OTC Markets

# Transfer Agent Verified Shares Program

The Transfer Agent Verified Shares Program provides reliable share data to investors of OTCQX, OTCQB and Pink securities by allowing participating transfer agents to submit verified shares outstanding information for their clients directly to OTC Markets Group via a secure, electronic file transfer.

## How is this information disseminated?

OTC Markets Group displays information on shares outstanding on its website at www.otcmarkets.com, a publicly available financial portal that provides verified company information to investors, broker-dealers and others researching the securities on the OTCQX, OTCQB and Pink markets. Share data provided by transfer agents will be displayed alongside a "Verified" logo indicating that the information is timely and has been verified by the transfer agent.

This information is also disseminated through OTC Markets Group's data products to interested parties that rely on our data as the source for verified information on OTC Market Group securities. OTC Markets Group uses this data to confirm compliance with OTCQX and OTCQB market rules.

## Why should transfer agents participate?

Accurate share information helps public companies build credibility with investors and brokers. Transfer Agents can provide their clients a higher level of service by automating the publication of current shares outstanding to the market. Together, OTC Markets Group and transfer agents can help issuers build trust and improve transparency. OTCQX and OTCQB companies will be required to provide verified share data through a transfer agent who participates in the Transfer Agent Verified Shares Program.

## What transfer agents are eligible to participate?

To be eligible to participate in the Transfer Agent Verified Shares Program, a transfer agent must be approved by OTC Markets Group and registered with its appropriate regulatory authority ("ARA"). An ARA shall mean the SEC, the Federal Deposit Insurance Corporation, the Board of Governors of the Federal Reserve System or the Comptroller of the Currency or, for transfer agents outside of the United States, an appropriate regulatory authority in their home country.

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## How to Become a Participating Transfer Agent

1. Submit Credentials Request Form. The IP address you provide on this form will be used to establish a secure data connection for file submission.

2. Confirm OTC Company Clients. OTC Markets will provide a list of companies currently linked to your transfer agency in our systems. We will work with you to reconcile the client list, CUSIP numbers, etc. and prepare to receive a test file.

3. Send Test File. Send .csv file formatted per the specifications in this document via email to **transferagents@otcmarkets.com**. The test file should include data for all OTC company clients. OTC Markets will run data validation testing and reconcile discrepancies.

4. Receive Credentials. Once the test file is successfully processed, OTC Markets will provide credentials to access our secure file transfer service. (Both FTP and API are available).

5. Provide production file. Data will flow through to our websites and data products. Participants are required to send an updated file at least once per week. OTC Markets recommends that transfer agents submit an updated file daily.

## Contact Information

**Email: transferagents@otcmarkets.com**
**Phone: 212-896-4420, Option 1**

## File Format and Description

- FTP submissions must be sent via a .csv file.
- All fields are required for submission
- All data elements for a specific security must have the same "as-of" date
- An updated file should be submitted daily
- Submitted data will only be published on otcmarkets.com if the "as-of" date in the file is more recent that the date available in the system

| Column Name | Format | Description |
|---|---|---|
| cusip | alpha-numeric | The CUSIP of the security |
| tso_shares | (15) | The number of outstanding shares. Must be a numeric value greater than "0"; null not accepted. |
| tso_date | YYYY-MM-DD | The as-of date for the number of outstanding shares |
| auth_shares | (15) | The number of authorized shares or "unlimited". Must be a numeric value greater than "0"; null not accepted. Must be greater than or equal to the outstanding shares |
| auth_date | YYYY-MM-DD | The as-of date for the number of authorized shares |
| unrestr_shares | (15) | The number representing the sum of all shares held in the name of Cede & Co plus all other shares without a restrictive legend. The sum of unrestricted shares and restricted shares must equal the outstanding shares. Must be a numeric value; null not accepted. |
| unrestr_date | YYYY-MM-DD | The as-of date for the number of unrestricted shares |
| restr_shares | (15) | The number of restricted shares. The sum of unrestricted shares and restricted shares must equal the outstanding shares. Must be a numeric value; null not accepted. |
| restr_date | YYYY-MM-DD | The as-of date for the number of restricted shares |
| dtc_shares | (15) | The number of shares held in the name of Cede & Co. Must be less than or equal to the shares outstanding. Must be a numeric value; null not accepted. |
| dtc_date | YYYY-MM-DD | The as-of date for the number of shares held in the name of |

| | | |
|---|---|---|
| | | Cede & Co |

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## File Naming Convention

The data file sent to OTC Markets should follow the naming convention:

**ID_YYYY-MM-DD**

Where:

- **"ID"** is a unique numeric identifier provided to the Transfer Agent by OTC Markets.
- "**YYYY**" is the 4-digit year the file was sent
- "**MM**" is the 2-digit month the file was sent
- "**DD**" is the 2-digit day the file was sent

Example:

A file named **1234_2023-09-01** contains data that is sent to OTC Markets Group on Sept. 1, 2023 by Transfer Agent "1234."

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# Credentials Request
# Transfer Agent Verified Shares Program

Date: _____

Transfer Agent Name: _____

Address: _____

City, State, Zip: _____

## Business Contact Information

Name:_____

Email:_____

Phone: _____

## Technical Contact Information

Name:_____

Email:_____

Phone:_____

## IP Range you will use to access the FTP

_____

## How will you submit data?

☐ FTP ☐ API (Additional technical documentation available)

By submitting this Credentials Request and providing share data to OTC Markets Group Inc. through the OTC Markets Group's Transfer Agent Verified Shares Program, you acknowledge and agree that OTC Markets Group may use this data for compliance purposes, make this data publicly available on its websites, including www.otcmarkets.com, and disseminate this data on market data feeds along with other security related information.

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