# MIDCLEAR ONLINE USER GUIDE
# (Electronic CA)

## Outline

## 1 - Introduction

This user guide is intended to introduce MIDCLEAR Online users to the functionalities and rules concerning electronic Corporate Actions, referred to as Electronic CA. It introduces the menu items available for the electronic CAs and familiarizes users with the workflow for subscribing to a CA. In order for Midclear to set up a CA online, first, a form (Form 3.1 Issuers' Corporate Action Details) should be filled and sent to Midclear (Appendix 1 attached).

**N.B.**
**For user creation and maintenance please contact your MidclearOnline administrator.**

## 2 - Menu items definition

Menu items related to Electronic CA fall under Midclear Menu à CA.

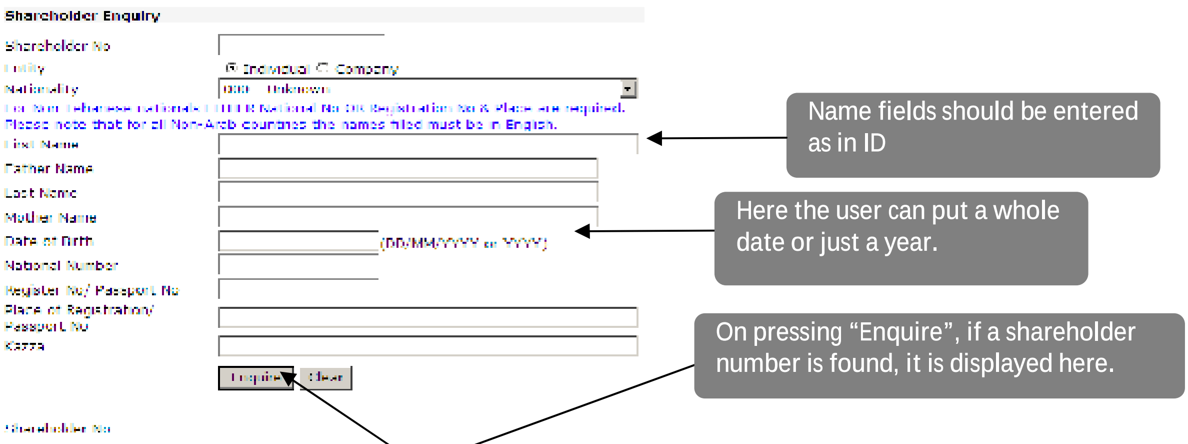
- Branch Maintenance
- CA
  - Shareholder Enquiry
  - Request Temporary Number (FULL)
  - View Permanent Numbers
  - Family Relations
  - View Family Relations
  - CA Subscriptions
  - Branch Supervisor Approval
  - Agent Supervisor Approval
  - Issuer Approval
  - Corporate Actions

### 2.1 Branch Maintenance

Each CA belongs to an issuer who designates certain branches of agents for the public to use in order to subscribe. To work with Electronic CA every user at MIDCLEAR online needs to belong to a branch in the institution he is working for. In the branch maintenance screen, the administrators can add/delete/modify branches and then assign users to these branches. For this please contact your MidclearOnline administrator.

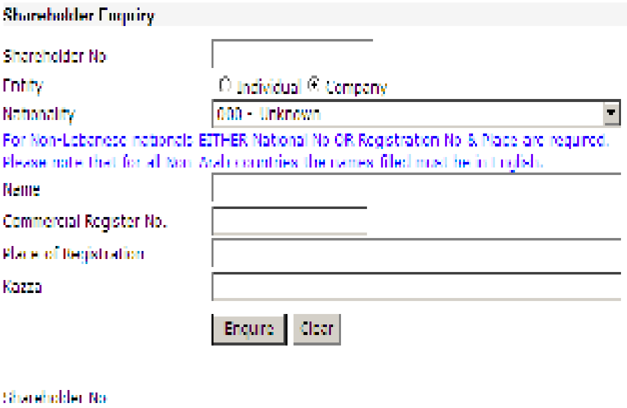
### 2.2 Shareholder Enquiry

#### 2.2.1 Shr. Enquiry 1: for individual enquiry.




(Screen Shr. Enquiry 1)

### 2.2.2 Shr. Enquiry 2: for company enquiry.




(Screen Shr. Enquiry 2)

There are two ways to use this screen

**1- Shareholder number is Known**

If the shareholder number is known, then this screen can be used to check all the shareholder details and make sure that it is the correct shareholder. In this case for individuals, the shareholder number, first and last names must be entered. For companies, the company number and name must be entered. If the shareholder names correspond to the number entered then upon pressing the “Enquire” button the rest of the information will be displayed.

**2- Shareholder number is not Known**

a. Lebanese Nationals

i. Individual

The First Name, Father Name, Last Name, Mother Name, date of birth are mandatory to search as well as the Registration No, Place and Kazza.

ii. Company

Company Name, Commercial Register, Place and Kazza of registration are mandatory.

b. Non-Lebanese nationals

i. Individual

The First Name, Father Name, Last Name, Mother Name, date of birth are mandatory to search as well as the Registration No/Passport Number.

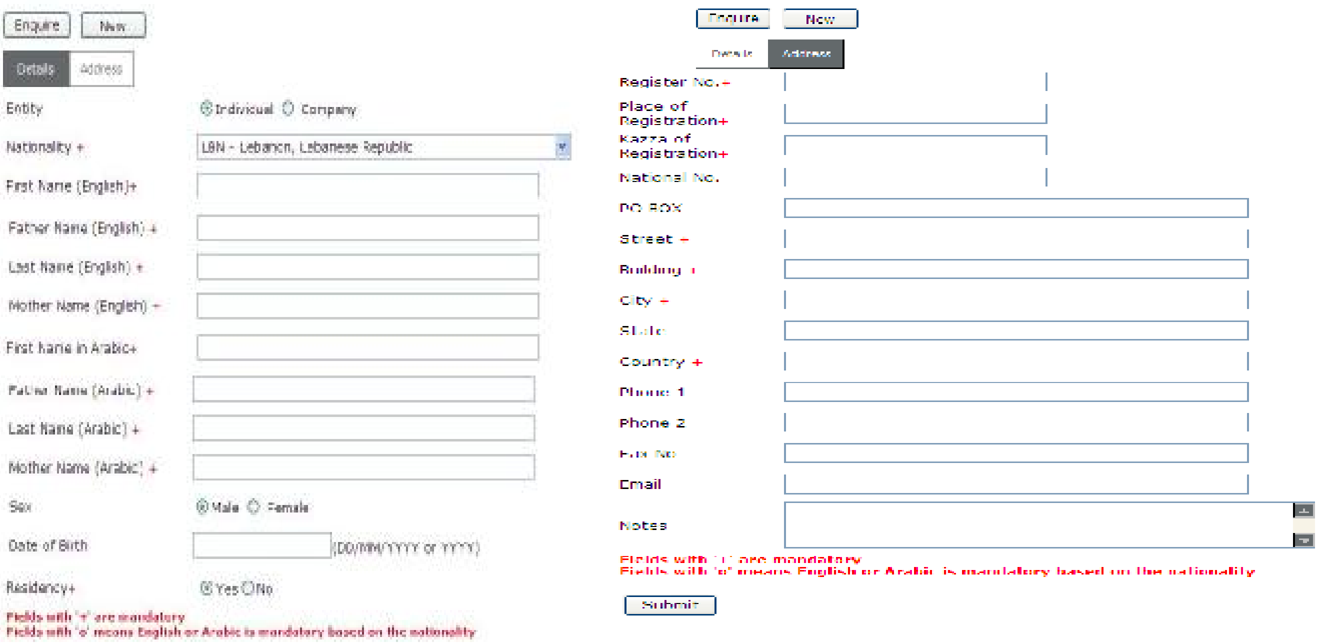
ii. Company

Company Name, Commercial Register and place of registration are mandatory.

For Lebanese and other Arab nationalities, the name fields should be filled exactly as mentioned in the identity cards (in Arabic).

## 2.3 Request Temporary Number

Request temporary number form has two tabs that contain information that needs to be filled in order to save a request.
The first tab contains the shareholder's personal information, like first name, middle name, etc
The second tab contains address information. All fields that have a * sign next to their label are mandatory fields.
The request returns a temporary number for the shareholder. This temporary number is displayed on the top of page.



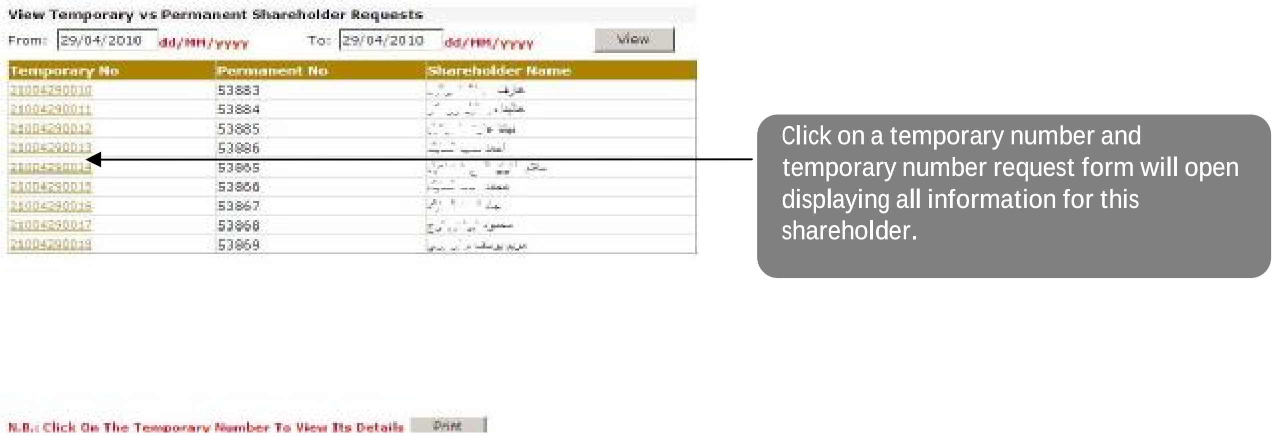

(Screen Request Temporary Number)

**Remarks:**
- Once the user clicks on the enquire button it will open the Shareholder Enquiry Form, this facility was added to allow the user to see if a shareholder exists before requesting a temporary number for him.
- For Lebanese people, A CLEAR copy of the new Lebanese Identity Card should be provided, if not issued yet, provide a copy of إخراج قيد temporarily. Passports, driving licenses or other documents are not accepted by Midclear.
- For military officials, passports and official papers are acceptable.
- For foreigners, Identity Cards and passports are acceptable.
- Note that addresses and phone numbers are useful for users, issuers and Midclear to build a database. This information will be available online in the future.

***Midclear reserves the right to charge a penalty fee, whenever it sees fit, for any misstatement or wrongful information pertaining to shareholders.***

## 2.4 View Temporary Number

In this screen the user can enquire about all the temporary numbers entered by date, in order to edit/delete or to see if the permanent number was assigned. The user enters date from and to in order to view requests made within these dates and clicks view. If there are any requests within this period they will be shown in the grid as in Screen Perm/No below. As it is noticed the temporary number is a hyperlink. So when a temporary number is clicked, Temporary shareholder form (Screen Request Temporary Number shown in the previous section) will be opened displaying the full information for the selected number. The record may be modified or deleted only if the request was not yet downloaded by Midclear.



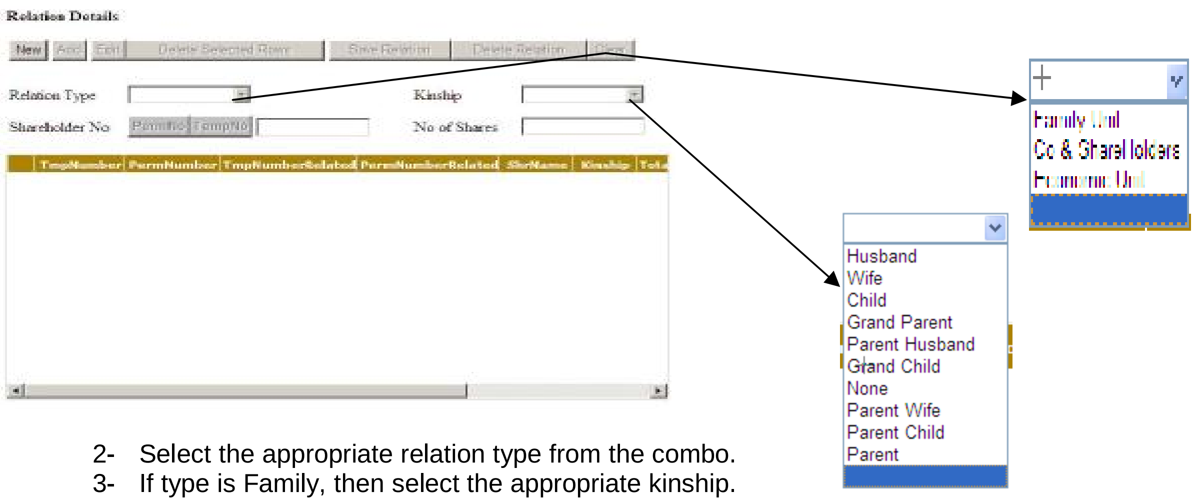

(Screen Perm/No)

## 2.5 Family Relations Requests

After requesting temporary numbers for new subscribers, the family/company relations for this shareholder must be entered in this screen. Before entering the information, a temporary/permanent number must be obtained for each family/company member.

For entering a new relation:

1- Press the “New” button



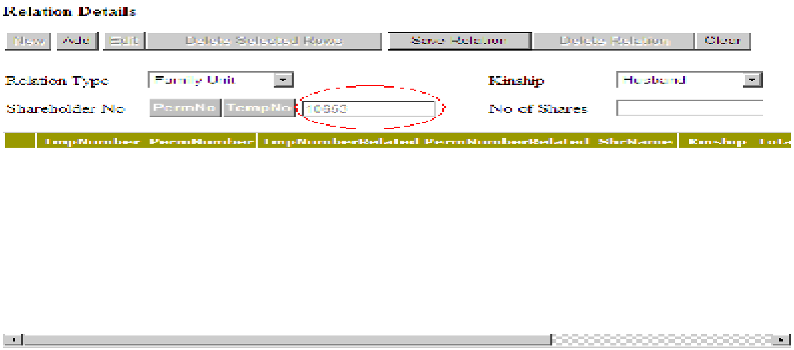

2- Select the appropriate relation type from the combo.

3- If type is Family, then select the appropriate kinship.

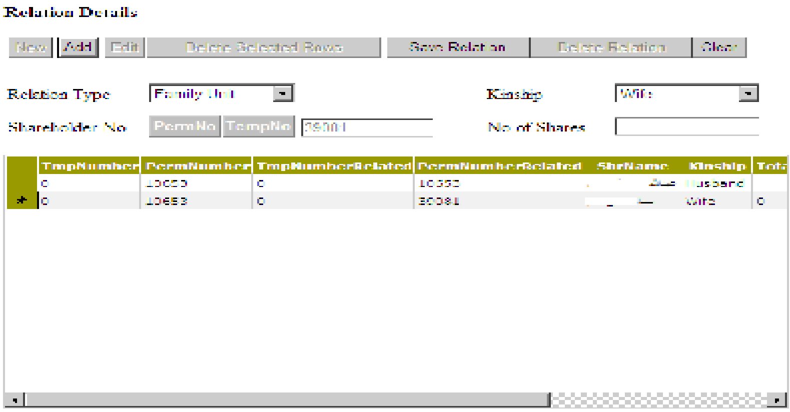
4- If the concerned shareholder has a permanent number, press the “PermNo” button and the shareholder enquiry screen will be shown (Screen Shr. Enquiry). Enquire about the shareholder and then press select if it is the correct one. On the other hand, if a temporary number will be used, press the “TempNo” button and the Request Temporary Number screen will be shown (Screen

Request Temporary Number). Enquire about the shareholder using the temporary number, press view and then select it if it is the correct one.

5- The number selected will appear in the text box on the screen. If the relation is a company/economic unit, then enter the number of shares. Then press the add button to add this as a row in the relation



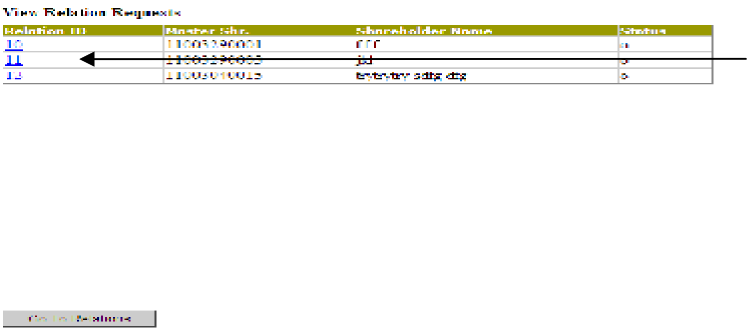

6- Repeat steps 3-5 for all shareholders of this relation. When done press the “Save Relation” button to save the relation or the “Clear” button to start over.




7- To delete a relation press the “Delete Relation” Button

## 2.6 View Family Relations Requests

In this screen the user can enquire about all the relation requests entered in order to edit/ delete them. If there are any requests that have not been downloaded by Midclear yet, they will be shown in the grid as shown below. As it is noticed the relation number is a hyperlink. So when a relation number is clicked, family relation form will be opened displaying the full details for the selected relation.



Click on a relation number and the relation request form will open displaying the details of the chosen relation.

## 2.7 CA Subscriptions

Before the user starts with CA Subscriptions we should notice that CA Subscriptions, Branch Supervisor Approval, Agent Supervisor Approval, and Issuer Approval all have the same screen with slight modification concerning filter (what the user is allowed to see).

- Form CA Subscriptions is intended for users at the branches of the designated agents. The user using this form will only be able to see subscriptions that s/he has entered.
- Users of form “Branch Supervisor” are allowed to see all subscriptions done in his/her branch.
- Users of form “Agent supervisor” are allowed to see all subscriptions done across all branches for his/her institution.
- Users of form “Issuer Approval” will see all entries approved by the branch or agent supervisor from all branches as well as modifications and approvals done by Midclear.

**N.B. Midclear will only see subscriptions approved by Issuer.**

### 2.7.1 CA Subscription status definitions:

Before we start explanation of the subscriptions form we should go through the different statuses that the subscription will have during its lifetime.

**Data Entry**
The user enters a subscription, and then sends it to his supervisor for approval.

**Sent For Agent Approval**
The branch supervisor then checks the subscriptions and if s/he approves it, it is sent for Issuer Approval. Note that the supervisor can modify, and/or delete the subscription.

**Sent For Issuer Approval**
If the issuer has no issues with the subscriptions he will send it for Midclear checking. Note that the Issuer can modify, and/or delete the subscription.

**Sent For Midclear**
Midclear will apply many checks on the subscriptions (including 5% ownership, MOB, HEM, Employees, Families etc…)

**Checked By Midclear**
If checked by Midclear, the subscription Is valid.

**Needs To Be Dealt With**
If flagged by Midclear as “Needs to be Dealt with” It means that the issuer needs to take certain actions.

**Deleted By Issuer**
The issuer deletes a subscription.

**Cancelled Upon Issuer Request**
The issuer cancels the whole CA.

### 2.7.2 CA status definitions:

**Inactive**
CA Status is inactive until MIDCLEAR opens the CA.

**Open**
When the CA is opened, eligible users can start entering subscriptions.

**Approved**
Once the issuer is sure of all subscriptions, he approves the CA. After this step, he is only allowed to add/modify/delete subscriptions after obtaining permission from MIDCLEAR. In order to modify or delete, he must inform MIDCLEAR which ones so that MIDCLEAR can flag them as "needs to be dealt with". If the issuer wishes to add any subscriptions he must advise Midclear on how many subscriptions he wishes to add so that Midclear allows him.

**Finalized**
The issuer is allowed to finalize the CA only after all subscriptions have been checked by MIDCLEAR and have no pending problems, i.e. all subscriptions must have a status of either Deleted By Issuer or Checked By Midclear.

**Closed**
When the CA is finalized by the issuer then Midclear closes the CA.

**Cancelled**
If the issuer wishes to cancel the whole CA, he must advise Midclear to do so. By cancelling the CA all subscriptions will have status Cancelled upon Issuer Request.

### 2.7.3 What is the issuer allowed to do?

The issuer is allowed to Modify/Delete any subscriptions that are sent for Issuer Approval, Needs to Be Dealt With, Checked by Midclear as long as the CA is not approved yet and he is allowed to add as many subscriptions as he wants.
Once the CA is approved by issuer, the issuer himself is not allowed to Modify/Delete except subscriptions flagged as Needs to Be Dealt With; and if the issuer wishes to add more subscriptions, he must advise Midclear on the number of subscriptions he wishes to enter so that Midclear could allow him.

### 2.7.4 Subscriptions Screen Layout Info:

As we have stated previously for CA Subscriptions, Branch Supervisor, Agent Supervisor, and Issuer Approval, all use the same screen.
The main difference between the four is the criteria section because criteria differ between users, supervisors and issuers as we will see in screens Subsc.Search 1, Subsc.Search 2, Subsc.Search 3.

**Users and Branch Supervisors:**


(Screen Subsc.Search 1)

Users and Branch Supervisors:
Status Contains:
For Users: Data Entry and Sent For Agent Approval.
For Branch Supervisor: Sent For Agent Approval and Sent For Issuer Approval

**Agent Supervisors:**


Agent Supervisors:
Agent Supervisor is allowed to search by Status ID and Branch Codes.
Status ID contains only Sent For Agent Approval and Sent For Issuer Approval.

(Screen Subsc.Search 2)

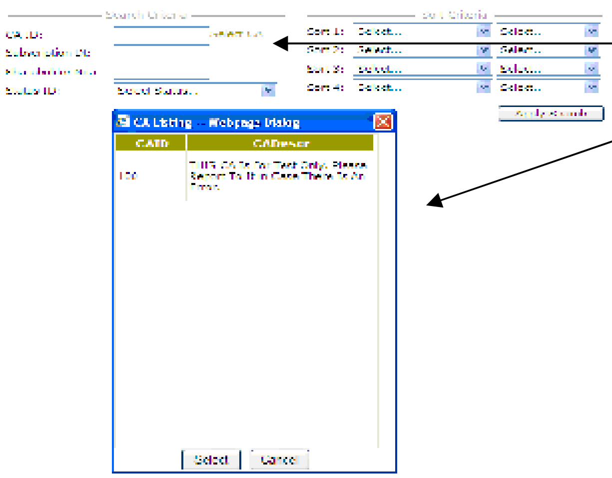
**Issuers:**


For Issuers:
The issuer is allowed to search by status id and notes.
Status includes Sent for Issuer Approval, Sent for Midclear Checking, Deleted by Issuer, Checked by Midclear, and Needs to Be Dealt With.
Notes include All Notes and New Only.

(Screen Subsc.Search 3)

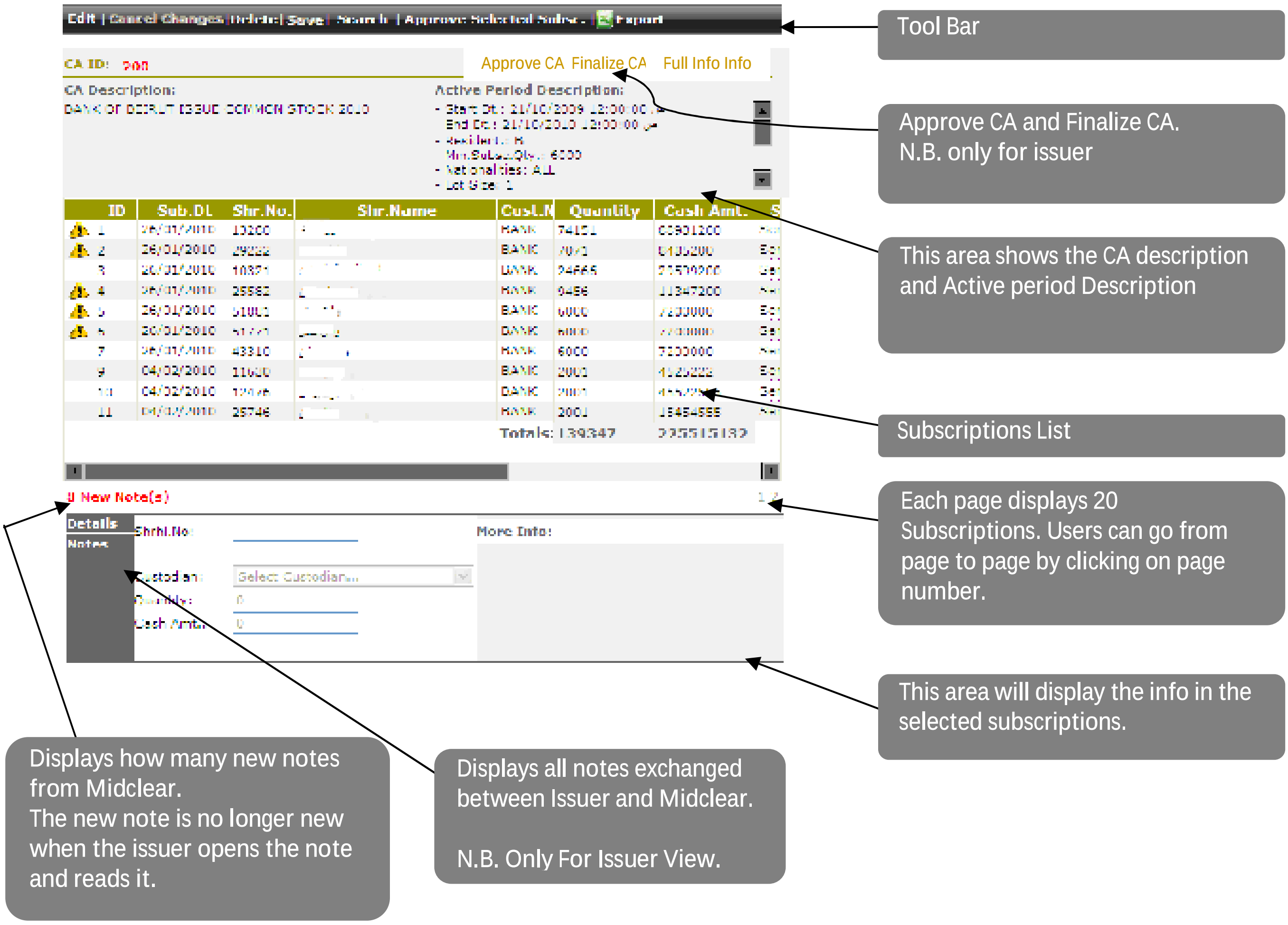
<u>Remark</u>:
When the Branch supervisor is logged in, his branch code is added to the filter by default and thus preventing him to see other branches' subscriptions.

All users can select from a list of allowed CAs.




When this link is clicked it opens this form for the user to select from a list of allowed CAs.

**Subscriptions Form as seen by the Issuer:**




**N.B. the icon on each subscription row is only visible to issuers.**

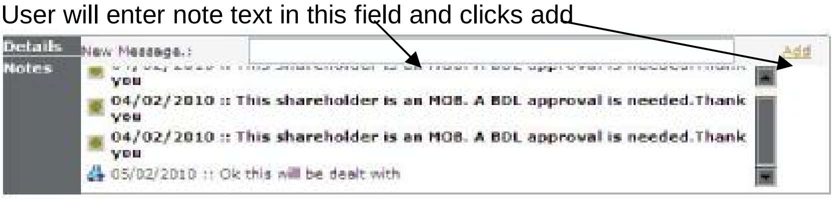
**Remarks:**

When any user wants to see full info of the CA he can click on Full Info link on subscriptions screen and a dialog box will be opened displaying all CA information.

**Notes View:**

When the user clicks on notes in the left banner it will show all notes exchanged for this subscriptions.
All new notes are in bold, all read notes are in normal font.
Notes sent from Midclear are displayed with the Midclear icon on the left.
Notes sent by issuer to Midclear are displayed with user icon on the left.

User can send a new note to Midclear by adding it to the subscription.
User will enter note text in this field and clicks add




Exchanged Notes & Comments are only seen by the Issuer and Midclear.

**The following Table shows what each user type is allowed to see, modify or delete:**

| | Data Entry | Sent for Agent Approval | Sent for Issuer Approval | Sent for Midclear Checking | Needs to be dealt with | Checked by Midclear | Deleted by Issuer | Cancelled upon Issuer request |
|---|---|---|---|---|---|---|---|---|
| User | Active Period & CA Is Open | | | | | | | |
| Edit | a | | | | | | | |
| View | a | a | | | | | | |
| Delete | a | | | | | | | |
| | | | | | | | | |
| Agent Supervisor | Active Period & CA Is Open | | | | | | | |
| Edit | | a | | | | | | |
| View | | a | a | | | | | |
| Delete | | a | | | | | | |
| | | | | | | | | |
| Issuer | | | | | | | | |
| | CA Is Open | | | | | | | |
| Edit | | | a | | a | a | | |
| View | | | a | a | a | a | a | a |
| Delete | | | a | | a | a | | |
| | CA Is Approved. Issuer is only allowed to add new subscriptions after Midclear Approval | | | | | | | |
| Edit | | | | | a | | | |
| View | | | | | | | | |
| Delete | | | a | | a | | | |

**Appendix 1**

# ISSUERS' CORPORATE ACTION DETAILS
## FORM 3.1

| | | | |
|---|---|---|---|
| **General Info** | | | |
| Issuer's Name | | | |
| Issuer code | | | |
| CA Type | ☐ Capital Increase | ☐ IPO | ☐ New Issue |
| Public | ☐ Yes | ☐ No | |
| Security code | | | |
| Record date | | | |
| Issue price | ☐ USD | ☐ LBP | |
| Minimum Issue Amount | | | |
| Maximum Issue Amount | | | |
| **CA Agents** | | | |
| All Branches | ☐ Yes | ☐ No | |
| Exclude Branches | | | |
| Only Branches | | | |
| **CA Periods** | | | |
| Start Date | | | |
| End date | | | |
| Minimum subscription Quantity | | | |
| Reducible | ☐ Yes | ☐ No | |
| Shareholder at Record Date | ☐ Yes | ☐ No | |
| Employee | ☐ Yes | ☐ No | ☐ Both |
| Resident | ☐ Yes | ☐ No | ☐ Both |
| Exclude Shareholder Previous Period | ☐ Yes | ☐ No | |
| All Nationalities | ☐ Yes | ☐ No | |
| Exclude Nationalities | | | |
| Only Nationalities | | | |
| Underlying Security | | | |
| Ratio | | | |

**Contact: Midclear SAL**
**Shareholders' Registry Dpt**
**Phone: (961) 1 749594 - EXT: 107/207/209/123**
**Fax (Direct): (961) 1 347910**
**E-mail: rchehouri@midclear.com.lb**

**<ISSUER'S STAMP & SIGNATURE>**