

SECURITIES AND EXCHANGE COMMISSION

SEC FORM – CP IS

EXEMPT COMMERCIAL PAPER TRANSACTIONS

(Pursuant to SRC Rule 10.1.6 and Rule 10.3)

Application for: Notice of Exemption from Registration prior to issuance
 (Select One) Confirmation of Exemption from Registration prior to issuance¹

THE ISSUER

Exact name of Issuer as specified in its charter	
Place of incorporation or organization	
SEC Registration Number	
BIR Taxpayer Identification Number	
Address, including postal code,	
Telephone Number including area code	
Fax Number	
Email address of President or Chief Finance Officer	

1. CAPITAL STRUCTURE

Authorized Capital Stock			
Class	No. of Shares	Par Value	Amount
Issued and Outstanding			
Class	No. of Shares	Par Value	Amount

2. LIABILITIES

Current Liabilities	Amount	Non-Current Liabilities	Amount

(Use separate sheet if necessary)

3. THE OFFER

Total Issue Amount	
Instrument	
Maturity	
Interest Rate	
Offer Price	
Form and Denomination	
Early Redemption Option (if applicable)	
Redemption due to taxation	
Final Redemption	

¹ Filing Fee: 1/10 of 1% of the maximum aggregate price or issued value of the securities plus UP Legal Research Fee of 1% of the filing fee

4. ISSUER'S FINANCIAL RATIOS

Current Ratio of at least 1:1*	
Debt to Equity Ratio of not more than 3:1*	
Total Asset to Total Liability Ratio of at least 1:1*	
Disclose the financial ratios and/or other regulatory ratios that must be met and maintain	
Financial Covenant	

*For Financing and Lending companies

5. USE OF PROCEEDS AND DISBURSEMENT

Disclose in details for which the proceeds of the offering will be used, indicating therein the following:

Purpose of the Offer	Approximate amount intended to be used for each purpose	Schedule of Disbursement
1.		
2.		
3.		

If material amount of proceeds will discharge debt, state the interest rate and maturity. If that debt was incurred within one (1) year, describe the use of the proceeds of that debt.

Explain if any of the proceeds are to be used to reimburse any officer, director, employee or shareholder for services rendered, assets previously transferred, money loaned or advanced or otherwise.

If any material amount of the proceeds is to be used to acquire assets or finance the acquisitions of other businesses, describe the assets or businesses and identify the person from whom they will be bought. State the cost of the assets and the persons from whom they will be bought. State the cost of the assets and where such assets are to be acquired from affiliates of the issuer or their associates, give the names of the persons from whom they are to be acquired and set forth the principle followed in determining the cost to the issuer.

In the event of any substantial deviation, adjustment or reallocation in the planned use of proceeds, the issuer shall inform the *Commission and the holders of the commercial papers* in writing *at least 30 days before such deviation, adjustment or reallocation* is implemented. Any material or substantial adjustments in the use of proceeds, as indicated above, should be *approved by the Board*.

Issuer shall submit a certification by the Chief Finance Officer and external auditor on the accuracy of the information reported, as well as detailed explanation for any material variances between the actual disbursement and the planned use of proceeds. Such detailed explanation will state the approval of the Board of Directors.

6. FILING FEE

This application for **confirmation of exemption** under **SRC Rule 10.1.6** of the **2015 Implementing Rules and Regulations of the Securities Regulation Code** has been submitted along with the payment of the prescribed fee in the amount of _____ (P_____) under Official Receipt No. _____ paid on _____.

7. UNDERTAKING

The issuer undertakes to file with the Commission an Annual CP Issuer Report on **SEC Form ACPR** on or before the **10th of January every year**.

SIGNATURES

The undersigned hereby certifies that the exemption applied for hereunder is available and all conditions set forth in **SRC Rule 10.1** and **Rule 10.1.6** have been met and complied with. Moreover, the purchase and sale of commercial papers shall not be exempt from the coverage of the provisions of the Securities Regulation Code ("Code") on civil and other related liabilities, and other applicable provision of the Code on fraud.

Pursuant to the requirements of the Code and SRC Rule 10.1.6 this exemption is signed on behalf of the issuer by the undersigned, thereunto duly authorized in the City of _____ on _____.

By:

President

Chief Finance Officer

REPUBLIC OF THE PHILIPPINES)
CITY OF _____)

SUBSCRIBED AND SWORN to before me in _____ City _____ day of _____ 20____, affiants exhibiting to me his/her _____ as follows:

Name/ID No.

Date Issue

Place of Issue

Notary Public

INSTRUCTION:

1. Applicant shall file with the Commission *five (5) copies* of this SEC Form CP IS, one of which shall be *manually signed* by a duly authorized person, who, in case of a juridical person shall be the *President and Chief Finance Officer*
2. **For confirmation of exemption:** All payments must be payable to the Securities and Exchange Commission by way of Cash, Cashier's or Manager's Check only.