CSSf

Commission de Surveillance
du Secteur Financier

Prospectus III

USER GUIDE FOR
SUBMISSION AND FOLLOW UP
OF AN APPROVAL REQUEST.

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USER GUIDE FOR SUBMISSION AND FOLLOW UP OF AN APPROVAL REQUEST.

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1. General Information

1.1. Reference documents

Author	Version	Title
European Parliament	-	Commission Delegated Regulation (EU) 2019/979 of 14 March 2019

Additional documents and useful links can be found on the CSSF Website: https://www.cssf.lu/en/prospectus/

2. Introduction

The CSSF is responsible for the application of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market and the Law of 16 July 2019 on Prospectuses for Securities (the "Prospectus Law") which implements certain provisions of the Prospectus Regulation (EU) 2017/1129 and provides for requirements covering the national prospectus regime.

The new Prospectus Regulation entered into force in July 2019 and led to a number of changes to these processes. To respond to these changes, the CSSF has developed e-Prospectus, an interactive, intuitive and transparent tool which allows issuers to submit and track all requests related to the application of Regulation (EU) 2017/1129.

e-Prospectus will be available on the CSSF website as of March, 1st 2020.
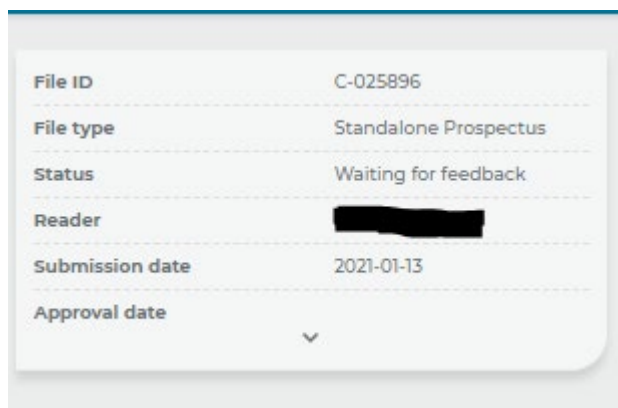
The present document is a user guide to this new tool and describes the Data required by the CSSF for each approval request.

The authentication to e-Prospectus, access to an approval file, submission of notification request and Final Terms are described in separate documents which are available here: User guides.

3. Data to be provided

The notifications input form is described in a separated user guide.

3.1.   The request summary

This part of the e-Prospectus will allow you to quickly view the main characteristics of the file.

3.2.   General

In this input form, you will be able to enter the basic information regarding your approval request.

- **Type of approval request**
  You will have the choice between 4 type of approval requests
    1) Prospectus
        o Standalone Prospectus
            ▪ Single document
            ▪ Tripartite with summary
            ▪ Tripartite without summary
        o Base Prospectus
            ▪ Single document
            ▪ Tripartite without summary
    2) Supplements
    3) Registration Document ("RD")
    4) Universal Registration Document ("URD")

- **Home Member State of the (Universal) Registration Document**
  If you have selected "Type of approval request" n° 3 or 4, you will have to indicate the Home Member State of the (U)RD. Please note that LU is selected by default.

- **Related (Universal) registration document ID**

  This field corresponds to the CSSF File number of the (U)RD in case the CSSF has approved the (Universal) Registration Document. If not, contact the relevant competent authority in order to get this reference number.

- **ID of the previous Base Prospectus**

  For a Base Prospectus, you will also be prompted to indicate the ID of the previous Base Prospectus. This field is only applicable if your file is an update of a previous Base Prospectus.

- **File number of the approved document the supplement relates to**

  If your file is a supplement, you will have to indicate the CSSF file number of the file the supplement refers to.

- **Name of the issue**

  Please try to indicate in this field the name of the issue as it is written on the cover page of the prospectus.

- **Languages**

  In this field you will be able to choose the language(s) used in the document to be approved including the documents incorporated by reference.

3.3. Review

In this input form, you can indicate useful information concerning the review of the file.

- **Requested date of approval**

  If the issuer wishes to start an offer to the public on a specific date or in the event of an update of a base prospectus for example.

- **Useful information**

  The issuer can indicate in this field important information relating to the issue. (ie : This file is identical to a previous one already approved. An information request relating to this file was submitted to the CSSF in the past etc…)

- **Waiver request**

  Together with the submission of the file, you can tick this box to indicate to the CSSF that a waiver request has been deposited. In that case, you must also attach a waiver request in PDF Format in the input form "Documents".

- **REGULATION (EU) 2023/2631 (the "EUGBR")**

  You should tick all the applicable boxes in case the Prospectus or Base Prospectus foresees issuances of bonds pursuant to the EUGBR.

3.4. Entities

In this input form, you can add one or several issuers, guarantors or offerors. You will only have to fill in the LEI code and press "Save". The system will automatically fill in the name and country of the relevant entity.

In case, a guarantor or an offeror does not have an LEI, you will have to select Natural Person under "Identification" and the name and country fields will need to be filled in.

When one or more entity is a branch (or compartment), add one line for each branch (or compartment) in addition to the head quarter (see example below). To add a line for a branch (or compartment), please fill in the LEI of the head quarter and add the name of the branch in the appropriate field (e.g: London) unless the branch (or compartment) has its own LEI code.

Issuer(s)

LEI	Name	Country	Branch or compartment	
ANGGYXNX0JLX3X63JN86	CREDIT SUISSE AG	Switzerland		🗑
ANGGYXNX0JLX3X63JN86	CREDIT SUISSE AG	Switzerland	LONDON BRANCH	🗑

+

Please fill in one branch per line.

3.5. Legislation

- **Legal Ground(s)**
  Please select under which legislation the documentation should be approved.

- **Disclosure regime**
  Please select the annexes of regulation 2019/980 which have been used to prepare the documentation to be approved.
  In case of a tripartite prospectus, fill in only the annexes used in the securities note.

- **Key Financial Information**
  Please select the annexes of regulation 2019/979 which have been used to prepare the documentation to be approved in case it contains a summary.

- **Justification stating the reason for which the checked annexes have been used**
  In this field you should explain the reason for which the checked annexes of regulation 2019/980 have been used.

- **Applicable paragraph of Art .14 of regulation (EU) 2017/1129**

  In case of a secondary issue, please indicate here which paragraph of article 14 is applicable.

3.6.   List of Securities

In the case of a Standalone Prospectus, the "List of Securities" input form must be completed with information specific to the issue.

- Financial Instrument Short Name (FISN) is mandatory
- ISIN is mandatory.
- CFI code is mandatory.
- Bail-in-ability: Indicator about whether the security is subject to bail-in rules under Directive 2014/59/EU
- Underlying: Field applicable to securities linked to an underlying (In the case of derivatives or ABS security for example). More explanation available under (?)
- Type of security is mandatory
- Maturity/expiry date: In case of perpetual debt securities, enter the value 9999/12/31
- Denomination per unit: Nominal value or notional value per unit in the issuance currency
- Volume offered: Number of securities offered
- Price offered: Price per security offered, in monetary value of the issuance currency
- Consideration offered: Total amount of the offer/admission
- Issuance currency is mandatory.
- Type of offer/ admission is mandatory.
- Offer to the public: In case of an offer to the public, please tick the box and select the member state(s) in which the offer to the public is contemplated. Add the offer end date.

If there is more than one security, please click on "+" to add an input form for each security. An input form must be filled in for each ISIN code.

If a security contains more than one type of security, please fill in a form for each type of security (for example: ABS and Debt with denomination => 100,000 EUR).

3.7.   Contacts

Under this input form, you will be able to indicate the contact persons in relation to this file.

The entitled persons are divided in four categories described below. Each of these categories must contain at least one contact. For each contact, the email address is mandatory.

1. **Person(s) designated by the issuer to submit and manage the file and enter into communication with the CSSF**
   Warning: Each person indicated under this field will be able to manage the file and will have full access to this file in e-Prospectus. Any person added to or removed from this category will be notified by email!
   These persons will be the only ones to receive emails from the CSSF.

2. **Issuer contact(s)**

3. **Person(s) entitled to confirm that the version filed for final approval and publication is the final version of the document to be approved**

4. **Person(s) entitled to receive the invoice and pay the fee**

3.8. Related Files

Under this input form, you will find links to the different files the current file relates to:

- to the supplements of a prospectus or (universal) registration document;
- the file a supplement relates to;
- in case of tripartite prospectuses a link to the (universal) registration document.

3.9. Final Terms

Under this input form, you can view the final terms which have been submitted for the file. This form is only shown for base prospectuses. Click on the   to open the details of a final terms.

Final Terms							
							Refresh
ID Final Terms	First ISIN	Date of the Final Terms	Submitted on ▼	Status	Contact Email	Action(s)	
				0 selected ∨			
C-025775-FT-000017	LUMULTI20009	2021-01-08	2021-01-08 10:49	Pending	test@test.fr	📁 ⬇ ✂	
C-025775-FT-000016	LUDEMOCSSF09	2021-01-05	2021-01-05 16:25	Pending	test@test.fr	📁 ⬇ ✂	
C-025775-FT-000015	LUCSFSSSS449	2021-01-05	2021-01-05 14:06	Pending	e1.test@bourse.lu	📁 ⬇ ✂	

Final terms can have the following status:

- **Pending**: The final terms has been submitted and is being treated by the CSSF.
- **Not accepted**: The final terms has not been accepted by the CSSF. The contact person will be informed by email of the reasons why the CSSF has not accepted the final terms.
- **Transmitted**: The final terms has been transmitted to ESMA and the CSSF is waiting on a feedback from ESMA.
- **Published**: The final terms has been published on the website of ESMA and has been transmitted by ESMA to the affected national competent authorities.

### 3.9.1. Link ongoing public offers

If some offers of securities to the public continue after the expiration of the base prospectus under which it was commenced, those offers should be linked to the succeeding base prospectus.

- Before being able to link final terms, you must fill in the "ID of the previous Base Prospectus" on the "General" input form.
- Click on the button "Link ongoing public offers". This button is disabled if no final terms which describe an offer to the public which is still in progress have been found in the previous base prospectus.

- All final terms submitted under the previous base prospectus, which describe an offer to the public which is still in progress, will be automatically linked to the succeeding base prospectus. Linked final terms are marked with the ⊗ icon.
- Final terms may be unlinked if they should not be linked (via the ⊗ button). For example, in case of offers which have been cancelled.
  Attention: It is the responsibility of the Issuer to check this list!

4. Documents

4.1.   Documents

Under this input form, you will be able to upload the documents in relation to the current file. To add a document, click on "Add" button and select the appropriate type of document and enter the required data (see screenshot below). You can then either Drag&drop your document or select your document and press on "Upload".

All documents must be uploaded as a PDF!

The documents are divided into three categories:

1) The top part allows you to upload the **main document(s) to be approved** (Prospectus, Base Prospectus, supplement etc…) For each document uploaded to this table the following data is required:
   o The date of the document. (In case the document has no date, please indicate the filing date).
   o The version. The prospectus, supplement or (universal) registration document may be uploaded as a "Draft - Clean", "Draft – Markup" or "Final" version.
   o The main language used to draft the document.

2) In the middle part you may upload **documents incorporated by reference** according to article 19 of the Regulation 2017/1129. For each document uploaded to this table the date of the end of the referenced period is required. (31/12/2020 for an annual report for example). If the document incorporated by reference is not a financial information, please indicate the exact date of the document if any, otherwise indicate the filing date.

3) In the bottom part you may upload any **other documents** you want to include with your submission as well as any message that the depositor/issuer would like to send to the CSSF using the document type "Message". For each document uploaded to this table the date of the document is required. (In case the document has no date, please indicate the filing date).

You can view the original file name of a document if you hover the mouse cursor over the pdf icon (see screenshot below).
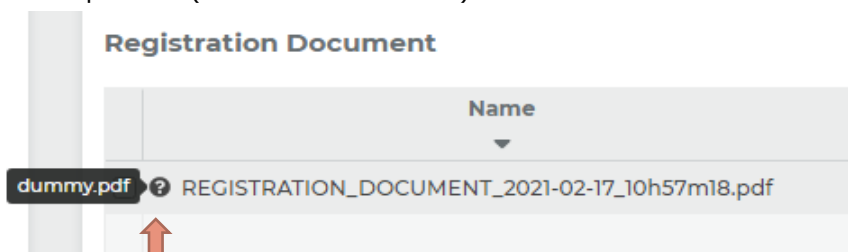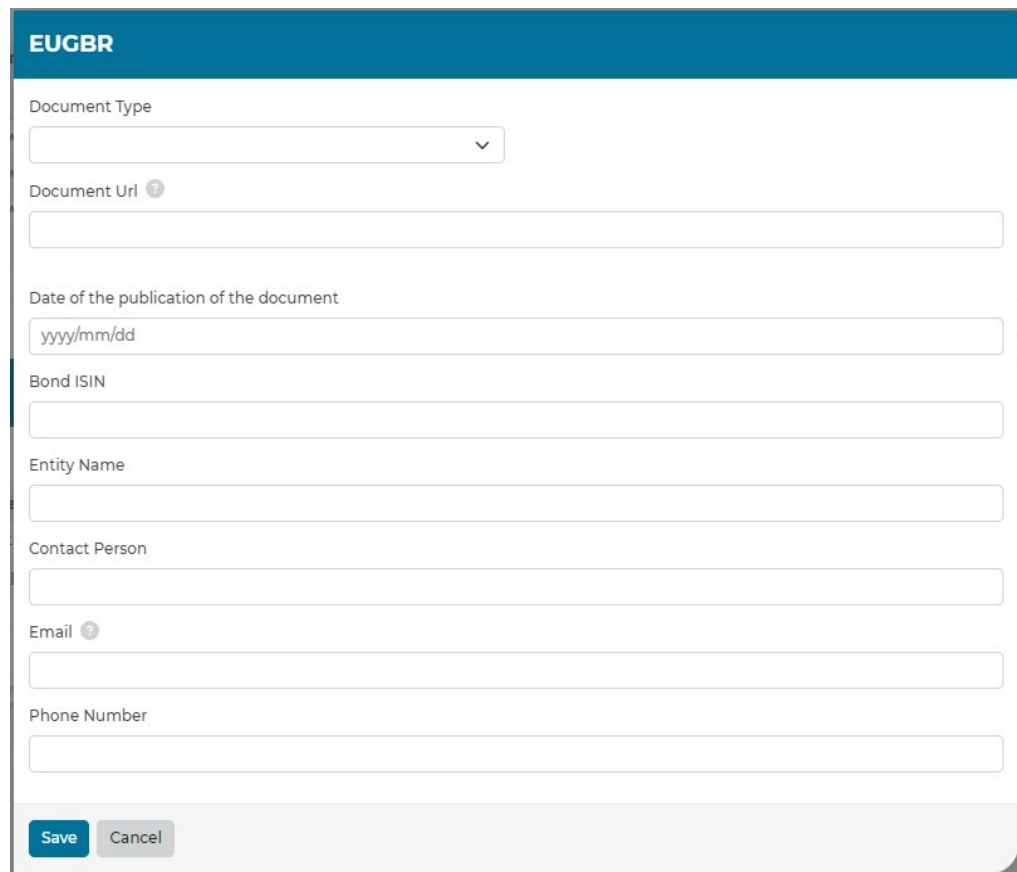
4.2. CSSF Documents

In this part, you will be able to see and download all the documents that the CSSF makes available (letter of approval, letter of closure, comments). Any other message that the CSSF would like to send you will be made available under the document type "Message".

5. EUGBR

5.1. EUGBR

Under this input form, you will be able to notify the CSSF once a EUGBR document[1] has been published. To make a notification, click on "Add" button and select the appropriate type of document and enter the required data (see screenshot below).

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[1] Allocation report; Capex plan ; Factsheet ; Impact Report ; Impact report review ; Post-issuance review of the Allocation report ; Pre-issuance review ; Prospectus

5.2. Documents (EUGBR Comments)

This input form allows you to receive comments from the CSSF and transmit feedback on comments regarding a specific EUGBR document to the CSSF. Once you want to transmit feedback on comments to the CSSF, please click on this button 💬 behind the relevant EUGBR document.

Document Type	Document Url	Date of the publication of the document	Bond ISIN	Entity Name	Contact Person	Email	Phone Number	Action (s)
Prospectus	https://www.cssf.lu	2024-11-28		CSSF			35226251	💬🗑
Factsheet	https://www.cssf.lu	2024-11-28		CSSF			35226251	💬🗑
Impact report	https://www.cssf.lu	2024-11-28		CSSF			35226251	💬🗑

Total element(s): 3   5 ▾   « ‹ 1 › »

Documents   Transfer documents

EUGBR Comments   Refresh

	Transferred	Related EUGBR Document	Document Type	Document date	Email	Uploaded	Created by	Action(s)
☐		❷ Factsheet	❷ Cssf Comments	2024-11-28		✓		⬇ 🗑
☐		❷ Impact report	❷ Cssf Comments	2024-11-28		✓		⬇ 🗑

For example, if you wish to provide feedback to the CSSF regarding the comments received in respect of the Factsheet, you will have to click on the 💬 button highlighted in yellow.

6. Helpdesk

In case of questions or problems regarding the use of e-Prospectus, please contact

e-Prospectus.support@cssf.lu