



Listing in London & Bird & Bird

About Bird & Bird

- International firm with offices in key business centres across Europe, the Middle East and Asia
- More than 1100 lawyers and legal practitioners
- Full range of legal services, including commercial, corporate, EU and competition, IP, dispute resolution, employment, finance and real estate
- Co-operation agreement with Tay & Partners in Malaysia
- Deep experience of advising overseas companies on listing in London



The role of the UK legal adviser



Due Diligence

NOMAD is "responsible to the LSE for assessing the appropriateness of an applicant for AIM". The NOMAD need to be satisfied that any material due diligence issues are dealt with or otherwise do not affect the appropriateness of the applicant for AIM.

Legal due diligence questionnaire

IPO data room

Report and recommendations
(both pre and post –IPO)

Admission document disclosures / risk factors

Schedule 2 comfort letter for NOMAD

Key contractual and other legal documents

Placing / Introduction agreement

- mechanics for listing
- warranties (directors and company)
- corporate finance indemnity

Lock-in and orderly market agreement

Share dealing code

NOMAD agreement

- term and termination
- compliance with AIM rules
- information provision

Responsibility statement

Directors liability

Risk

Liability for admission document / presentation

- *Misrepresentation*
- *Warranties under placing agreement*
- *Section 397 FSMA 2000*

Placing agreement

- *Warranties*
- *Indemnities*

Mitigation

- *Verification*
- *Due diligence*
- *Disclaimer*
- *Insurance*

- *Adequate disclosure in the admission document*
- *Insurance*
- *Limitations of liability*

Thank you & Bird & Bird



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