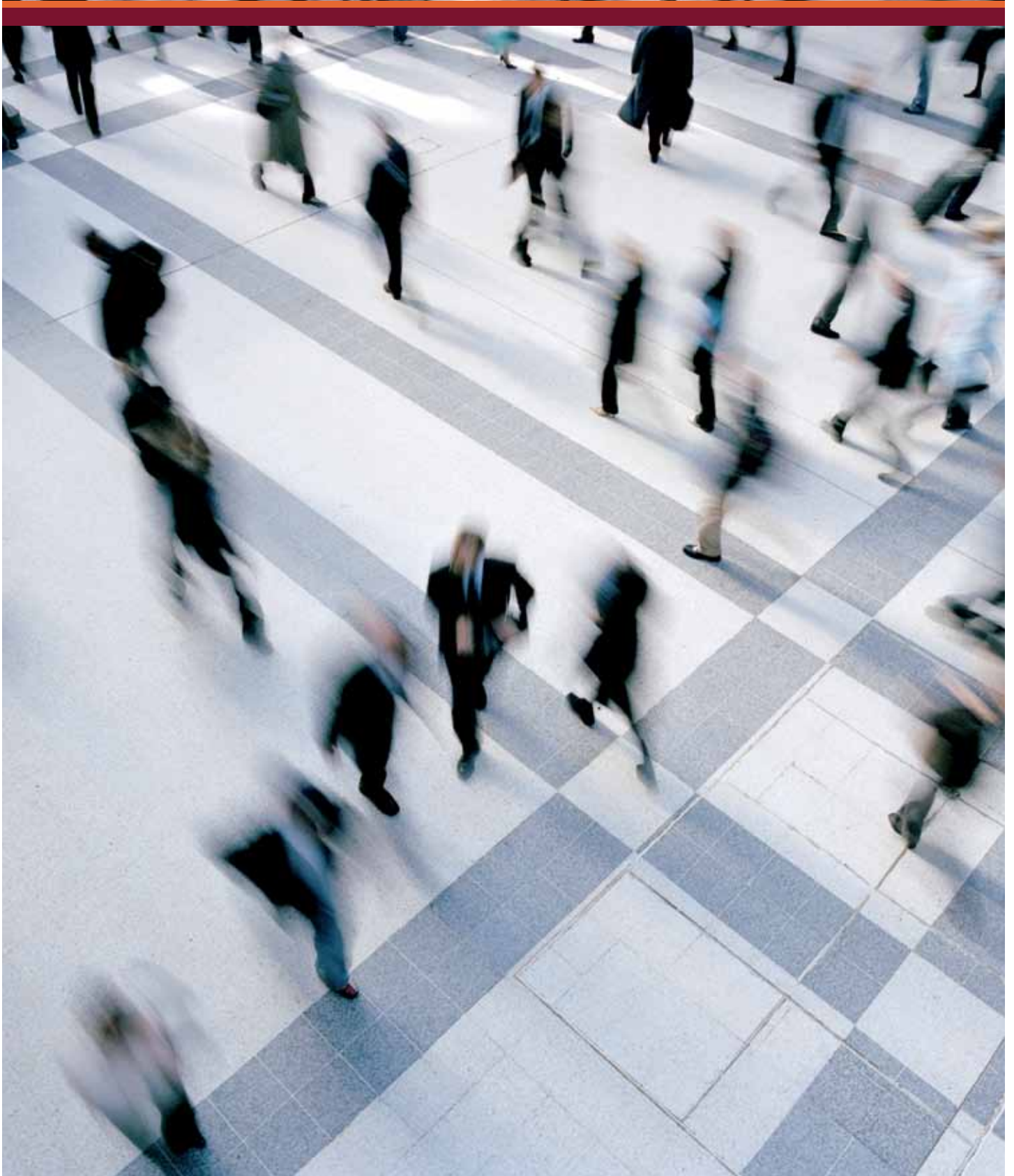


Membership Application & Renewals 2013

Documentation / Education and events /
Guidelines and best practice / Advocacy and lobbying



The LMA Mission

The Loan Market Association (LMA) has as its key objective improving liquidity, efficiency and transparency in the primary and secondary syndicated loan markets in Europe, the Middle East and Africa (EMEA). By establishing sound, widely accepted market practice, the LMA seeks to promote the syndicated loan as one of the key debt products available to borrowers across the region.

492

organisations are
currently members
of the LMA

As the authoritative voice of the syndicated loan market in EMEA, the LMA works with lenders, law firms, borrowers and regulators to educate the market about the benefits of the syndicated loan product, and to remove barriers to entry for new participants.

Since the establishment of the LMA in 1996, the Association's membership has grown steadily and now stands at 492 organisations covering 46 nationalities, comprising commercial and investment banks, institutional investors, law firms, service providers and rating agencies.

Member Benefits

46

nationalities within
our membership

Use of an extensive library of recommended form documentation for both the primary and secondary syndicated loan markets, as well as user guides and commentary on market practice and procedures.

LMA documentation is produced after extensive consultation with leading loan practitioners and law firms so as to represent an agreed common view of documentation structures. Standardisation of the 'boilerplate' areas of the documents allows lenders and borrowers to focus on the more important commercial aspects of individual transactions. The widespread use of LMA documents throughout the EMEA region has facilitated the increase in efficiency of primary and secondary loan business, reduced documentation risk and aided members in the effective management of their loan portfolios.

The LMA's prime documentation activities include: 1) continually reviewing existing documents to ensure they are aligned with current legal and regulatory requirements, as well as market practices; 2) publication of guidance notes which aim to give notice and advice to the market on pertinent issues; and 3) the introduction of new documents where these are deemed to be appropriate.

Participation in the LMA's Education and Events Programme, including conferences, seminars, documentation training and more intensive courses, such as the industry respected LMA Certificate Course and Syndicated Loans Course for Lawyers.

Education is a core focus for the LMA as it strives to foster a greater understanding of market practice across jurisdictions and product groupings. As the industry's trade body, the Association is the ideal training provider for what is an increasingly technical market. Through its membership, committees and documentation initiatives, the LMA has relationships with the key players in the market, guaranteeing its speakers are some of the leading experts in their field.

Apart from monthly evening seminars and regular documentation training days in the UK, the LMA also manages a busy international schedule of events and actively visits financial centres across the region to offer ongoing education for its members. With the majority of the Association's seminars and conferences being free of charge to members, the LMA offers outstanding value compared to other commercial event organisations.

It will also be of interest to lawyers that the LMA has been approved by the Solicitors Regulation Authority as an accredited CPD provider, and as a result, many of its education/training events qualify for English law CPD points.

Access to members' only area of the LMA website, which provides a wealth of valuable information to market practitioners, including LMA recommended form documentation, market data on secondary trading volumes, legal and regulatory news, regulatory submissions by the LMA, monthly updates on LMA activity, the LMA's bi-annual newsletter and presentations from UK and overseas education and training events.

LMA Initiatives in 2013

The LMA will continue to focus on its core activities, namely documentation, education and training, and monitoring regulatory and fiscal/legal developments, with ongoing lobbying when appropriate.

Documentation

Loan documentation has always been one of the LMA's core functions, and the LMA approach to standardisation in a common framework is widely accepted across the international loan markets as being highly effective, particularly in relation to optimising liquidity. Historically, the LMA's principle focus has been on documentation relating to corporate investment grade and leveraged loans, as well as secondary debt trading. In 2012, however, the LMA extended its range of documentation coverage to include real estate, commodity finance and developing markets facility agreements, all of which have been welcomed by participants active in these sectors.

During 2013, work will continue on a number of additional documentation projects. The first of these projects is complex in nature and aims to accommodate a structure increasingly encountered in the sub-investment grade market, namely a facility agreement for a super senior revolving credit facility with an intercreditor agreement envisaging a high yield bond accompanying the revolving credit facility in the structure. The second project is to produce a development real estate facility agreement to sit alongside the existing investment agreement. Finally, additional documents will be produced for developing markets, to include revolving credit facilities and combined US\$/local currency tranches, which are necessary in order to provide a more complete set of templates for use in these markets.

Of equal importance to the LMA's documentation initiatives are the publication of market guidelines for the European syndicated loan market, which are regarded as market standard and by their nature are wide ranging, relating to both primary and secondary markets. The LMA also issues commentary on the increasing number of factors that impact on the loan market, most notably changes to the regulatory landscape.

One of the biggest challenges the Association faces, however, is ensuring its document library is always up-to-date and accommodates current market practice as well as regulatory and legal requirements. The past few years have seen considerable upheaval in the international finance markets and the syndicated loan market has not been immune to this impact. Accordingly, there have been a number of revisions to existing documents and this aspect of the LMA's work will, of course, be ongoing.

Education and Training

The education and training programme has been materially extended over recent years, and the fact that over 13,000 people have attended these LMA events over the past 4 years is testament to their success. Typically, major revisions to LMA documents or the launch of a new LMA recommended document are linked with an event, but legal, regulatory and many other issues of importance to the loan market are addressed within the programme. A full schedule of international events is planned for 2013 across the EMEA region, and full details of these can be found on the LMA website: www.lma.eu.com.



LMA Syndicated Loans Conference 2012

Regulatory/Fiscal/Legal Developments

History tells us that regulatory changes often have unintended consequences, and the LMA has, and will continue to have, a vital role in tracking these changes and their possible impact on the loan product, as well as subsequent lobbying where this would be considered effective.

Undoubtedly, changes in the regulatory and fiscal landscape will provide major challenges for the LMA during 2013 and beyond. Basel III and the related EU Capital Requirements Directive and Regulation are likely to impact directly on loan documentation and the lending environment generally, and it is equally possible that legislation being introduced across the globe, particularly in the US, could have direct or indirect consequences for the EMEA market.

There are also likely to be significant changes in accounting principles that will have a material impact on the product, and the LMA will be required to track these developments as they evolve. Other issues, such as changes in European insolvency legislation and tax regulations, will be equally demanding of resources.

13,000

people have attended LMA events over the last 4 years

Subscriptions

The LMA receives ever-growing interest throughout the EMEA region. Since its establishment over 15 years ago, it has remained at the forefront of the market, identifying trends, proactively addressing new challenges and promoting the interest of its members.



15+

over 15 years at the
forefront of the market

Over recent years, the services provided by the LMA to its members have increased in all areas, particularly in relation to the library of documents available and educational activities. Adverse market conditions and new challenges facing the loan market have also caused the LMA to undertake additional work.

The subscription structure for 2013 has been revised in line with changing regulations with the aim to equate the gross charge for LMA membership to approximately the same as that charged for the 2012 calendar year. Given the ever-increasing range of activities and services provided by the LMA, the subscription levels continue to offer exceptional value for money.

Criteria for membership

There are two types of membership: Full and Associate. Full members must be financial institutions and are likely to be loan arrangers, traders and other active participants in the loan market. Associate members are likely to be law firms, rating agencies, accountancy firms, smaller financial institutions and other professionals with an interest in the market. Associate Membership is divided into three categories: Associate with UK office – Legal Firm; Associate with UK office – Other; and Associate without UK office.

Membership is not open to individuals. All members must appoint a Nominated Representative who will act as the main contact with the LMA for receiving important notifications and is expected to forward such communications to the relevant parties within the member organisation.



Subscription fees

Membership runs from 1 January to 31 December of each year and the full year's subscription fee must be paid whenever an institution joins.

Membership Categories and Benefits

Full

£11,000 pa + VAT (if applicable*)

Full membership benefits

Full members have:

- Eligibility for Board membership
- Voting rights at the AGM
- The option to nominate an Alternate Representative
- One free place at documentation training events
- Higher allocation of places at heavily subscribed events

as well as access to all LMA information, resources and events, and the opportunity to apply to join appropriate committees.

Associate

With UK office – Legal Firm

£7,600 pa + VAT (if applicable*)

With UK office – Other

£6,800 pa + VAT (if applicable*)

Without UK office

£6,000 pa

Associate membership benefits

Associate members can access all LMA documentation, the website, education and training events, newsletters, and may apply to join appropriate committees.

*Please note, UK VAT will apply to institutions where the Nominated Representative is located in the UK.

Loan Market Association

A company limited by guarantee (no 3284544)

Membership Application/Renewal: 1 January 2013 – 31 December 2013

Membership category (please tick one)

- Full** £11,000 + VAT (if applicable)
 Associate with UK office – Legal Firm £7,600 + VAT (if applicable)
 Associate with UK office – Other £6,800 + VAT (if applicable)
 Associate without UK office £6,000

Institutions are only eligible for this rate of Associate membership if they do not have an office in the UK.

Institution details

Name

Main address

Main switchboard telephone

Website address

Business area (please tick one)

- Bank Institutional Investor Law Firm Other (please specify)

Nationality

We hereby apply to become a member of the Association for 2013

By submitting this application to become a member of the Loan Market Association (the 'LMA'), we agree and consent for the purpose of our membership of the LMA (if accepted) to be subject to and to abide by the memorandum and articles of association and bye-laws of the LMA from time to time being in force. We also agree and consent for the purpose of the Companies Act 2006 to receiving membership information by way of electronic communication to the above noted email address, to receiving membership information published by the LMA via the LMA website at www.lma.eu.com (or such other website address as shall be communicated to us by the LMA) and to receiving electronic notification of any such publications, again to the above noted email address. We understand that we will need a browser run by Internet Explorer, Firefox, Mozilla or Opera to view information on the LMA website.

Signed

For and on behalf of the applicant

Applicants are advised that the Loan Market Association is a company limited by guarantee in England and Wales and that, pursuant to clause 7 of its memorandum of association, every member undertakes that in the event of the winding up of the Loan Market Association while they are a member, or within one year of cessation of their membership, they will be liable to contribute to the assets of the Loan Market Association an amount not exceeding £1.

Payment details (please tick one)

We will pay by cheque bank transfer

Contact details of Nominated Representative

Name

Address (if different from main address)

Telephone (Please include country and area code)

Fax (Please include country and area code)

Email address

Alternate Representative (NB Full members only)

Name

Address (if different from main address)

Telephone (Please include country and area code)

Fax (Please include country and area code)

Email address

Please return this application form, together with a cheque for the appropriate amount, to:
Angela Wilson, Loan Market Association, 10 Upper Bank Street, London E14 5JJ

If you prefer to pay by bank transfer, the LMA's bank details are as follows:
HSBC Bank, Bishopsgate Branch, Sort Code 40-02-31, A/C No. 11226894
IBAN: GB42MIDL4002311226894, BIC: MIDLGB2106G

**Cheques should be made payable to LOAN MARKET ASSOCIATION.
All payments should be made in £Sterling and NET OF ALL CHARGES.**

If an acknowledgement is not received within 30 days, please contact the LMA on +44 (0)20 7006 6007.

Achievements over the last 12 months

LMA membership increases again and stands at its highest ever

LMA increases membership from developing markets

LMA launches new facility agreement for pre-export finance transactions

LMA launches new facility agreement for developing markets

LMA wins important result on Dodd-Frank regarding LMA-style loan participations

LMA publishes FATCA riders for use with investment grade and leveraged facility agreements

LMA launches new commercial real estate finance document

LMA distributes over 9,000 copies of its book 'The Loan Book'

LMA engages with BIS to improve mid-market access to non-bank debt

LMA launches new Financial Covenants training day

LMA responds to the European Commission's shadow banking consultation

LMA consults with European Commission to request inclusion of loans within UCITS framework

