

GROUND RULES FOR THE MANAGEMENT OF THE FTSE LATIBEX INDICES



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SECTION 1

1.0 PURPOSE OF INDICES

- 1.1 The FTSE Latibex All-Share Index is designed to represent the performance of the Latibex market in real time.
- 1.2 The FTSE Latibex All-Share Index comprises all securities that are listed on the Latibex market, subject to section 3 of these Ground Rules.
- 1.3 The FTSE Latibex TOP Index is designed to represent the performance of the largest and most liquid securities trading on Latibex, in order to be suitable for derivatives.
- 1.4 The FTSE Latibex TOP Index comprises the fifteen largest securities listed on the Latibex market, who have specialist liquidity providers. The total number of constituents may be altered at annual reviews.
- 1.5 The FTSE Latibex BRASIL Index is designed to represent the performance of liquid Brazilian securities (those which have specialist liquidity providers) trading on Latibex.

SECTION 2

2.0 MANAGEMENT RESPONSIBILITIES

- 2.1. There are three groups involved in the management of the FTSE Latibex Indices:
 - 2.1.1 FTSE LATIBEX Advisory Committee
 - 2.1.2 FTSE International Limited (FTSE)
 - 2.1.3 Bolsa de Madrid (BdM)
- 2.2 FTSE Latibex Advisory Committee
 - 2.2.1 The Advisory Committee has been established by FTSE and the Bolsa de Madrid to ensure that the management and ongoing operation of the FTSE Latibex Indices is independent and transparent. Bolsa de Madrid and FTSE each nominate a representative to the Committee. Other members of the Committee are market practitioners representing the trading and investment community who are involved in the Latin American region and the international investment industry.
- 2.3 The Committee meets at least twice a year to review and approve all constituent changes and to ensure that such changes are implemented in accordance with the Ground Rules. The Advisory Committee is also responsible for ensuring that the Ground Rules follow best market practice, and to do so reviews and approves all changes to the Rules.
- 2.4 Bolsa de Madrid
 - 2.4.1 Bolsa de Madrid operates the Latibex market in Spain. They are responsible for the listing, trading and settlement of all transactions relating to the Latibex market. Bolsa de Madrid is also responsible for the calculation of the FTSE Latibex Indices.
- 2.5 FTSE International Limited (FTSE)
 - 2.5.1 FTSE carries out an audit function on the FTSE Latibex Indices. This includes ensuring the correct calculation of the Index and the correct implementation of corporate events and actions according to the Ground Rules. FTSE will present an audit report to the Advisory Committee twice per year. The Committee may recommend changes to the operation of the Index following consideration of the audit report. The Chief Executive of FTSE, or his appointed representative, will act as the Auditor to the Indices.

SECTION 3

3.0 ELIGIBLE SECURITIES

- 3.1 All classes of ordinary shares in issue, which are constituents of the Latibex market, are eligible for inclusion in the FTSE Latibex Indices.
- 3.2 Where there are multiple lines of equity capital in a company, all are included and priced separately, provided that the secondary line's full market value (i.e., before the application of any investability weightings) is greater than 25% of the nominal market capital of the company's main line. Should the market value of a secondary line which is already a constituent of the Indices fall below 20% at the next review, the secondary line is deleted from the index.
- 3.3 Where a company's shares are issued partly, or nil, paid and the call dates are already determined and known, the market price will, for the purposes of calculating its market capitalisation, be adjusted so as to include all such calls (i.e. the fully paid price).
- 3.4 Convertible preference shares and loan stocks are ineligible.
- 3.5 Companies whose business is only that of holding equity and other investments will be excluded. Exchange Traded Funds and companies whose share price is a direct derivation of the values of the underlying holdings (e.g. mutual funds) are also excluded.
- 3.6 The entire quoted equity capital of a constituent company is included in the calculation of its market capitalisation, subject to the following free float restrictions:
- 3.7 Free float restrictions include:
- Shares directly owned by State, Regional, Municipal and Local governments (excluding shares held by independently managed pension schemes for governments).
 - Shares held by Sovereign Wealth Funds where each holding is 10% or greater. If the holding subsequently decreases below 10%, the shares will remain restricted until the holding falls below 7%.
 - Shares held by directors, senior executives and managers of the company, and by their family and direct relations, and by companies that they control.
 - Shares held within employee share plans.
 - Shares held by public companies or by non-listed subsidiaries of public companies.
 - Shares held by founders, promoters, former directors, founding venture capital and private equity firms, private companies and individuals (including employees) where the holding is 10% or greater. If the holding subsequently decreases below 10%, the shares will remain restricted until the holding falls below 7%.
 - All shares where the holder is subject to a lock-in clause (for the duration of that clause).
 - Shares held for publicly announced strategic reasons, including shares held by several holders acting in concert.

SECTION 3

- 3.8 For clarity, holdings not considered as restricted free float include:
- Portfolio holdings (such as pension and insurance funds)
 - Nominee holdings (unless they represent restricted free float as defined by Rule 3.7)
 - Holdings by investment companies
 - ETFs
- 3.9 Free float restrictions will be calculated using available published information. The initial weighting of a constituent in the index will be applied in the following bands.
- | | | |
|--|---|----------------|
| a) free float less than or equal to 15% | = | see Rule 3.10. |
| b) free float greater than 15% but less than or equal to 20% | = | 20% |
| c) free float greater than 20% but less than or equal to 30% | = | 30% |
| d) free float greater than 30% but less than or equal to 40% | = | 40% |
| e) free float greater than 40% but less than or equal to 50% | = | 50% |
| f) free float greater than 50% but less than or equal to 75% | = | 75% |
| g) free float greater than 75% | = | 100% |
- 3.10
- a) A Security that has a free float of less than 5% will be ineligible for the index.
 - b) A security that has a free float greater than 5% but less than or equal to 15% will be eligible for the index providing the security's full market capitalisation (before the application of any investability weight) is greater than USD 5.0bn.
 - c) If the security's nationality is within an Emerging country, the threshold level is reduced to USD 2.5bn.
 - d) The actual free float will be rounded up to the next highest whole percentage number.
- 3.11 The FTSE Latibex Indices will be periodically reviewed for changes in free float. These reviews will coincide with the periodic reviews undertaken by the FTSE Latibex Advisory Committee. Implementation of any changes will happen at the implementation dates of review changes.
- 3.12 If a corporate event includes a corporate action which affects the index, any change in free float will be implemented at the same time as the corporate action. If there is no corporate action, the change in free float will be applied as soon as possible after the corporate event, subject to Rule 3.13.
- 3.13 Following the application of an initial free float restriction, a constituent's free float will only be changed if its actual free float is more than 5 percentage points above the minimum or 5 percentage points below the maximum of an adjacent band. This 5 percentage points threshold does not apply if the change is greater than 10 percentage points for the bands between 20% and 50% and 25 percentage points for the bands between 50% and 100% or to the 15% limit in Rule 3.10(a).
- 3.14 Foreign ownership limits, if any, will be applied after calculating the actual free float restriction, but before applying the bands detailed in Rule 3.9 above. If the foreign ownership limit is more restrictive than the free float restriction, the precise foreign ownership limit is applied. If the foreign ownership limit is less restrictive or equal to the free float restriction, the free float restriction is applied, subject to the bands in Rule 3.10.
- 3.15 All investability weights are applied at the constituent level (i.e., class of share), not at the company level.

SECTION 4

4.0 INVESTABILITY SCREENS

- 4.1 Eligible securities for the FTSE Latibex All-Share Index are not subject to a liquidity requirement.
- 4.2 FTSE Latibex TOP eligible securities must have one or more specialist liquidity provider.
- 4.3 FTSE Latibex BRASIL eligible securities must have one or more specialist liquidity provider.

SECTION 5

5.0 INDEX QUALIFICATION CRITERIA

- 5.1 The FTSE Latibex All-Share Index will comprise all securities listed on the Latibex market.
- 5.2 The largest fifteen securities valued by free-float market capitalisation, with specialist liquidity providers, will comprise the FTSE Latibex TOP Index.
- 5.3 Where a company lists more than one eligible security, only the most liquid line will be eligible for the FTSE Latibex TOP Index. Liquidity is measured as the value of trading in each security in the six months prior to the data collection date for each review.
- 5.4 The individual weight of securities in the FTSE Latibex TOP Index will be limited to 10% at index reviews.
- 5.5 The FTSE Latibex BRASIL Index will comprise all Brazilian companies listed on the Latibex market that have one or more specialist liquidity providers.
- 5.6 Where a company lists more than one eligible security, only the most liquid line will be eligible for the FTSE Latibex BRASIL Index. Liquidity is measured as the value of trading in each security in the six months prior to the data collection date for each review.
- 5.7 The individual weight of securities in the FTSE Latibex BRASIL Index will be capped at 15% at index reviews. Please refer to Appendix C for further details on the capping procedure.

SECTION 6

6.0 PERIODIC REVIEW OF CONSTITUENTS

6.1 The Advisory Committee will meet semi-annually on May and November (or as soon as practicable thereafter) to review the constituents of the indices. The constituent reviews will be based on data collected as at the end of April and October. Constituent changes will be implemented after the close of business after the last trading day in May and November.

6.2 The FTSE Latibex All-Share Index will consist of all securities in the Latibex market. There will be no review of the FTSE Latibex All-Share index constituents; companies joining Latibex will be included in the FTSE Latibex All-Share Index after the close of business on the first day of official trading. Companies de-listed from Latibex will be immediately removed from both FTSE Latibex indices.

6.3 PERIODIC REVIEW OF CONSTITUENTS – FTSE LATIBEX TOP INDEX

6.4 Using a database of all constituent securities of the FTSE Latibex All-Share Index;

6.5 Remove all securities not having one or more specialist liquidity providers.

6.6 Where constituent companies are represented by more than one security, remove the least liquid securities and retain only the most liquid security.

6.7 Rank remaining constituent securities in descending order of full market capitalisation.

6.8 Non-constituents which have risen to 12th position or above will qualify to be included in the index at the periodic review.

6.9 Existing constituents which have fallen to 18th position or below will qualify to be removed from the index at the periodic review.

6.10 Where a greater number of securities qualify to be included in the index than those qualifying to be removed, the lowest ranking securities presently included in the Index will be removed to ensure that the number of securities remains at the number agreed by the committee at the last review. Likewise, where a greater number of securities qualify to be removed from the Index than those qualifying for inclusion, the highest ranking securities which are presently not in the Index will be included to match the number of securities agreed by the committee.

6.11 If any constituent security accounts for more than 10% of the weight of the FTSE Latibex TOP Index, after the application of any investability weightings, that constituent's representation within the index will be reduced to 10%. (The weighting of constituents will move freely between review dates.)

6.12 PERIODIC REVIEW OF CONSTITUENTS – FTSE LATIBEX BRASIL INDEX

6.13 Using a database of all constituent securities of the FTSE Latibex All-Share Index;

6.14 Remove all securities not having one or more specialist liquidity providers.

6.15 Where constituent companies are represented by more than one security, remove the least liquid securities and retain only the most liquid security.

SECTION 6

- 6.16 If any constituent security accounts for more than 15% of the weight of the FTSE Latibex BRASIL Index, after the application of any investability weightings, that constituent's representation within the index will be reduced to 15%. Please refer to Appendix C for further details on the capping procedure (The weighting of constituents will move freely between review dates.)

SECTION 5

7.0 CHANGES TO CONSTITUENT COMPANIES OTHER THAN AT PERIODIC REVIEWS

7.1 Removal

7.1.1 If a constituent ceases to be a constituent of the Latibex market or has, in the opinion of the Chairman and Auditor of the Advisory Committee (or their nominated deputies), ceased to be a viable constituent as defined by these Ground Rules, it will be removed from both FTSE Latibex Indices.

7.1.2 The removal of the constituent will be effected before the start of the Index calculation on the day following the day on which the event justifying removal was announced. Announcements after close of the Index calculation are normally deemed to be made on the following business day. In the case of a takeover, the constituent will be deleted from the indices when confirmation is received that acceptance levels have reached a minimum of 75% and that any new shares of the bidding company (if applicable) are listed.

7.1.3 Constituents removed in accordance with Rule 7.1.2, but which continue to trade on the Latibex market thereafter will be considered for re-inclusion to the Index by the Committee, subject to Section 3 and that at least 6 months has passed between deletion and re-inclusion to the Indices.

7.2 Mergers, Restructuring and Complex Takeovers

7.2.1 If the effect of a merger or takeover is that one constituent is absorbed by another constituent, the resulting company will remain a constituent of the relevant Index.

7.2.2 If a constituent company is taken over by a non-constituent company, the original constituent will be removed from that Index. Any eligible company resulting from the takeover will only qualify to become a constituent of either Index if it becomes listed on the Latibex market.

7.2.3 If a constituent company is split so as to form two or more companies, then the resulting companies will only be eligible for inclusion as Index constituents if they become listed on the Latibex market.

7.3 New Listings and New Issues

7.3.1 Any company which is newly listed on the Latibex market, including if the company is listed as a new issue, will immediately qualify as a constituent of the FTSE Latibex All-Share Index. Normally the new constituent will be included in the Index on the second trading day to enable a reliable closing price to be established. This closing price will then be used as the price at which the stock will be added to the Index. If a new constituent is already listed on another recognised stock exchange, the company will be included in the FTSE Latibex All-Share Index on its first day of trading using the price from the previous close from the most liquid alternate market.

SECTION 7

- 7.3.2 If a new issue is so large (i.e. its full market capitalisation amounts to 2% or more of the FTSE Latibex All-Share Index, before application of individual constituent investability weightings) that the effectiveness of the index as a market indicator would be significantly and adversely affected by its own omission, FTSE will include the new issue as a constituent of the FTSE Latibex TOP Index or the FTSE Latibex BRASIL Index after the close of business on the first day of official Latibex market trading. In all cases, advance notification confirming the timing of the inclusion of the new constituent will be given accordingly. This may result in the FTSE Latibex TOP Index comprising of more than fifteen securities until the next semi-annual periodic index review.
- 7.4 Suspension of Dealing
- 7.4.1 Suspended constituents will be deleted from both FTSE Latibex indices after an interval of 20 days, unless in the period leading up to the 20th day of suspension there is reason to believe that the suspension of the stock is temporary, and the listing of the stock will be restored by the 40th day.
- 7.4.2 The Committee may decide to remove the constituent on a date prior to the 20th day in special circumstances, if its continuing inclusion is thought to cause a distortion in the indices. Advance notification will be given in such cases.
- 7.4.3 Constituents will be removed at zero value, if considered to be in liquidation (and therefore of no value), or at the suspension price for all other circumstances. Deleted constituents whose quotations are subsequently restored will be considered for re-inclusion by the Committee at the next semi annual meeting. Any re-inclusion will be at the deleted price.
- 7.4.4 Should a deleted constituent that has been suspended at a price other than zero (which would normally be the suspension price) be subsequently de-listed, this stock will be included for one day's calculation in the indices from which it was removed to enable the fall in the stock's value to be reflected in the index values. In this situation, the stock will be re-included at the suspension price, and its price will be zero throughout that day's calculation, including the closing price.

SECTION 8

8.0 CHANGES TO CONSTITUENT WEIGHTINGS

- 8.1 For the purposes of computing the FTSE Latibex Indices, the number of shares in issue for each constituent security is expressed to the nearest share and, to prevent a large number of insignificant weighting changes, the number of shares in issue for each constituent security is amended only when the total shares in issue held within the index system changes by more than 1% on a cumulative basis.
- 8.2 Adjustments to reflect a change in the amount or structure of a constituent company's issued capital must be made before the start of the Index calculation on the day on which the change takes effect (e.g. the Ex Date for a rights or capitalisation issue). Announcements after close of the Index calculation are normally deemed to be made on the following business day.
- 8.3 All adjustments are made before the start of the index calculation on the day concerned unless market conditions prevent this occurring. If this is the case, the adjustment will be made at the earliest practical opportunity.

SECTION 9

9.0 AMENDMENTS AND EXCEPTIONS TO THE GROUND RULES

- 9.1 Changes and exceptions to these Ground Rules can be authorised only by the Advisory Committee. In the event that the Advisory Committee or any of those responsible for the operation and administration of the Indices consider that an exception should be made to any of the Ground Rules, the issue must be brought to the attention of the Chairman or Auditor (or their deputies), who will normally put the matter to the Advisory Committee for a decision. If, however, the matter is urgent, the Chairman and Auditor (or their deputies) are collectively empowered to authorise an exception on behalf of the Advisory Committee but must immediately notify, and subsequently refer the matter to, a meeting of the Advisory Committee. Where an exception is granted to the Ground Rules, it shall not be deemed to create a precedent for future decisions of the Advisory Committee.

SECTION 10

10.0 APPEALS AGAINST DECISIONS OF THE COMMITTEES

- 10.1 A constituent or prospective constituent company (or broker or advisor acting on behalf of the company) may appeal against the decisions of the FTSE Committees on two grounds:
- (a) that the Committees acted outside of the Ground Rules for the Management of the FTSE LATIBEX Indices or
 - (b) that the Committees, when reaching their decision, failed to take into consideration a substantial and material fact. A substantial and material fact is defined as a fact which would have influenced the decision of the Committees if it had been considered.
- 10.2 A request for an appeal must be made in writing to the Secretary of the FTSE Committees and must be received within six months of the application of the event giving rise to the appeal.

SECTION 11

11.0 PUBLICATION OF INFORMATION

- 11.1 FTSE and Bolsa de Madrid will ensure that the following information is widely published:
- a) Index values (Capital only)
 - b) List of constituents
 - c) Changes to constituents
 - d) Changes and amendments to the Ground Rules
 - e) Details of any recalculations or calculation amendments.
- 11.2 Constituent prices, weightings and other stock data together with statistics on the indices are available from FTSE and Bolsa de Madrid.

APPENDIX A

INDICES ALGORITHM AND CALCULATION METHOD

- 1.0 Prices
- 1.1 The Indices will use last trade prices for securities.
- 1.2 Prices will be sourced from the Latibex market. (The committee may decide to use prices from other liquid exchanges if it considers this is necessary to ensure the use of accurate and reliable prices.)
- 2.0 Calculation Frequency
- 2.1 The Indices will be calculated in real time and disseminated every 30 seconds using real time prices.
- 2.2 The Indices will be calculated between 0830 and the official close (currently 1735 local Central European Time.)
- 3.0 Index Calculation
- 3.1 The Indices will be displayed to one decimal point.
- 3.2 The Indices will be calculated in Euros.
- 3.3 The following algorithm will be used to calculate the indices:

$$\frac{\sum_{i=1}^n ((p_i \cdot e) \cdot s_i \cdot f_i \cdot c_i)}{d}$$

$$i = 1, 2, 3, \dots, n$$

n	=		The number of securities in the Index.
P	=	Price	The latest trade price of the component security (or the price at the close of the Index on the previous day)
e	=	Exchange Rate	The exchange rate required to convert the security's home currency into the index's base currency.
s	=	Shares in Issue	The number of shares in issue used by FTSE for the security, as defined in these Ground Rules.
f	=	Free Float Factor	The factor to be applied to each security to allow amendments to its weighting, expressed as a number between 0 and 1, where 1 represents a 100% free float. The free float factor for each security is published by FTSE.

APPENDIX A

c	=	Capping factor	(FTSE Latibex TOP Index only) The factor applied to securities where required, to limit that security's representation within the index to 10% at the semi-annual review, expressed as a number between 0 and 1, where 1 indicates that 100% of that security's capitalization is being retained in the index.
c	=	Capping factor	(FTSE Latibex BRASIL Index only) The factor applied to securities where required, to limit that security's representation within the index to 15% at the semi-annual review expressed as a number between 0 and 1, where 1 indicates that 100% of that security's capitalization is being retained in the index. Please refer to Appendix C for further details on the capping procedure.
d	=	Divisor	A figure that represents the total issued share capital of the Index at the base date. The divisor can be adjusted to allow changes in the issued share capital of individual securities to be made without distorting the Index.

APPENDIX B

STARTING VALUE OF FTSE LATIBEX INDICES

The FTSE Latibex All-Share Index was launched on 1st December 1999 at a starting value of 1,000.0.

The FTSE Latibex TOP Index was launched on 23rd February 2004. Its base date was 30/12/02, at a starting value of 1,000.0.

The FTSE Latibex BRASIL Index was launched on 9th October 2006. Its base date was 30/12/03, at a starting value of 3,000.0.

APPENDIX C

APPLICATION OF CAPPING AT THE SEMI-ANNUAL REVIEWS FOR LATIBEX BRASIL INDEX

Capping is applied semi-annually to the constituents of the FTSE Latibex Brasil Index, if required, by the following methodology:-

The constituents in the index are ranked by investible market capitalisation and the weight for each constituent in the Index is determined.

STAGE 1

If the weight of the biggest constituent by investible market capitalisation is greater than 15%, the constituent's weight is capped at 15%. The weights of all lower ranking constituents are increased correspondingly. Only one constituent will have 15% weight in the index.

STAGE 2

Following the application of Stage 1, if either (i) the weight of any single stock is greater than 35%, or (ii) the total index weight of the 5 largest constituents is greater than 65% in aggregate, the procedure moves onto Stage 3 below. Otherwise no further action is required.

STAGE 3

- a) If the weight of the second largest constituent is greater than 14%, its weight will be capped at 14%. The weights of all lower ranking constituents are increased correspondingly. Only one constituent will have 14% weight in the index. Following the application of the second level capping, if either (i) the weight of any single stock is greater than 35%, or (ii) the total index weight of the 5 largest constituents is greater than 65% in aggregate, the process is then continued to the step below. Otherwise no further action is required.
- b) If the weight of the third largest constituent is greater than 13%, its weight will be capped at 13% and the weights of the lower ranking constituents are increased correspondingly. Only one constituent will have 13% weight in the index. Following the application of the third level capping, if either (i) the weight of any single stock is greater than 35%, or (ii) the total index weight of the 5 largest constituents is greater than 65% in aggregate, the process is then continued to the step below. Otherwise no further action is required.
- c) If the weight of the fourth largest constituent is greater than 12%, its weight will be capped at 12% and the weights of the lower ranking constituents are increased correspondingly. Only one constituent will have 12% weight in the index. Following the application of the fourth level capping, if either (i) the weight of any single stock is greater than 35%, or (ii) the total index weight of the 5 largest constituents is greater than 65% in aggregate, the process is then continued to the step below. Otherwise no further action is required.
- d) If the weight of the fifth largest constituent is greater than 11%, its weight will be capped at 11% and the weights of the lower ranking constituents are increased correspondingly. Only one constituent will have 11% weight in the index. Following the application of the fifth level capping, the procedure moves onto Stage 4 below.

APPENDIX C

STAGE 4

Following the application of Stage 3, the weight of the next ranking constituent is checked. If its weight is equal or greater than 11%, the constituent's weight is capped at 10%. Following the application of the sixth level capping, Stage 4 is repeated in the increment of 1% if the next ranking constituent's weight is equal or greater than the weight of the constituent ranked immediately above.

APPENDIX D

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