed. A power of attorney that is filed with the Commission shall relate to a specific filing or an amendment thereto. A power of attorney that confers general authority shall not be filed with the Commission.</p> <p>(b) Where the registrant is not formed, organized and existing under the laws of the Philippines, or is not domiciled in the Philippines, a written, manually signed power of attorney shall be filed which has been certified and authenticated in accordance with law, designating some individual person, who shall be a resident of the Philippines, on whom any summons and other legal processes may be served in all actions or other legal proceedings against him, and consenting that service upon such resident agent shall be admitted as valid and proper service upon the registrant, and if at anytime that service cannot be made upon such resident agent, service shall be made upon the Commission</p>
23. Statement of Eligibility of Trustee	A statement of eligibility and qualification of each person designated to act as trustee, under an indenture.

REQUIRED EXHIBITS (ANNEX C)	DESCRIPTION
24. Curriculum Vitae and Recent Photos of Officers and Directors	CV must be manually signed and Notarized
25. BOI Certificate	BOI Registered Companies
26. Authorization to the Commission to access Registrant's Bank Account including its subsidiaries	Part VI, paragraph (N) of this Annex requires all registrants to submit with its registration statement a continuing authorization to the Commission to examine the issuer's bank accounts and those of its subsidiaries, affiliates and control corporations.
27. Board Resolution approving the securities offering and authorizing the filing of Registration Statement	A. Manually signed by a majority of the Issuer's BOD in their capacity as directors
	B. The BOD shall approve the disclosures contained in the RS and assume responsibility for the information contained therein.
28. Duly verified resolution of the Issuer's Board of Directors	A. The resolution shall be dated and manually signed by a majority of the Issuer's Board of Directors, in their capacity as directors.
	B. The BOD shall approved the disclosures contained in the RS and assume responsibility for the information contained therein.
29. Secretary's Certificate certifying that the company's BOD has adopted an affirmative resolution with respect to the following matters:	<ul style="list-style-type: none"> • Submission of a Manual on Corporate Governance (if not yet filed) for IPO application • Adoption of a Fit and Proper Rule for the selection of corporate directors and officer • Submission of an Undertaking allowing the SEC to resolve conflicting issues regarding the selection of independent directors
30. Listing Application	Application for listing with the PSE or PDEX

31. Commercial Papers/Bonds Issues Exhibits	DESCRIPTION
a. Credit Rating Report/undertaking to submit	Issued by a SEC Accredited Credit Rating Agency
b. Bonds/LTCPs under Collateral condition of Registration	i. Board of Director's Certificate certifying that the stockholders owning at least a majority of the subscribed capital stock authorized the issuance and registration of the bonds signed by the Chairman/President and majority of the BOD
	ii. A resolution of the BOD signed by at least a majority of the members, containing the following: A. Designation of at least two (2) Senior Officers with a rank of VP or higher or their equivalent to sign the bond instrument to be issued B. Sample forms of the Bond showing the terms and conditions, the face value, interest rate (where applicable) date or maturity
	iii. Supporting documents on proper valuation of collateralized property
	iv. Trust Indenture executed by and between the company and trustee bank
i. Certification from the Trustee	Trustee has received the following documents: A. Owner's duplicate of Original Certificate of Title or Transfer Certificate of Title B. Real Estate mortgages, chattel mortgages and pledge agreements duly registered with the appropriate government agencies.

OTHER DOCUMENTS (if applicable)	
<ul style="list-style-type: none"> ECC 	Environmental Clearance Certificate issued by the Department of Environment and Natural Resources/Environmental Management Bureau
<ul style="list-style-type: none"> Certificate of Title/s of Real Property 	Certified True Copy by Land Regulatory Authority
<ul style="list-style-type: none"> Lease Contracts Development Agreements 	
<ul style="list-style-type: none"> Electronic Certificate Authorizing Registration (eCAR) 	eCAR issued by the Bureau of Internal Revenue i.e., sale of real estate properties, transfer or assignment of stocks not traded in the stock exchange
<ul style="list-style-type: none"> Registry/Trust Agreement 	
<ul style="list-style-type: none"> Certification of Selling Shareholder 	Where the RS includes shares to be sold by selling shareholders, a written certification by such selling shareholders as to the accuracy of any part of the RS contributed to by such selling shareholders.