Nasdaq and NYSE Listing and Uplisting Checklist

This Nasdaq listing checklist also helps companies organize NYSE and uplisting work. Identify the exact exchange, tier, security and listing route before testing eligibility. Financial standards, distribution, governance and qualitative review must be evaluated together using current requirements.

How to use this checklist: identify the supporting record and responsible person for each item. Mark an item complete only after the relevant records and analysis have been reviewed. Note unresolved matters for counsel.

Select and test the standard

- ☐ Identify the exchange, tier and applicable initial listing standard; distinguish initial listing requirements from continued listing standards.
- ☐ Model the required financial measures using the correct financial statements, transaction adjustments and permitted measurement dates.
- ☐ Analyze qualifying publicly held shares, public float value, holders and price; identify excluded holdings and evidentiary requirements.

Review people and governance

- ☐ Review management, directors, significant owners and other relevant participants for background and suitability issues.
- ☐ Assess independence, committee composition, charters, codes, shareholder rights and any permitted accommodations.
- ☐ Confirm required corporate approvals, exchange shareholder-approval rules, governance disclosures and any home-country practice analysis.

Coordinate the transaction

- ☐ Model capitalization before and after financing, conversions, exercises, transaction expenses and any reverse split.
- ☐ Coordinate the SEC filing, financial statements, offering, exchange application, distribution evidence and anticipated trading date.
- ☐ Review reverse-merger, shell-history, change-of-control and other transaction-specific requirements with counsel and exchange staff.

Complete and maintain

- ☐ Prepare the application, agreements, certifications, fees and supporting documents; maintain a clear response process for staff questions.
- ☐ Confirm transfer agent, CUSIP, settlement and other operational arrangements; avoid announcing approval before it is obtained.
- ☐ Prepare a continued-listing calendar and reporting process; resolve remaining conditions before treating the listing as approved.

Want to discuss your company’s listing or uplisting preparation? Call 561-416-8956 or email Hamilton & Associates Law Group, P.A. at info@securitieslawyer101.com.