

LISTING RULES FOR MAIN INVESTMENT MARKET SEGMENT AND ENTERPRISE GROWTH MARKET SEGMENT

S/NO.	CRITERIA	MAIN INVESTMENT MARKET SEGMENT	ENTERPRISE GROWTH MARKET SEGMENT
1.	Track record of existence	Applicant must publish its annual accounts of preceding three years. Annual accounts should be in accordance with the Companies Act, 2002 and must be prepared and independently audited with the standards regarded as appropriate by the Council.	None. But if the applicant has no track record, has to show that funds are required to support a project which has been fully researched and costed.
3.	Issued and paid-up capital	At least TZS 1 billion	200 million
	Working Capital	Working capital available to the company must be sufficient for at least eighteen (18) months. Where working capital is not sufficient.	Working capital available to the company must be sufficient for at least twelve (12) months.
4.	Minimum Value of securities to be admitted on the list	An applicant must apply to list securities of at least TZS 2 billion. This requirement shall not apply for securities already listed.	None
4.	Incorporation Status	Issuers must be incorporated in Tanzania as public companies or else where the companies' law is in conformity with the law of Tanzania for cross-listing companies.	Issuers must be incorporated in Tanzania as public companies or else where the companies' law is in conformity with the law of Tanzania (for cross-listing companies).
6.	Issuer Type	All companies from different economic sectors.	Growth companies of all sizes.
7.	Method of offering new issue of shares	Public offering, underwriting or combination of both.	Public offering, underwriting, private placement or combination of all.
8.	Business Operations	The applicant seeking listing should have at least one identifiable core business which is controlled by the listing company.	Detailed profile of planned operations including the following: 5 years business plan and independent technical feasibility report for companies with less than 12 months of operating history.
9.	Public shareholding spread	At least 25% of the issuer's shares, being not less than 1 million number of shares in the hands of the public.	At least 10% of its shares must be held by public.
10.	Minimum number of shareholders upon listing	Not less than 1000 shareholders excluding employees of the Issuer.	At least 100 shareholders

11.	Period moratorium	Not necessary.	If the Issuer has less than three years track record, promoters to be locked-in for up to 3 years.
12.	Utilization process of proceeds	Disclose the estimated amount of the proceeds from the offer (net of the expenses of the offer) broken down into each principal intended use. If the anticipated proceeds will not be sufficient to fund all of the intended uses, disclose the amount and sources of other funds needed. Where specific uses are not known for any portion of the proceeds, disclose the general uses for which the proceeds are proposed to be applied. State the minimum amount which, in the reasonable opinion of the directors of the relevant corporation, must be raised by the offer.	Disclose the estimated amount of the proceeds from the offer (net of the expenses of the offer) broken down into each principal intended use. If the anticipated proceeds will not be sufficient to fund all of the intended uses, disclose the amount and sources of other funds needed. Where specific uses are not known for any portion of the proceeds, disclose the general uses for which the proceeds are proposed to be applied. State the minimum amount which, in the reasonable opinion of the directors of the relevant corporation, must be raised by the offer.
13.	Nominated Advisors	Not necessary/required.	Must have a Nominated Advisor at all time of listing.
14.	Directors and Management	Disclosure of age, qualification and relevant experiences for the preceding five years.	Suitable senior management with relevant experience of one year prior to listing.
15.	Financial Statements	Must be IFRS compliant and must have been audited by authorized auditor.	Must be IFRS compliant and must have been audited by authorized auditor.
16.	Auditors	Registered by NBAA	Registered by NBAA
17.	Same Management	At least 2 years before listing.	No need. Emphasis should be on competence of the Management team.
18.	Audit Committees	Issuers must have audit committee as per CMSA guidelines on Corporate Governance.	Issuers must have audit Committee as per CMSA guidelines on Corporate Governance
20.	Certificate of comfort from relevant regulators	Issuers to obtain comfort letters from relevant regulators supervising their day to day activities.	Issuers to obtain comfort letters from institutions regulating their operations.
21.	Articles and Memorandum of	They must provide for public issuance of securities as well protection of minority	They must provide for public issuance of securities as well as

	Association	shareholders, transferability of shares, borrowing powers of directors, corporate governance principles.	protection of minority shareholders, transferability of shares, borrowing powers of directors, corporate governance principles.
22.	Composition of board of Directors	The Issuer must have at least one third of the Board members as non-executive directors.	At least one third of the board members must be non-executive directors.
23.	Prospectus approved by a regulator	Prospectus to be approved by the Authority.	Prospectus to be approved by the Authority
24.	Compliance to other Corporate Governance Issues	All applicants to undertake to comply with other corporate governance principle as per CMSA guidance as improved from time to time.	All applicants to undertake to comply with other corporate governance principle as per CMSA guidelines for corporate governance as improved from time to time.
25.	Clear dividend policy	The Issuer to disclose clear dividend policy.	Issuer to disclose clear dividend policy.
26.	Publication in the Press	Applicants to prepare abridged Prospectuses.	Applicants to prepare Abridged Prospectuses.