



## LISTING AGREEMENT BONDS

\_\_\_\_\_  
Full Name of Company ("Company")

hereby applies to the Pacific Exchange, Inc. hereinafter referred to as Exchange, for the listing of \$ \_\_\_\_\_ principal amount of Applicant's \_\_\_\_\_ percent \_\_\_\_\_ bonds due \_\_\_\_\_ and in consideration of the listing of this issue the Applicant states and agrees as follows:

- (1) The subject issue is now, or it is anticipated will be listed simultaneously herewith on the following National Securities Exchange(s) \_\_\_\_\_  
\_\_\_\_\_
- (2) Applicant agrees to provide Exchange with copies of all notices, reports, exhibits or other instruments Applicant will be required to prepare for and file with the other Exchange(s) named in (1) above and/or the Securities and Exchange Commission to maintain the Applicants listing(s) of the subject shares on said other Exchange(s) and Applicant will apply to Exchange for the listing of any additional amount of the issue when and if Applicant applies for such listing on said other Exchange(s).
- (3) Applicant agrees to notify the Exchange within fifteen days after the close of a fiscal quarter of the principal amount cancelled in the event of any redemption or conversion.
- (4) Applicant will pay Exchange a listing fee for the subject listing and any subsequent listing(s) of additional shares in accordance with Exchange's schedule of listing fees and annual listing maintenance fee.
- (5) Single copies of the following documents are to be submitted to the Exchange:
  - (a) Specimen bond certificate.
  - (b) Certified copy of resolution of Board of Directors or Executive Committee authorizing this application.
  - (c) Opinion of counsel as to legality of issuance and validity of the issue, including qualification of the issue with the Commissioner of Corporations of the State of California or other government authority.
  - (d) Duly executed registration statement, Form \_\_\_\_\_, and exhibits, conforming to the rules of the Securities and Exchange Commission under the Securities Exchange Act of 1934.
  - (e) Agreement with Registrar, Transfer Agent or Warrant Agent
  - (f) Final Indenture Agreement, and Trustee's certificate showing acceptance of Trust.
  - (g) Distribution Schedule

Agreement made this \_\_\_\_\_ day of \_\_\_\_\_,

\_\_\_\_\_ attests full agreement

\_\_\_\_\_  
Full Name of Company ("Company")

to comply with the listing and maintenance requirements of the Pacific Exchange, Inc.

(CORPORATE SEAL)

By \_\_\_\_\_  
(Signature of Authorized Officer)