



Banjalučka berza hartija od vrijednosti  
Banja Luka Stock Exchange  
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# BANJA LUKA STOCK EXCHANGE RULES

**2012, November**

Only Serbian version of this document is legally binding.  
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On the basis of Article 155 paragraph 1 of the Securities Market Law (“Official Gazette of Republic of Srpska” No. 92/06, 34/09 and 30/12) and Article 30 paragraph 1 item k of the Banja Luka Stock Exchange Statute (“Official Gazette of Republic of Srpska” No. 20/02, 7/04, 84/06, 41/07, 109/11), the Banja Luka Stock Exchange Management Board on its 36<sup>th</sup> session held on November 16 , 2012 adopted following

# BANJA LUKA STOCK EXCHANGE R U L E S

## 1. GENERAL PROVISIONS

### *1.1 Definition of terms*

#### Article 1

- (1) The term **Exchange** means the Banja Luka Stock Exchange Inc.
- (2) The term **Rules** refers to the Banja Luka Stock Exchange Rules.
- (3) The term **issuer** means a legal person issuing securities in order to acquire assets and who has obligations towards the owners of securities, which are stated in the securities.
- (4) The term **Member** refers to a stock exchange intermediary admitted to the membership of the Exchange.
- (5) The term **broker** of the Member means a natural person authorized by the Member to trade in securities and who fulfils conditions prescribed by the Securities Market Law and bylaws.
- (6) The term **BST** means the Stock Exchange Trading System.
- (7) The term **Listing Commission** means the Listing Commission of the Exchange.
- (8) The term **Management Board** means the Management Board of the Exchange.
- (9) The term **Commission** means the Republic of Srpska Securities Commission.
- (10) The term **Registry** means the Central Registry of Securities Inc, Banja Luka.
- (11) The term **ZTHOV** means the Securities Market Law.
- (12) The term **security** means a dematerialized transferable instrument issued in electronic form, which gives its owners rights towards an issuer in accordance to the law and decision on issue of securities.
- (13) The term **organized market** means a securities market that is regulated, available to the public, where the trading is carried out regularly and in compliance with clearly established rules. Organized securities markets include the Official Market and the Free Market.
- (14) The term **Official Market** means an organized market for trading with securities which in addition to the general conditions also fulfill special conditions defined by the Rules.
- (15) The term **Free Market** means an organized securities market where securities not listed on the Official Stock Exchange Market are traded.
- (16) The term **Management Company** means an Investment Fund Management Company.
- (17) The term **Instructions** means the Exchange trading instructions.

## **1.2 The Exchange**

### Article 2

- (1) The Exchange is a joint stock company established to perform activities on connecting supply and demand in securities trading; to determine and publish information on supply, demand, price lists and any other data on securities, in compliance with the law and other regulations.
- (2) The Rules govern following:
  - securities listing on the organized market,
  - obligations of issuers whose securities are listed on the organized market,
  - Exchange membership,
  - trading methods,
  - Surveillance of the Members.
- (3) The Members and brokers are required to respect and implement all the provisions of the Rules and other general regulations of the Exchange after the admission to membership or obtaining a trading license.
- (4) Issuers of securities listed on the organized market are obliged to respect and implement all the provisions of the Rules and other general regulations of the Exchange.

## 2. LISTING OF SECURITIES

### *2.1 Markets*

#### Article 3

- (1) Securities are listed to the following organized markets:
  - Official Market,
  - Free Market.
- (2) The Official Markets are:
  - Prime Market - List A,
  - Standard Market - List B,
  - Entry Market – List C,
  - Closed-end Investment Funds Market,
  - Open-end Investment Funds Market,
  - Bonds Market,
  - Other securities Market.
- (3) The Free Market comprises the following markets:
  - Shares,
  - Closed-end Investment Funds shares,
  - Open-end Investment Funds shares,
  - Bonds,
  - Package of shares,
  - Other securities.

#### Article 4

- (1) For the purpose of organizing public offering of securities the following segments of Primary Market are created:
  - Public offering of shares,
  - Public offering of bonds.
- (2) Short-term securities are listed on the Money Market in accordance with specific money market rules.

### *2.2 Listing Commission*

#### Article 5

- (1) Listing Commission is a special Exchange body for the Official Market that decides on:
  - listing, changes and delisting of securities
  - implementation of sanctions against issuers that do not disclose information in compliance with these Rules.

- (2) The Listing Commission verifies whether the listing requirements are fulfilled at least two times a year, and decides on transfer shares from one to another segment of the Official Market in cases the securities cease to meet the specific listing requirements.
- (3) The Listing Commission decides on the matters from the paragraph 1 of this Article on the basis of criteria and requirements stipulated by the Rules.
- (4) Issuer, the Commission and the public shall be informed on the Listing Commission decisions.

#### Article 6

- (1) The Listing Commission has five regular and three substitute members who are appointed by the Management Board for the period of two years.
- (2) Members of the Listing Commission are appointed from among Exchange employees, Members and other experts.
- (3) Member of the Listing Commission can only be a person holding a university degree in economics or law.
- (4) The President of the Listing Commission will be elected by the Members of the Listing Commission in the opening session.
- (5) The quorum represents at least three members of the Listing Commission.

#### Article 7

- (1) A member of the Listing Commission must not participate in a discussion and decision making on a case if he or she feels that there are some grounds which will prevent him or her from expressing an impartial and expert opinion on the matter.
- (2) The President of the Listing Commission will decide on withdrawal of the member of the Commission.
- (3) The Listing Commission will decide on withdrawal of the President of the Listing Commission.

#### Article 8

- (1) The Listing Commission will adopt decisions by a majority vote of the total number of its members in a closed session.
- (2) An appeal against the Listing Commission decision may be filed to the Management Board, within eight days from the receipt of the decision. The appeal shall not prevent the execution of the decision.

#### Article 9

The preparation and convening of meetings, decision-making, minutes keeping and other issued related to its work shall be further determined by the Listing Commission Rules of Procedure.

### ***2.3 General requirements for listing on the organized market***

#### Article 10

Securities shall be listed to the organized market if they are:

- fully paid-in,
- freely transferable,
- issued in dematerialized form.

## ***2.4 Special requirements for listing on the Prime Market – List A***

### Article 11

- (1) Special requirements for listing on the Prime Market (List A) are:
- three years of operation,
  - shares book value, or market capitalization if the shares have already been listed in the organized market, is at least 40 million BAM for ordinary shares and 5 million BAM for preference shares,
  - the free float is at least 15% or 10 million BAM,
  - the minimum number of shareholders is 300.
- (2) When determining the free float, the following shall not be considered:
- shares owned by the management,
  - shares owned by those holding more than 10% of the issue.
- (3) Shares owned by investment funds shall not be excluded when determining free float.
- (4) Shares may be listed on the Prime Market – List A, even if they do not comply with one of the special requirements, provided it is not deemed a material discrepancy or if there are reasonable expectations that such a requirement will be met shortly after the security has been listed on the Exchange.

### Article 12

An issuer applying for listing the shares on the List A must also fulfill the following conditions:

- issuer has adopted a own written code of conduct or accepted the standards of corporate governance passed by the Commission,
- issuer has an Internet pages where the information on an issuer is available in English language as well,
- audited annual financial statements have been prepared in accordance with law - with unqualified or qualified auditor's opinion,
- shares have been traded at least on 30% of trading days for the last six month with average daily turnover of at least BAM 5,000.
- issuer has not continually reported losses for the last three business years according to audited financial statements.

## ***2.5 Special requirements for listing on the Standard market – List B***

### Article 13

Special requirements for listing on the Standard Market (List B) are:

- two years of operation,
- audited annual financial statements have been prepared in accordance with law - with unqualified or qualified auditor's opinion,
- shares book value, or market capitalization if the shares have already been listed in the organized market, is at least 10 million BAM for ordinary shares and 1 million BAM for preference shares,
- the free float is at least 10% or 1 million BAM,



- the minimum number of shareholders is 200,
- issuer has adopted a own written code of conduct or accepted the standards of corporate governance passed by the Commission.

## ***2.6 Special requirements for listing on the Entry Market – List C***

### Article 14

- (1) On the Entry Market shall be listed shares of issuers that do not fulfill or ceased to fulfill listing criteria for the Standard or Prime Market.
- (2) Special requirements for the listing on the Entry Market are:
  - two years of operation,
  - audited annual financial statements have been prepared in accordance with law - with unqualified or qualified auditor's opinion,
  - shares book value, or market capitalization if the shares have already been listed in the organized market, is at least 1 million BAM,
  - the free float is at least 10% or 500,000 BAM,
  - the minimum number of shareholders is 50,
  - issuer has adopted a own written code of conduct or accepted the standards of corporate governance passed by the Commission.

## ***2.7 Special requirements for Bonds Market***

### Article 15

- (1) Bonds issued by the Bosnia and Herzegovina, Republic of Srpska, Federation of BiH, Brcko District BiH or bonds which were given guarantees or permission by the aforementioned entities, shall be listed on the Official Market.
- (2) Special requirements for bonds issued by companies are:
  - two years of operation,
  - the total equity according to the last balance sheet is at least 2 million BAM,
  - the total nominal value of the issue is at least 1 million BAM,
  - audited annual financial statements have been prepared in accordance with law - with unqualified or qualified auditor's opinion.

## ***2.8 Listing procedure for the Official Market***

### Article 16

- (1) The procedure for listing on the Official Market shall start upon submitting an application by the issuer or a person authorized by the issuer. The application form shall be accompanied by:
  - document of registration securities in the Registry,
  - prospectus in electronic form,
  - consolidated text of Statute in electronic form,
  - a copy of the extract from the court register certified by the issuer,
  - audited financial statements in electronic form,

- report of the percentage of securities held by the management and supervisory body of the issuer,
  - a list of authorized people for communication with the Exchange,
  - fee payment evidence,
  - written code of conduct or decision to accept the standards of corporate governance passed by the Commission.
- (2) The application must be referred to the whole class of the issued security.
- (3) An issuer submits an application for listing shares on the Prime Market or Standard Market, or on the Entry market if they do not fulfill the specific requirements for the Standard Market.
- (4) If the prospectus is not mandatory when issuing securities, an issuer shall submit the application accompanied with documentation which contains:
- description of incorporated rights of the securities,
  - summary data on ownership of the securities,
  - other information which according to the applicant could be important for the market valuation of the securities.

#### Article 17

- (1) The application for listing shares of closed-end investment funds or units of open-end investment funds are submitted by Management Company.
- (2) The application form shall be accompanied by:
- the contract on managing the fund,
  - Commission's license for establishing and managing investment fund,
  - investment fund Statute,
  - Prospectus,
  - Management Company's Statute,
  - a list of the owners of the Management Company with their respective ownerships.

## ***2.9 Listing prospectus***

#### Article 18

- (1) The prospectus for listing contains data on:
- issuer,
  - securities,
  - other securities that can be acquired based on the rights from the security, in case rights, options, warrants or convertible securities have been issued,
  - issuer's business,
  - issuer's responsible persons,
  - statement by issuer's responsible persons.
- (2) The prospectus is published in accordance with the law and regulation of the Commission.
- (3) The prospectus is submitted in English as well if it is for the Prime Market or investment funds.
- (4) The issuer, the authorized persons of the issuer and the auditor are responsible for the accuracy and completeness of the information stated in the prospectus.

## ***2.10 Procedure after the reception of the application for listing***

### Article 19

- (1) The Listing Commission shall decide about the listing on the Official Market within 30 days after the application is submitted.
- (2) The Listing Commission can make a decision to reject application for listing on the Official Market if:
  - the issuer does not fulfill listing requirements for the Official Market,
  - the issuer has not submit the required documentation,
  - there are circumstances that could threaten the interests of investors.
- (3) When the Listing Commission establishes that the requirements for listing on the Official Market have been fulfilled, it shall decide to list the securities to the Official Market.
- (4) Decision on listing/rejection on the Official Market shall be submitted to the issuer within eight days after decision was brought.
- (5) An appeal against the decision of the Listing Commission may be filed to the Management Board within eight days from the receipt of the decision.
- (6) The filed appeal will not prevent the execution of the decision.
- (7) The Exchange Managing Director shall determine the first trading day with securities within 15 days of publication of the decision on the listing.
- (8) The decision on listing on the Official Market and the first trading day is published on the Exchange's Internet pages along with prospectus.

## ***2.11 Contract with the issuer (Listing Agreement)***

### Article 20

- (1) Exchange delivers to issuer a contract for signing which regulates the rights and obligations of the issuer whose securities are listed on the Official Market.
- (2) The Listing Commission may cancel the decision on listing on the Official Market if the issuer does not sign a contract within the period of fifteen days following the receipt of the decision and/or do not pay the admission fee.
- (3) The decision on cancelation of the decision on listing is delivered and published in the same manner as the decision on listing.
- (4) The contract will not be concluded if the issuers are the Bosnia and Herzegovina, the Republic of Srpska, the Federation of Bosnia and Herzegovina and Brcko District BiH.

## ***2.12 Procedure for changes in shares***

### Article 21

- (1) The issuer whose securities are listed on the Official Market must submit application for changes in number of shares within three days from registration of:
  - new issue of shares
  - issue based on the merger,
  - previously approved conditional increase of equity,
  - decrease of capital,

- companies spin -off,
  - conversion of securities.
- (2) With the application for changes in shares an issuer must submit the decision on registration in the Registry and a listing prospectus if it is required to be prepared in accordance with regulations.
  - (3) The Listing Commission shall make the decision on the basis of a complete application and shall notify all Members, Commission and the public.
  - (4) The decision-making process shall fall under the provisions on the listing of securities on the Official Market.

### ***2.13 Obligation of issuers that are listed on the Official Market***

#### Article 22

- (1) Issuers are obliged to disclose financial, business and other reports.
- (2) Disclosure obligation relates to all significant information that has or may have as a consequence changes in the assets, liabilities, financial standing, legal position and business operations of the issuer, i.e. may have an impact on the price of securities.
- (3) Disclosure is conducted by means of:
  - periodical notifications, when an issuers regularly disclose material facts in certain intervals,
  - occasional (ad hoc) notifications, when an issuers promptly disclose any material fact as soon as it occurs or event come to issuer's attention.
- (4) When disclosing any material facts, the issuer is required to act in such a manner as not to favor any particular person or segment of the public.

### ***2.14 Manner of information disclosure***

#### Article 23

- (1) An issuer is obliged to submit to the Exchange information in electronic form.
- (2) The Exchange publishes information on its Internet pages before or after trading hours.
- (3) An issuer shall consult the Exchange if he is not sure whether it must disclose any particular information.
- (4) An issuer must authorize one of its employees and his deputy or a Member to submit information to the Exchange
- (5) The Exchange may make a press release if the issuer did not send the information in accordance with the Rules.
- (6) The Exchange may publish the information on the next business day if the issuer sends it in the last half an hour of the working time.

### ***2.15 Periodic (ad hoc) notifications***

#### Article 24

An issuer is required to regularly disclose:

- annual, semi-annual and quarterly financial statements,
- annual business report,
- annual consolidated financial statements,
- auditor's report.

### ***2.16 Annual financial statements***

#### Article 25

- (1) An issuer is required to submit to the Exchange its annual financial statements in electronic form the following day of its adoption by the competent body or no later than 60 days after the end of the business year.
- (2) If the issuer cannot submit the unaudited annual financial statements within the deadline from the previous paragraph, it shall inform the Exchange on the reasons for failing to submit statements in time.
- (3) An issuer shall submit consolidated financial statements the following day of its adoption by the competent body.
- (4) The financial statements are comprised of balance sheet, income statement, cash flow statement, statement on changes in equity and annex.

### ***2.17 Semi-annual financial statements***

#### Article 26

- (1) An issuer is required to submit to the Exchange its semi-annual financial statements latest on the business day following the day of its approval by issuer's competent body or latest by the end of July for the current year.
- (2) An issuer is required to submit to the Exchange semi-annual consolidated financial statements in events when law requires from an issuer to consolidate semi-annual financial reports, latest by the first business day following to the day when statements were approved by the competent body.

### ***2.18 Quarterly financial statements***

#### Article 27

An issuer is required to submit to the Exchange its quarterly financial statements for the first and third quarter latest within 30 days after the end of reporting period.

## **2.19 Annual Business Report**

### Article 28

- (1) An issuer is required to submit to the Exchange annual business report in accordance with the Company Law, Securities Market Law and Accounting and Audit Law of Republic of Srpska.
- (2) An issuer is required to submit proposal of the annual business report the same day when issuer convene the general shareholders meeting at which the report shall be adopted.
- (3) An issuer is required to submit the changes to the proposal of the annual business report the following day of general shareholder meeting the latest.

## **2.20 Auditor's report**

### Article 29

- (1) An issuer is required to submit to the Exchange audited annual financial statements with auditor's opinion the latest five days after the issuer received the auditor's report.
- (2) Auditor's report on consolidated financial statements contains the list of the joint stock companies which are included in the consolidation.

## **2.21 Occasional (ad hoc) notifications**

### Article 30

An issuer is required to disclose information about:

- changes in financial and legal position,
- changes of issuer's equity,
- convening general shareholders meetings,
- decisions of general shareholders meetings,
- Management and Supervisory Boards' decisions,
- changes in the status of issuers,
- acquisition of significant ownership in other entities,
- acquisition of securities by the issuer's management,
- press conferences,
- other events that may affect the price of securities or upon the request of the Exchange.

## **2.22 Information on changes in financial and legal position**

### Article 31

An issuer is obliged to inform the Exchange immediately, on business and other events, as well as changes in conditions for doing business which can influence it legal and financial position, such as:

- suspension of business activities,
- changes in core activities,
- planned changes in financial policies,

- important legal proceedings instituted by government bodies, arbitration tribunals and similar bodies,
- material changes in issuer's market position,
- any approved or revoked patents, licenses and trademarks,
- new products, services or clients with significant impact on the business activity and the financial results,
- signing of major contracts,
- investments with the value that exceeds 10% of issuers market capitalization,
- significant deviation from projection in annual business report.

### ***2.23 Information relating to changes of issuer's equity***

#### Article 32

An issuer is obliged to notify the Exchange about decisions and circumstances that might affect issuer equity and valuation of the securities, such as:

- intended increase or decrease of the issuers equity or its affiliated companies,
- changes in the rights of securities which are listed on the Exchange and securities to which listed securities may be converted,
- purchase or sale of the treasury stocks,
- failure to fulfill obligations from debt securities,
- new issues,
- issues of pre-emptive rights,
- conditional capital increase,
- major changes in funding sources.

### ***2.24 Information on convening general shareholders meeting***

#### Article 33

- (1) An issuer is required to submit to the Exchange information of convening general shareholders meeting, the agenda and decisions proposals in the legally stipulated deadline.
- (2) Decisions proposals on dividend payment must include the amount of dividend per share, way of payment, dividend record date and payment date.
- (3) An issuer shall notify the Exchange if a general shareholders meeting has not been held or has been postponed.

### ***2.25 Information from general shareholders meetings***

#### Article 34

- (1) An issuer is required to submit general shareholders meeting decisions to the Exchange the following day.
- (2) An issuer may also make a press release that contains all essential elements of the adopted decisions.
- (3) Decisions relating to the changes in issuer's equity must contain date of acquired rights, as well as financial effects that such decision might have on the book value per share.

- (4) Decisions on dividend payment must include dividend per share, way of payment, dividend record date and payment date.

### ***2.26 Management and supervisory bodies decisions***

#### Article 35

- (1) An issuer is required to notify the Exchange about Management and Supervisory Board sessions at which decisions shall be made on adoption/approval of financial statements, capital changes and dividend payment.
- (2) An issuer is required to submit to the Exchange the notification pursuant to the paragraph 1 of this Article one business day prior to the date of session.
- (3) Adopted decisions shall be submitted to the Exchange on the day following the session day latest.

### ***2.27 Status Changes***

#### Article 36

An issuer is required to inform the Exchange about decisions and facts related to status changes and about circumstances and events which may lead to such changes.

### ***2.28 Acquisition of significant ownership in other entities***

#### Article 37

An issuer is required to inform the Exchange about decisions on acquisition of more than 10% of ownership in other legal entity.

### ***2.29 Management acquisition***

#### Article 38

- (1) An issuer is required to inform the Exchange of any acquisition or sale of issuer's securities by members of the management, supervisory body, employees with access to inside information and their related parties, within the three days period the latest.
- (2) An issuer is required to explain the nature of inside information to all persons who has access to such information and shall warn them of their duties with respect to the guarding and using inside information.
- (3) An issuer may adopt rules which prevent persons with access to inside information to buy and sell issuer's securities in pre-determined period prior to the release of annual, semi-annual and quarterly financial statements.



### ***2.30 Press conferences***

#### Article 39

- (1) An issuer is required to inform the Exchange of any press conferences on its business reports and business plans, and any other material information that may have an impact on fluctuations in share prices, latest one business day prior to the press conference.
- (2) The Exchange may temporarily suspend trading if the press conference is held during trading hours, in order to ensure equal access to information that may affect the price of securities.

### ***2.31 Disclosure obligation of Prime Market issuers***

#### Article 40

- (1) An issuer of securities that are listed on the Prime Market (List A) submit to the Exchange:
  - information in English or short notification containing significant information within the defined deadlines,
  - dividend policy,
  - corporate calendar that contains at least dates when financial statements shall be disclosed and dates of general shareholders meetings.
- (2) An issuer is required to disclose on its Internet pages all information submitted to the Exchange.

### ***2.32 Specific disclosure obligations for investment funds***

#### Article 41

- (1) Disclosure obligation of investment fund shall be fulfilled by a Management Company.
- (2) A Management Company shall submit to the Exchange:
  - information that must be disclosed pursuant to the law,
  - Management Company's and investment fund's annual and semi-annual financial statements, in accordance to the provisions of these Rules that regulate obligations of issuers that are listed on the Official Market,
  - information related to changes in investment policies or changes of facts stated in the prospectus.
- (3) A Management Company is required to submit to the Exchange:
  - monthly reports on net assets value, fund's portfolio and unrealized profits and losses, within 15 days from the end of reporting period the latest,
  - report on investments in one issuer that represent more than 5% of the fund's net assets value, latest on the day following the transaction.
- (4) A Management Company of open-end investment fund shall submit to the Exchange report on the value of fund's unit on a daily basis, latest by 11.00 a.m. of the current trading day for the preceding trading day.

- (5) A Management Company may authorize fund's custodian to submit to the Exchange reports described in paragraphs 3 and 4 of this Article.

### ***2.33 Specific disclosure obligation for issuer of bonds***

#### Article 42

- (1) An issuer of bonds regularly discloses information on the principal and interest payment in accordance to the payment plan.
- (2) If an issuer is late with payment of principal and interest, it must submit to the Exchange explanation with the reasons for delay and the way it plans to fulfill payment obligations.
- (3) If an issuer of bonds is municipality or town it is required to submit its budget within the seven days after it has been adopted. If the budget of municipality or town has not been adopted within the deadline stipulated by applicable laws, an issuer is required to disclose reasons for not adopting budget.

### ***2.34 Measures for non-compliance***

#### Article 43

- (1) General Manager of the Exchange may temporarily suspend trading if issuer does not comply with disclosure requirements pursuant to the law, Commission's by-laws and the Rules.
- (2) A measure to temporarily suspend trading shall be in force until the requirements are met or reasons for the trading suspensions are removed, and no longer than six months.
- (3) The notification on temporarily trading suspension shall be disclosed at the Exchange Internet pages.

#### Article 44

- (1) In the event that an issuer does not fulfill its obligations according to these Rules, Listing Commission may impose following sanctions against an issuer:
  - reprimand,
  - reprimand published to Members,
  - public reprimand
  - temporarily delisting of securities from the Official Market.
- (2) The Exchange shall deliver the decision on sanction to an issuer, latest on the day following the day of its adoption.
- (3) The Exchange shall immediately notify Commission about sanctions from the paragraph 1 of this Article.

#### Article 45

- (1) It is allowed to make an appeal to the Management Board against the sanction within the three days from receiving the decision.
- (2) An appeal against reprimand published to Members and public reprimand shall not prevent the enforcement of a sanction.
- (3) The Management Board shall resolve an appeal within eight days from the day of receiving an appeal.

Article 46

The imposed sanctions shall be executed in the following manners:

- reprimand, by sending the decision,
- reprimand published to the Members, by sending the information to the Members by email,
- public reprimand, by publishing the decision at the Exchange Internet pages,
- temporarily delisting from the Official Market – by sending the Listing Commission’s decision on temporary delisting from Official market to issuer, notifying Members and publishing decision the Exchange’s Internet pages.

***2.35 Delisting of securities***

Article 47

- (1) Listing Commission shall delist security from the Official Market if:
  - issuer no longer meets listing requirements for the Official Market,
  - security was listed on the Official Market based on false or incorrect information,
  - bankruptcy or liquidation proceedings has been opened over issuer,
  - issuer withdraws its securities or securities mature,
  - issuer submits a request for delisting,
  - Exchange finds other reasons that could harm the interests of investors.
- (2) The Listing Commission shall decide to delist securities from the Official Market at the issuer’s request if the general shareholders meeting decides to withdraw shares from the Official Market. The request for delisting shall be accompanied by a certified copy of the decision to delist.
- (3) The Listing Commission may delist individual security from the Official Market if :
  - security was not traded for more than six months
  - issuer does not comply with disclosure requirements prescribed by these Rules.
- (4) The Exchange shall notify Commission about delisting from the Official Market.
- (5) Security shall be listed on the Free Market after it has been delisted from the Official Market except in cases when security has been withdrawn from the organized market.
- (6) If an issuer is responsible for delisting from the Official Market, the issuer may re-apply for listing on the Official Market after six months.

***2.36 Delisting when company is transforming into closed company***

Article 48

- (1) If general shareholders meeting of the issuer listed on the Official Market is adopting decision to transform into closed company, the issuer is required to submit decision proposal to the Exchange on the same day when the decision to convene general shareholders meeting is published.
- (2) An issuer shall submit the decision to transform to a closed company, the minutes of the general shareholders meeting, information on the majority that made decision and approval by the Commission.

- (3) Securities shall be delisted from the organized market after the decision comes into effect in accordance with Securities Market Law.

### ***2.37 Securities of foreign issuer***

#### Article 49

- (1) Securities of a foreign issuer shall be listed on the Official Market at the request of an issuer.  
 (2) Issuer's application for listing shall be accompanied by prospectus, legal documents that regulate companies and securities markets in the country of foreign issuer.

### ***2.38 Securities on the Free Market***

#### Article 50

- (1) Procedure for listing securities on the Free Market is initiated by submitting application by the issuer or entity authorized by issuer.  
 (2) Application shall be accompanied with:
- articles of association (statute),
  - decision on registration of securities in the Registry,
  - consolidated text of Statute in electronic form,
  - decision on registration in court's registry,
  - financial statements for the last business year,
  - auditor's report in electronic form, if the financial statements are audited by independent auditor,
  - report on the percentage of securities owned by the management,
  - list of persons authorized for communication with the Exchange,
  - fee payment evidence.
- (3) An application for listing must refer to the whole class of issued securities.  
 (4) Attachments shall be submitted in original or copies certified by the authorized person of the applicant.  
 (5) With the request for the listing securities of a company that was created by dissolution (spin off) shall submit to the division balance sheet.  
 (6) When finds that listing requirements for Free Market have been met, the Exchange Managing Director brings decisions on listing and sends contract which regulates rights and obligations between issuer and the Exchange to the issuer.

### ***2.39 Responsibilities of Issuers on the Free Market***

#### Article 51

- (1) An issuer of securities listed on the Free Market is required to disclose:
- annual financial statements,
  - semi-annual financial statements, if it is obliged to prepare them according to law,
  - consolidated financial statements,
  - auditor's report in accordance with the law and regulations of the Commission,

- report on important events and activities that affect to the business of the issuer.
- (2) The Exchange shall not supervise compliance with requirements described in the preceding paragraph, nor shall impose appropriate sanctions thereof.
  - (3) The Exchange shall monitor and register all changes in securities resulting from corporate actions, based on Commission and Registry reports.

### ***2.40 Delisting of securities from the Free Market***

#### Article 52

- (1) Security shall be delisted from the Free Market if:
  - security was listed on the Exchange based of false or incorrect information,
  - issuer has been liquidated or ceased to exist after the closed bankruptcy proceeding,
  - issuer has changed its legal (organizational) status,
  - issuer withdraws its securities or securities expire.
- (2) The Managing Director of the Exchange shall pass the decision on delisting from the Free Market and decision shall be published at the Exchange Internet pages.
- (3) The Exchange shall deliver the decision from the previous paragraph of this Article to the issuer and Commission on the following business day after its adoption.
- (4) An issuer may file an appeal with the Commission against this decision within eight days from its receipt. The appeal shall not prevent execution of the decision.

### 3. EXCHANGE MEMBERS

#### *3.1 Admission to Exchange membership*

##### Article 53

- (1) A stock exchange intermediary shall initiate the procedure for admission to membership on the Exchange with submission of an application form accompanied with:
  - articles of association,
  - the extract from the court register,
  - Statute,
  - operating rules,
  - license issued by Commission,
  - names of authorized brokers and other persons with special authorizations,
  - financial statements for the last business year, if an authorized participant has been in operation for over one year,
  - decision on membership in the Registry.
- (2) The Exchange shall reject the request for admission to membership if the stock exchange intermediary does not submit the required documentation within specified period.
- (3) An applicant may appeal to the Commission against the Exchange's decision within 15 days of receipt the decision.
- (4) The Management Board shall bring decision on admittance to membership if the requirements have been met in accordance with law and regulations.
- (5) The decision of the preceding paragraph shall be effective upon signing of the contract which regulates the rights and obligations arising from the membership on the Exchange.
- (6) The Exchange shall notify the Commission and the public on the admission of new Member.

##### Article 54

Ministry of Finance of the Republic of Srpska, Ministry of Finance and Treasury of Bosnia and Herzegovina, Central Bank of Bosnia and Herzegovina and the Registry may be granted membership status for jobs defined by the law.

#### *3.2 Member rights*

##### Article 55

A member has the following rights:

- to trade in securities that are listed in BST,
- to use premises and the equipment of the Exchange in cases when Member cannot connect to the BST from its premises,
- to receive information on supply and demand for securities that are admitted in the BST,
- to participate in all trainings organized by the Exchange.

### ***3.3 Member duties***

#### Article 56

A Member has the following duties:

- to follow and implement the Rules and guidelines of the Exchange,
- to keep the Exchange' reputation during public appearances,
- to keep accurate records of orders and trades,
- regularly submits semiannual and annual financial statements to the Exchange in legally prescribed deadlines,
- to notify the Exchange on insolvency, bankruptcy or liquidation proceedings opening and of all other events, that have affected or may affect their financial position,
- to regularly notify the Exchange on all changes that might affect fulfilling requirements for stock exchange intermediary,
- to regularly notify the Exchange on all changes in the data entered into the court register,
- to prevent access to and use of the BST by unauthorized persons,
- not to misuse the information that is not publicly disclosed,
- to pay the membership and other fees in accordance with the Exchange fee schedule.

### ***3.4 Termination of the membership***

#### Article 57

- (1) The membership shall be terminated:
  - upon the request of the Member,
  - if a Member is subject to bankruptcy or liquidation proceeding,
  - if the Exchange permanently excludes Member from the membership.
- (2) In the event of termination of membership the authorization of brokers to trade on the Exchange shall be terminated.
- (3) The Commission and public shall be immediately informed about the termination of the membership.

### ***3.5 Permanently suspension of Member***

#### Article 58

- (1) The Management Board may permanently suspend a Member from membership if the Commission permanently revokes its license.
- (2) The Management Board may permanently suspend a Member from membership in the following cases:
  - Member has been admitted to membership on the basis of false or incorrect data,
  - Member ceases to meet membership requirements,
  - Member is in serious violation of these Rules,
  - Member disrupts the reputation of the Exchange.

- (3) In the event of permanent suspension from membership, a Member may re-apply for admission one year after it was suspended.
- (4) A member may appeal to the Commission against the decision on permanent suspension within eight days from receiving the decision.

### ***3.6 Temporarily suspension of Member***

#### Article 59

- (1) The Exchange temporarily suspends a Member if the Commission temporarily prohibits a Member to perform one or all operations with securities.
- (2) The Exchange may temporarily suspend a member if:
  - the member does not inform the Exchange of events or circumstances stipulated by Exchange's general rules,
  - the member does not apply provisions of the Exchange' statute and other regulation,
  - the member prevents the inspection of documents related to trading in securities,
  - the member does not harmonize its regulation within the set deadline,
  - the member does not pay Exchange's fees.
- (3) Temporarily suspension shall last until the causes that lead to the suspension are resolved, but no longer than six months.
- (4) During suspension time, Member's orders entered into BST shall be halted.
- (5) General Manager of the Exchange adopts decision on temporarily suspension.
- (6) The Commission and public shall be immediately informed on the temporarily suspension from the membership.

#### Article 60

A Member may appeal to the Commission against the decision on temporarily suspension within eight days from receiving decision.

### ***3.7 Liquidity providers***

#### Article 61

- (1) A Member may provide liquidity for one or more securities as liquidity provider for its own account or the account of a professional investor.
- (2) A Member is given a liquidity provider status upon signing a separate agreement with the Exchange that regulates in detail the obligations of providing market liquidity for a particular security.
- (3) The obligations of the liquidity depends on:
  - the type of security,
  - the maximum spread between buy and sell prices
  - the minimum required value of bid and ask,
  - the minimum time for keeping orders on the market.
- (4) The Exchange shall give favorable terms in form of discounted trading fees, for liquidity providers who meet defined performance criteria.



- (5) Liquidity provider may conclude a separate contract with the issuers of securities in which its rights and obligations are regulated in more detail.
- (6) Liquidity providing is done through a mandatory keeping limit orders to buy or sell a specific quantity of securities.
- (7) The Exchange shall publish the list of liquidity providers on its Internet pages.
- (8) A liquidity provider may suspend his status on the basis of written request. Five days after the Exchange receives written request, a liquidity provider shall no longer be required to carry out his duties of liquidity provider.
- (9) A Member may re-apply for the liquidity provider status 30 days after the termination of his status.
- (10) The Exchange may withdraw the liquidity provider status from a Member who fails to perform his duties of liquidity provider or limit his duties in the event of major market imbalances or other special circumstances.
- (11) The Exchange shall adopt instructions regulating in detail procedure and criteria for obtaining the status of liquidity providers.

### ***3.8 Special memberships***

#### Article 62

Membership in the system of trading in short-term securities and other money market instruments shall be regulated by special rules.

### ***3.9 Brokers***

#### Article 63

- (1) The Exchange shall grant a broker trading license upon the application filed by a Member.
- (2) Application shall be accompanied by:
  - member's authorization to the broker to trade on the Exchange on its name and for its account,
  - certificate confirming that a broker is permanently employed by the Member,
  - an irrevocable statement that all of the obligations taken by the broker shall be accepted by the Member as its own,
  - broker's license issued by the Commission,
  - broker's statement that he/she is familiar with the Rules and that he/she will abide by the provisions of the Rules and other Exchanges' regulations.
- (3) A broker receives an official identity document with a photograph and a personal identification number, which must be clearly displayed.
- (4) A broker may be authorized to represent only one Member.
- (5) The Commission and the public shall be informed of granting broker trading license.

### **3.10 Broker rights**

#### Article 64

Brokers are fully entitled to:

- use trading workstation and execute trades on behalf of Member in the BST,
- participate in all forms of training and education organized by the Exchange,
- give proposals, initiatives and objections related to the conduct of business on the Exchange.

### **3.11 Broker responsibilities**

#### Article 65

Brokers are responsible for the following:

- to comply with the law, Rules and Instructions,
- to carry out business activities in a good faith and in best interest of their clients, in a manner avoiding all deeds that may cause doubt in impartiality,
- to keep confidential all data from orders, business conversations or decisions, unless otherwise specifically instructed by their clients or in the events when nature of business requires from them to act differently,
- to protect the reputation of the Exchange,
- to prevent all third parties from accessing and using BST by misuse of broker's personal identification numbers,
- to warn Exchange timely about irregularities related to BST functioning.

### **3.12 Termination of broker's trading status**

#### Article 66

The broker trading rights shall cease:

- in the event that authorization to represent the Member expires,
- In the event of broker's permanent suspension from trading.

### **3.13 Suspension of a broker from trading**

#### Article 67

(1) The Exchange permanently suspend a broker from trading:

- if broker's operating license is permanently revoked by the Commission,
- if broker is sentenced by decree absolute for criminal offence against the economy, payment operations or official duty or for criminal offences prescribed by the Securities Market Law,

- if broker seriously violates the Rules or otherwise disrupts the reputation of the Exchange.
- (2) In the event of broker's permanent suspension, broker may not re-apply for trading license on the Exchange.
  - (3) The Exchange may temporarily suspend a broker from trading:
    - if a broker's operating license is temporarily revoked by the Commission,
    - if a broker is in breach of the Rules.
  - (4) The Commission shall be notified on broker suspension.

#### Article 68

- (1) Broker may file an appeal against the imposed measure with the Commission within eight days following receipt of the decision.
- (2) The appeal shall not prevent the enforcement of decision.

### ***3.14 The Stock Exchange Court***

#### Article 69

- (1) The Stock Exchange Court is a separate body of the Exchange established for the settlement of disputes between the Members.
- (2) The Stock Exchange Court has a chairman and five members appointed and dismissed by the general shareholders meeting of the Exchange for a period of two years.
- (3) Members of the Stock Exchange Court are elected among the Exchange employees, Members, legal experts and other persons qualified for the stock exchange operations.
- (4) Management and Supervisory Board members and the General Manager of the Exchange may not be members of the Stock Exchange Court.

#### Article 70

- (1) Parties to the dispute elect one member of the arbitration panel from the list of the Stock Exchange Court members, and the jointly elected president of the arbitration panel.
- (2) If the parties are unable to agree on the appointment of president at the arbitration panel then the chairman of Stock Exchange Court appoints him.
- (3) Arbitration panel brings the decision on dispute by majority vote of the members of the arbitration panel. The decision is final and can be initiated annulment proceedings against the decision at the competent court in cases determined by the Law on Civil Procedure.

#### Article 71

The Management Board adopts a rulebook that further regulates the operation of the Stock Exchange Court.

## 4. TRADING IN SECURITIES

### *4.1 Exchange trading system (BST)*

#### Article 72

BST is a computer based information system which enables:

- entry, change, remove, halt and release of orders,
- trade execution,
- orders and trades monitoring,
- trades corrections,
- access to information on listed securities.

### *4.2 Trading schedule*

#### Article 73

- (1) Trading shall be organized on each business day in accordance with annual trading calendar that is published at the Exchange Internet pages.
- (2) There shall be no trading on national holidays, other non-working days and in case of special circumstances.
- (3) Daily schedule for each trading method shall be determined at least seven days before it take effect.

### *4.3 Participants in Exchange transactions*

#### Article 74

- (1) The Exchange trades may be executed only by the Members.
- (2) A Member has one of the following statuses in the BST:
  - **Active** - a Member can execute trades and manage orders in the BST,
  - **Inactive** - a Member cannot execute trades and manage orders in the BST.
- (3) All orders of the Member in "inactive" status are transferred to the status "halted".

#### Article 75

- (1) A Member shall have at least one BST workstation.
- (2) A Member shall be given system identification elements, which shall enable his connection to the BST and access to data for which Member is authorized.
- (3) The system identification elements may only be used in Members' information system which has been registered with the Exchange.
- (4) A Member shall be liable to the Exchange for any misuse of system identification elements.

Article 76

- (1) Broker of a Member shall be liable for the authenticity and accuracy of data he/she enters into the BST.
- (2) A broker has personal identification elements which enable him/her to connect to the BST and access the data for which he/she is authorized.
- (3) Brokers of a Member may have different authorizations for accessing Member's orders.
- (4) The personal identification elements shall only be used by the authorized broker who has received them.
- (5) For abuse of personal identification codes shall be liable broker whose codes have been abused or a Member if it is responsible for the abuse.

#### **4.4 Exchange trades**

Article 77

- (1) The Exchange trades are purchases and sales of securities in the BST.
- (2) Only block trades may be executed outside BST in a manner stipulated by the Commission rules.
- (3) The Exchange trades may be either spot or futures.
- (4) Spot trades are cleared and settled three or less business days after the trade date, in accordance with the Registry rules.
- (5) Futures trades shall be regulated by the special Exchange rules.

Article 78

- (1) A trade shall be executed at the moment when the BST matches buy and sell orders, pursuant to these Rules.
- (2) The execution time shall be the time of the BST.
- (3) A trade shall be deemed executed at the place of Exchange's registered office.

#### **4.5 Subject of Exchange trades**

Article 79

- (1) The subject of Exchange trading shall be listed securities that contain all non-expired coupons, or all non-expired rights and obligations.
- (2) The Exchange publishes ex-coupon or ex-dividend date for the traded security, based on record date determined by the issuer and in accordance with rules on clearing and settlement.
- (3) The lowest quantity (lot) which can be entered into the BST shall be one security, except in cases when decision on listing determines differently.

Article 80

A security in the BST may have the following statuses:

- **trading** - a security may be traded in the BST pursuant to the Rules,
- **halted** - the BST does not allow trading while the order management is allowed,
- **suspended** - the BST does not allow trading nor the order management,
- **delisted** - a security is permanently delisted from the BST.

## 4.6 Price

### Article 81

- (1) Share price shall be expressed in BAM for one lot with a number higher than zero (0).
- (2) Bond and other debt securities price shall be expressed as a percentage of the nominal (notional) value or as a percentage of the not yet paid-out principal (annuity bonds), without accrued interest (*clear price*).
- (3) The buyer of bonds shall pay the clean price and accrued interest pursuant to the Registry rules (*dirty price*).

### Article 82

The minimum allowed price movements (price step) shall be defined by the Instructions.

## 4.7 Order acceptance

### Article 83

- (1) Before accepting the first client's order, a Member shall enter into a written agreement with a client according to the Commission rules.
- (2) Each order placed with a Member shall contain all the necessary data for its execution, in particular order type, term of execution, symbol and quantity of the security.

### Article 84

- (1) A Member shall accept clients' orders in:
  - its registered office that executes orders or other organizational part of company that received orders forwards to the part that executes orders,
  - at the branch office of other legal entity that accepts orders in the name and for the account of a Member.
- (2) A Member shall deliver to his client a confirmation of acceptance of order the following business day after receipt of order at the latest.
- (3) The confirmation of acceptance of order shall contain the data prescribed by the rules on stock broking.
- (4) The provisions from the preceding paragraphs shall be accordingly applied to the modified or cancelled orders.

### Article 85

- (1) A Member may reject order:
  - to buy security if a client does not have enough money for trade settlement deposited at the client account with a Member,
  - to sell security if a Member finds that a client does not hold enough securities on the client's account with a Member,
  - in other cases stipulated by the regulation on stock broking.
- (2) A Member shall notify a client about the rejection of order within the deadline stipulated by the regulation on stock broking and explain the reasons for the rejection.

## 4.8 Order book

### Article 86

- (1) A Members shall keep an order book in which all clients' orders to buy and sell securities shall be entered prior to or simultaneously with the entries in the BST.
- (2) Orders shall be recorded chronologically and assigned with the appropriate serial number.
- (3) The order book shall have the date and time of order acceptance, the data on a person giving the order, the symbol and quantity of security.
- (4) A Member shall keep the order book in accordance with the Commission rules.

## 4.9 Order content

### Article 87

- (1) When entering an order into the BST the following components are mandatory:
  - type of order (buy or sell),
  - code of a Member,
  - code of a broker,
  - symbol of security,
  - quantity of security,
  - type of account,
  - account number.
- (2) The BST shall automatically assign to the order the code of a member and the code of a broker.
- (3) The BST shall reject orders which do not contain mandatory components.

### Article 88

- (1) When entering orders into the BST, the following data are optional:
  - price of security,
  - additional terms,
  - reference (notes).
- (2) If an order does not have price, it shall be deemed daily market order without validity and execution restrictions.

## 4.10 Type of Orders

### Article 89

- (1) With respect to price orders may be:
  - **market order** - the client sets no price restrictions,
  - **limit order** - the client sets an acceptable price for buy (the highest) or sell (the lowest),
  - **market-to-limit order** - is entered as a market order and is executed against the best limit price on the opposite side. If an order cannot be executed in full at the price of the opposite order, the order becomes a limit order for the remaining portion with the limit price of already executed volume,

- **stop order** - the stop price, as an optional parameter, is entered. When the stop limit is reached, the order is automatically activated as the market (stop market order) or limit order (stop limit order), and executed if the conditions on the markets exist.
- (2) Besides the mandatory components, orders may contain additional conditions, i.e. quantity, execution restrictions.

#### Article 90

- (1) Orders with additional quantity restrictions:
- **"all or none"** order may only be executed if it is possible to sell or by whole quantity. Entry of hidden quantity is not allowed,
  - **"minimum quantity of all trades"** - trade is executed only with quantity that is equal or exceeds the minimum quantity specified in the order. If the remaining quantity is smaller than the minimum required quantity, the order is changed into new order where the minimum required quantity shall become the remaining quantity.
- (2) It is allowed to enter validity restrictions (day order, open order, order valid until the specific date).
- (3) These orders are differently marked and separately displayed in the market depth from the other orders.

#### Article 91

- (1) **Order with hidden quantity** –order with additional condition, show only the visible quantity of the order in the market depth, the remaining quantity is stored in the hidden quantity of order.
- (2) The minimum value of the total and visible volume in the orders with hidden quantity shall be stipulated in the Instructions.

#### Article 92

Orders with execution restrictions are:

- **day order** - valid only on the day of entry and is automatically removed after the trading,
- **open order (good-till-cancelled)** - valid until it is executed on the market or removed by the Member who entered it and no longer the 180 days from the date of entry, change or confirmation,
- **order valid until the specified date (good-till-date)** - valid until it is executed or until the specified date. It shall be automatically removed from the BST, if it is not executed until the specified date or within 180 days from the date of entry, change or confirmation,
- **immediate or cancel order (IOC)** - a single entry enables to buy or sell a security at different prices up to the set limit, whereby any unfilled quantities shall be deleted from the BST. IOC order can be executed only on the "open market". A combination with other additional restrictions is not allowed,
- **fill or kill order (FOK)** - a single entry enables to buy or sell a security at different prices up to the set limit, whereby the order is either executed immediately and in full (one or several trades) or not at all . FOK order can be executed only on the "open market". A combination with other additional restrictions is not allowed.



### **4.11 Types of account**

#### Article 93

- (1) Dealer (proprietary) account is an account, which is used by Members when executing orders in their name and for their own account.
- (2) Client (agent) account is an account, which is used by Members when executing orders in their name and for the account of their clients.
- (3) Joint Account is an account when Members join two or more persons' accounts.
- (4) Portfolio management account is a special client account, which Members use for managing client's portfolio.
- (5) Custody account is an account which is used by Members for executing orders for the custodian client's account.

### **4.12 Client funds**

#### Article 94

- (1) A Member shall open a special bank account for clients' funds.
- (2) A Member shall only use the account from the first paragraph of this Article to receive and send payments related to transactions executed for a client's account.
- (3) A Member shall remit to the client the proceeds from sale or unused advances, on the next business day after:
  - the receipt of the proceeds from the trade executed for client's account,
  - the order cancelation for which the client has paid an advance.
- (4) A Member does not have to follow the provisions from preceding paragraph if otherwise agreed with a client.
- (5) A Member shall not use his client's funds either for his own account or for the account of other clients.

### **4.13 Orders execution**

#### Article 95

- (1) A Member shall enter orders into BST according to client's instructions and following the time sequence from the order book as soon as conditions have been met.
- (2) A Member and broker shall ensure that in executing orders any conflict of interest between the clients and a Member is limited to minimum.
- (3) A Member may not buy or sell securities for his own account or for the account of the Member's management or employees:
  - if such buy or sell trade would prevent execution of a client's order,
  - if this would only be possible on less favorable terms for the client.
- (4) Detailed order execution conditions shall be prescribed by the Commission.

#### ***4.14 Execution of discretionary order***

##### Article 96

- (1) A discretionary order is a special type of order where the client does not specify the buy or sell price of a security, but authorizes the broker to determine the price at its own discretion.
- (2) If a discretionary order is not executed by the end of the trading day, it is cancelled and shall be removed from the BST.
- (3) A broker shall execute the discretionary orders for the same security in the chronological sequence in which they have been received.
- (4) A Member should execute a discretionary order when, with due professional care, he/she estimates that the market conditions are the most favorable for order execution, notwithstanding the provision of paragraph 1 of previous Article.
- (5) When executing a discretionary order, a Member shall not enter a contra-discretionary order for account of another client, for his own account or for the account of a Member's management and employee, if in that way the trade would be executed.

#### ***4.15 Order execution of more clients***

##### Article 97

- (1) When a Member receives several discretionary orders or orders with same execution conditions, it can be join these orders in a single order in accordance with the Commission regulation (hereinafter: "order for a joint account").
- (2) A Member cannot include in the order for a joint account their own orders as well as the orders of its management and employees except in the cases of a joint account with the additional quantity restrictions such as "all or nothing" or auctions for packets of shares. In this case clients shall have a priority when distributing trades.
- (3) Trades executed for the joint account shall be distributed to clients according to the order of their receipt.
- (4) If a Member joins the orders of more clients for the portfolio management purposes then the allocation is made on a pro rata basis in accordance with the regulations of the Commission.

#### ***4.16 Order entry time***

##### Article 98

- (1) The time of order entry shall be the time designated by the BST to the order upon its registration in BST.
- (2) The time of the BST is applied when designating the order's time stamp.

### **4.17 Statuses of orders**

#### Article 99

- (1) Order entered into BST may have one of the following statuses:
  - **active** - it can be executed within the static and dynamic price limits,
  - **inactive** – it cannot be execution because of static price limits,
  - **halted** - it cannot be executed because it has been withdrawn by a Member or the Exchange. It can be released by a member only. Upon releasing they receive a new time stamp and depending on the price limits they will have active or inactive status,
  - **removed** - an order which has been removed from the BST due to execution, expiration, cancellation by the Exchange or by a Member,
  - **stopped** – an order which is activated when it reaches stop price and depending on the price limitation will have the active or inactive status.
- (2) Upon changes in price limits the BST transfers an order to the appropriate active or inactive status. The time stamp of the order does not change.
- (3) The BST shall remove all orders that expired at the beginning of a trading day.
- (4) An order shall be deemed on the market when its status is either active or inactive.

### **4.18 Sequence of orders**

#### Article 100

- (1) When an order is entered into BST, it shall be designated a time stamp equal to the time of entry.
- (2) The BST determines sequence of orders with respect to the following criteria:
  - market orders shall take priority over limit orders,
  - the sequence of limit orders on the market shall be determined in a way that when executing buy orders, orders with higher price shall take priority and when executing sell orders those with lower price shall have priority,
  - if several orders have the same price, the sequence shall be determined by giving priority to the orders entered earlier.
- (3) If the price changes or quantity increases, the market order is changed into limit order or vice-versa and the BST shall designate a new time stamp to the order which is equal to the time of the order's modification.

### **4.19 Data access**

#### Article 101

- (1) The following data on a security shall be accessible to all Members via BST:
  - the best bid/ask in active orders,
  - prices and quantities of individual orders,
  - pre-opening price and quantity,

- prices and quantities in single trades,
  - time of trade,
  - unique identification code of trade,
  - opening and current daily average price,
  - total quantity of executed trades,
  - reference price,
  - daily schedule of trading,
  - market status,
  - security status,
  - order type,
  - symbol of security,
  - static and dynamic price limits.
- (2) The Instructions may restrict visibility of a Member code in orders and trades.
- (3) The Members shall not have access to the following data in the BST:
- account number in single order and trade,
  - type of order account,
  - order's references
  - total quantity in orders with hidden quantity,
  - order time stamp,
  - order entry time.
- (4) Access to the data on orders, trades, securities statuses and trading phases shall be prescribed in the Instructions in more detail.

#### **4.20 Trading methods**

##### Article 102

- (1) Trading methods on the Exchange are:
- continuous trading,
  - single price auction.
- (2) Securities listed on the Official Market are traded continuously.
- (3) For securities listed on the Free Market the trading method shall be defined depending on the turnover value, number of trades, number of days the security was traded and other liquidity criteria which shall be defined in more detail in the Instructions.
- (4) Special trading methods are:
- auction for packet of shares;
  - continuous public offering,
  - public offering at the single auction price.

#### **4.21 Continuous trading**

##### Article 103

- (1) Phases of trading are:
- **closed market** - orders management and trading is not allowed,
  - **pre-open market** - orders management is allowed while trading is not allowed,

- **market opening** - when opening price is being discovered based on entered orders and possible trades executed,
  - **open market** - orders management and trading is allowed.
- (2) The trading phases' duration and the time schedule of market opening for single security shall be determined by the Instructions at least seven days prior to their implementation.
  - (3) The duration of trading phases may be extended or shortened by the special decision in situations when it is necessary to maintain the continuity of operations.
  - (4) Orders management and trade execution shall depend on the trading phase, security, order and a Member status.
  - (5) Trade execution in the different market situations is described in more detail by the Trading Manual.

#### **4.22 Pre-open market**

##### Article 104

- (1) Pre-open market phase is a process of transition between closed market and open market during which order's management is not allowed.
- (2) A Member can see pre open prices that are calculated based on current status of order on the market.
- (3) The BST is opening the market at a randomly selected moment within two minutes interval.
- (4) The opening of the market for a security is done in one of the following ways:
  - if the best ask price exceeds the best bid price - orders shall not be matched,
  - if the best bid price matches or exceeds the best ask price or on the market is only active market orders, trades are executed at the opening price,
  - if opening price deviates from the closing price of the last trading day more than percentage set for dynamic prices limits, opening of market shall be prolonged for additional period. This opening price present new referent price that will be used for setting new dynamic price fluctuation limits. A dynamic fluctuation interval and additional period shall be in detail described in Instructions.

#### **4.23 Opening price**

##### Article 105

- (1) Opening price shall be determined on the basis of active orders at the moment of market opening by applying the following criteria:
  - price at which the highest turnover shall be executed,
  - if there are more prices with equal turnovers, the price at which the smallest unfilled (surplus) quantity remains in the orders shall be the opening price.
- (2) When the opening price cannot be determined on the basis of the criteria from previous paragraph, it shall be determined on the basis of additional criteria:
  - if equal unfilled (remaining) quantities of orders are on the bid (ask) side, the opening price shall be highest (lowest) price of the available prices,
  - if there are two or more prices with equal turnovers and equal unfilled (remaining) quantities on the bid and ask sides, the opening price shall be the arithmetic mean of the highest and lowest possible prices rounded at the price step.

- (3) When determining the opening price the orders with additional quantity restriction shall not be considered.
- (4) The opening price shall be the closing price of the previous trading day if the market orders are the only active orders in the market depth.

#### **4.24 Open market**

##### Article 106

- (1) When the market is open, the BST shall execute trades automatically, by matching the active orders, taking into account the order execution sequence.
- (2) If the bid (ask) price is higher (lower) or equal to the best price of opposite order, the BST shall execute trades automatically at the best counter-price within the dynamic price limits and if the other orders execution restrictions have been fulfilled.
- (3) If the market orders are the only one active on the market then trades shall be executed at referent price.
- (4) When the trades are executed with the unfilled (remaining) quantities they will be executed at the price that is entered into BST.
- (5) Trades executed between clients of the same Member (*cross trade*) shall be differently marked.

#### **4.25 Auctions**

##### Article 107

- (1) Auction, as opposed to the continuous trading, does not have the phase of open market.
- (2) In the market opening phase, the orders with additional quantity restrictions shall be taken into account as well, in the cases when the opening price cannot be determined only on the basis of orders without additional restrictions. Trading manual shall describe in more detail the calculation of the opening prices in these cases.
- (3) The following orders may be entered:
  - limit order,
  - orders with additional quantity restrictions,
  - orders with additional validity restrictions (day order, open order, order valid until the specified date).

#### **4.26 Limitations of price fluctuations**

##### Article 108

- (1) Trades in securities listed on the Official Market may be executed at prices which shall not fluctuate by more than 20 percent from the closing price of the previous trading day (static limits).
- (2) Limits from the preceding paragraph shall also apply to the securities listed on the Free Market that are traded in continuous trading method.
- (3) Instructions may restrict price fluctuations for other securities listed on the Free Market that are traded in auctions.

- (4) The price shall be discovered without any restrictions on the first trading day.
- (5) Notwithstanding the limits from the preceding paragraph of this Article, the General Manager of Exchange may, in the event of major market imbalances or other extraordinary circumstances, temporarily remove or change the price limits and shall immediately notify Members, the Commission and the public.
- (6) The decision from paragraph 5 of this Article shall take effect 48 hours after its publication.

#### Article 109

- (1) The Instructions shall define dynamic limits for price fluctuations relative to the current reference price, in order to prevent large fluctuations in prices during trading.
- (2) The reference price for determining the dynamic limit is:
  - the last closing price,
  - the opening price in the event that the market opening is prolonged for a possible violation of dynamic price limits,
  - the opening price of the previous volatility interruption auction (circuit breaker) if the trading has been interrupted for the possible violation of dynamic price limits.

### ***4.27 Temporary trading interruption***

#### Article 110

- (1) The continuous trading in a security shall be temporary interrupted in the event when the BST can execute trades outside the dynamic price limits, after which a special auction shall be initiated (volatility interruption auction) and a new reference price determined.
- (2) The start of auctions from the preceding paragraph shall be described in more detail in the Instructions.

#### Article 111

If significant price volatility or other unusual circumstances occur during trading, the General Manager of the Exchange may modify the trading schedule or suspend trading for a short time until the cause is eliminated.

### ***4.28 Cancellation of trades***

#### Article 112

- (1) A trade may be cancelled if it was executed by mistake (error) of one of the Members. A request for cancellation of trade shall be submitted within 60 minutes after the trade was executed. A trade cannot be cancelled if the previous deadline is expired.
- (2) A request for cancellation may be delivered within 30 minutes after the close of trading for trades that are executed 30 minutes before the end of trading.
- (3) A trade shall be cancelled if both Members agree on cancellation.
- (4) A Member, who has requested the cancellation of a trade, shall deliver to the Exchange relevant documentation on the order that was executed in the trade that is subject to cancellation and other documentation that can prove the error within one hour after the request for cancellation has been submitted.

### **4.29 Changes of trades**

#### Article 113

- (1) A transfer of trade from a client account to the dealer (proprietary) account and vice versa and a transfer from one client account to another shall be possible only if error occurs when entering data into the BST.
- (2) A broker, who is requesting a transfer of trade, shall forward to the Exchange records from the order book related to the trade and other documentation that could serve as a proof of error.
- (3) Requests for changes shall be accepted not later than 30 minutes after the close of trading.
- (4) The Exchange may correct erroneous data in an executed trade in the BST.

### **4.30 Close of trading**

#### Article 114

- (1) Upon the expiry of the deadline for submitting requests for changes and cancellations of traded, the Exchange makes trading day official (closed), determines the closing and official price of securities and creates official Price List which contains all the executed trades on that trading day.
- (2) The official trading report is delivered to the Registry, which is responsible for the fulfillment of the obligations from the trades, in accordance with the regulations on clearing and settlement.
- (3) The official trading report is delivered to the depository as well, in the cases of trading in units of open-end investment funds and the public offering of securities on the Exchange.

#### Article 115

- (1) The Members receive an extract from the Exchange's official trading report which contains trades executed in their name.
- (2) A Member is required to inform the clients in writing of any executed trades no later than the following day.
- (3) The trade calculation document shall be drafted in accordance with the regulations of the Commission.

### **4.31 Closing price**

#### Article 116

- (1) The closing price of a security is the average price of trades executed in the last 30 minutes before the market close, rounded up to the price step.
- (2) In the case there have not been trades executed in the last 30 minutes before the closing of the market, the closing price is the official price of the trading day.
- (3) If there has not been trading in a security during the trading day, the closing price shall be the closing price of the preceding trading day.



### **4.32 The official price**

#### Article 117

- (1) The official price is determined at the end of the day as the average price for all executed trades in a security, rounded up to the price step. When calculating the average price the weighted mean is used, where a weighting factor is the amount of traded securities. If there were no trades, official price is the official price from the previous trading day.
- (2) An average price is determined during the trading day as the current average price.
- (3) When calculating average prices the block trades shall not be included.
- (4) The official price is determined every day and shall be published in the official Price List.

### **4.33 Official Price List**

#### Article 118

- (1) The official Price List shall be made after the close of trading day.
- (2) Later corrections of a signed Price List shall be made in case of an error in calculation or in a case of printing mistake.
- (3) The Commission shall be informed in a case of later corrections in Price List.
- (4) A more detailed specification of data included in the official Price List shall be stipulated by the Instructions.

### **4.34 Exchange indices**

#### Article 119

- (1) The Exchange indices shall be published in the official Price List.
- (2) The structure and calculation method of indices shall be defined in a separate decision.

### **4.35 Auction for packet (large lots) of shares**

#### Article 120

- (1) The Exchange shall organize auction for packet of shares if the number of shares represents at least 5% of total number of a company outstanding shares or the packet value is more than 200.000 BAM.
- (2) A Member shall submit a request for organizing auction for large lots of shares. A request shall contained data on security, volume, ask price and payment terms. Ask price must be divisible with the price step.
- (3) The Exchange shall decide on organizing the auction 3 business days after receipt of request. The decision contains auction date, data on security, quantity, ask price and payment terms.
- (4) The auction date shall not be earlier than seven days after the decision from the preceding paragraph has been published.
- (5) A Member that represents a seller shall inform him on the auction date.

- (6) The Exchange shall publish at its Internet pages the auction date, data on securities, quantity that is being sold, ask price and payment terms.

Article 121

- (1) The auction for packet of shares shall be carried out in the following phases:
- entry of the sell order,
  - closed market, when management of orders is not allowed,
  - entry of the buy orders,
  - change of the buy orders,
  - trade execution and market close.

Article 122

- (1) The Member that represents buyer shall enter the sell order that must contain the following data:
- symbol of security,
  - quantity,
  - ask price,
  - order account type and the client account number.
- (2) The sell order shall be entered as daily order without additional execution restrictions. It is allowed to enter a joint order.
- (3) In the second phase, the BST shall not allow entry of orders.
- (4) Entry, withdrawal and modification of orders shall be allowed in the third and the changes of orders in fourth phase according to the following rules:
- a Member shall be allowed to enter one or more buy orders,
  - every buy order shall match the sell order in terms of quantity,
  - entry of orders for a joint account is allowed,
  - cancellation or modification of a buy order shall be allowed only in the third trading phase.
- (5) All Members shall be allowed to enter buy orders and increase the price according to the minimum tick size in the third phase. The Members can see the price from the sell order and all bid prices entered by other Members.
- (6) The entry of new buy orders is not allowed in the fourth phase. The Members can increase bid prices for at least one tick size.
- (7) If the last modification of a buy order occurs during the time interval before the market opening which is specified by Instructions, duration of auction shall be extended for another "time interval". The BST shall continuously extend the duration of auction for the "time interval", if a modification of a buy order occurs in the last "time interval".
- (8) Extension of the auction shall be possible up to the fifth phase when the BST shall execute trade by matching the best buy order and sell order. If there are more buy orders with the same price, the order with older time stamp shall be executed.
- (9) Duration of each phase and "time interval" shall be specified by the Instructions. Duration of phases can be modified if the BST does not function properly.

### ***4.36 Continuous public offering***

#### Article 123

- (1) The continuous public offering consists of the following phases:
  - pre-open market,
  - market opening,
  - open market,
  - closed market.
- (2) Orders entry schedule shall be specified by a separate decision, pursuant to the issuer's prospectus for public offering.
- (3) A Member shall enter the sell order pursuant to the prospectus from preceding paragraph.
- (4) The market opening shall be carried out according to the continuous trading method.
- (5) The BST shall execute trades automatically in the open market phase, by matching the active orders whereby the time sequence of execution shall be taken into account. It is allowed to enter orders that are used in the continuous trading method.
- (6) A public offering shall be open until all securities are sold or until the day specified in the prospectus.
- (7) The payment for securities subscribed in a continuous public offering shall be done on the basis of the Exchange trading report, in accordance with the prospectus and the Commission and Registry regulation.
- (8) Orders entry and payment of securities subscribed may be additionally regulated by the Instructions.

### ***4.37 Public offering at single price auction***

#### Article 124

- (1) A Member shall enter the sell order according to the issuer's prospectus for public offering.
- (2) Orders entry schedule shall be specified by a separate decision, pursuant to the issuer's prospectus for public offering.
- (3) The Exchange may shorten the duration of public offering on the basis of an issuer's request, if the issuer is satisfied with the percentage of subscribed securities or the current auction price.
- (4) It is allowed to enter buy limit orders.
- (5) Prices in the buy orders may be equal or higher than the price of sell order in accordance with the price step that is set in the prospectus.
- (6) On the last offering day, the BST shall execute trades in accordance with auction trading method.
- (7) The payment for securities subscribed in a continuous public offering shall be done on the basis of the Exchange trading report, in accordance with the prospectus and the Commission and Registry regulation.
- (8) Orders entry and payment of securities subscribed may be additionally regulated by the Instructions.

### **4.38 Temporary suspension of trading**

#### Article 125

- (1) The Exchange may temporary suspend trading in a security:
  - if the issuer does not fulfill the obligations stipulated by the laws and the Rules,
  - if the Exchange estimates that it is necessary to protect investors interests,
  - in case of opening a preceding procedure to check if the legal conditions for starting the bankruptcy proceedings are fulfilled,
  - in case of bankruptcy proceedings,
  - in case of liquidation proceedings.
- (2) The decision to temporary suspend trading shall not exceed six months, except if it is a opening procedure from item 4 from preceding paragraph, when it lasts until the end of proceedings.

#### Article 126

- (1) Securities that are temporary suspended from trading can be subject of trading for the specific period of time.
- (2) In case of preceding paragraph, a Member must submit a reasoned written request to allow trading in a security and shall take a written statement from a potential buyer of a security in which he/she confirms that is aware of the facts on the issuer and is aware of risks from investing in that security.
- (3) The Exchange shall inform the Commission, Members and public on the trading suspension.

### **4.39 Block trading**

#### Article 127

- (1) A block of securities is the value of securities stipulated by the Commission regulation and shall be calculated based on the last price from the official Price List and the price in a block trade.
- (2) If there is no official price or there have not been trading in securities over the last year, only the price reported in the block trade shall be taken into account.

#### Article 128

- (1) A Member may execute a block trade in securities outside the BST for his own account and for account of one client or for the accounts of two clients.
- (2) A Member, who executes a block trade, shall report on such trade in the manner specified in the Instructions.
- (3) A Member representing a seller shall report the block trade if a trade is executed between two Members.
- (4) The same provisions shall be applied to the changes and cancellation of block trades as for the regular trades.
- (5) The Exchange shall enter a block trade into the BST within 30 minutes upon receiving the application form.

#### ***4.40 Trading in short-term securities***

##### Article 129

- (1) Short-term securities shall be traded in the BST or via Money Market System (STN).
- (2) Trading in short-term securities shall be regulated in more detail by the separate money market rules.

#### ***4.41 Procedures if BST is out of order***

##### Article 130

- (1) A Member shall be entitled to use one workstation at the Exchange's premises if a member's communication line is out of order.
- (2) A Member must promptly inform the Exchange on the malfunction or interference in the communication lines and may request from the Exchange to temporary halt the execution of its orders entered into the BST.
- (3) The Exchange shall temporary suspend trading if two or more Members, whose workstations are located more than 25 km from the Exchange' premises, cannot connect to the BST.
- (4) Trading shall continue upon the re-connection of the Members to the BST.

##### Article 131

- (1) A Member shall report immediately all the technical malfunctions and setbacks in the BST functioning.
- (2) Trading shall be suspended for all Members when a proper operation of the BST cannot be provided.
- (3) The Exchange shall promptly notify the Members on trading resumption via trading workstations, email, phone or fax.
- (4) If an error which has caused the interruption of trading cannot be fixed within two hours, the Exchange shall notify Members on the extension of trading time.

##### Article 132

- (1) If a trade has been executed due to the faulty operation of the BST, such trade shall not be deemed executed.
- (2) The Exchange shall immediately notify the Members whose orders are erroneously matched by the BST, and shall cancel the trades.
- (3) The Exchange shall notify the Commission about major problems in communication lines and functioning of the BST.
- (4) Upon the trades cancelation the Members shall be required to align their orders books with the orders entered into the BST.

## 5. EXCHANGE SURVEILLANCE

### *5.1 Exchange's risk management*

#### Article 133

- (1) The Exchange shall implement procedures to prevent:
  - abuse of inside, confidential and non-disclosed information it might have,
  - the conflict of interest in the trade execution at the Exchange by its employees, Management Board members, including the persons related to them.
- (2) Exchange's risk management shall be regulated by the rules on the Exchange's organization structure and code of ethics.

### *5.2 Inside information*

#### Article 134

- (1) A Member or broker shall not acquire or dispose of securities on the basis of inside information.
- (2) A Member may not enter buy order or stimulate entry of buy orders for its own account or for the account of management or for the broker account, for the account of subsidiary or related party and for the account of Member's employees, based on the information on an unexecuted client's order to buy a particular security.
- (3) A person who has access to inside information must not disclose such information to the third persons or on the basis of such information recommend to them to acquire or sell securities.

### *5.3 Restricted influence on prices*

#### Article 135

The Members must not mislead the market by entering clients' fictitious orders or entering their own fictitious orders into the BST.

### *5.4 Rumors and unverified information*

#### Article 136

- (1) Member or broker shall not in any way spread rumors of such nature that could affect price and turnover at the Exchange.
- (2) For unverified information it must be indicated their source and the fact that the information is unverified.

### ***5.5 Trading surveillance***

#### Article 137

- (1) The Exchange shall supervise the operations of its Members via surveillance stations, and shall review and control all documentation related to the orders entered into the BST.
- (2) A Member must enable the authorized Exchange employees to control its business.
- (3) The Exchange shall impose sanctions against a Member if it violates the Rules and shall inform the Commission.
- (4) The Exchange shall inform the Commission if there is a reasonable doubt of criminal offence related to the securities market.
- (5) The Exchange shall report to the Commission on any surveillance action and sanctions imposed.

### ***5.6 Procedure against a member and brokers***

#### Article 138

- (1) Proceedings for imposition of disciplinary sanctions shall be initiated upon proposal of a Trading and Surveillance Department, General Manager of the Exchange or the Members.
- (2) In the event of major violations of the Rules and Instructions, the General Manager of the Exchange shall appoint special disciplinary committee for proceedings and imposition of a sanction against Members and brokers.
- (3) After the disciplinary committee determines if the Rules and Instructions are seriously violated, the disciplinary committee shall make decision on the opening of the proceedings.
- (4) A Member and a proposer shall be notified on the date and time of the session. The Member shall be given at least eight days to prepare its defense. If the Member does not intend to attend the session, he may submit to the Exchange his written defense by the beginning of the session at the latest.
- (5) Proceedings before the disciplinary committee shall fall under the statute of limitations after one year of the date of violation of Rules or Instructions.
- (6) The disciplinary committee may make a decision to cease the proceedings or bring a decision by which a broker or a Member is guilty for the violation and impose a sanction on him/her.
- (7) The disciplinary committee's decision shall be made in writing and delivered to a Member or a broker of the Member or its representative within eight days after the date of the end of session.
- (8) Proceeding shall be ceased:
  - if it is not proved that the violation was committed by a broker or a Member,
  - if there are circumstances that exclude liability of the person against the proceeding is initiated.
- (9) In the cases of minor violation of the Rules and other Exchange's regulations (without major damage), General Manager of the Exchange may impose measures stipulated in the Article 139 paragraph 1 of the Rules.

### ***5.7 Sanctions against a Member and broker***

#### Article 139

- (1) The disciplinary committee may impose on a Member or a broker one of the following sanctions:
  - reprimand,
  - reprimand published to the Members,
  - public reprimand,
  - fine not exceeding 10.000 BAM, depending on the seriousness of the violation.
- (2) The disciplinary committee may propose to the Management Board to impose a measure of temporary or permanent suspension from the membership in the cases of serious violation of the Rules or Instructions.
- (3) A person who was subject to the disciplinary proceedings may appeal against the decision of the disciplinary committee to the Management Board, within eight days after receipt of decision. An appeal shall stay the imposition of the decision.
- (4) An appeal against suspension from the membership shall be filled to the Commission. An appeal shall not stay the imposition of the decision.
- (5) The imposed sanctions shall be enforced in the following manner:
  - reprimand – by delivery of the decision,
  - reprimand published to the Members – by delivery of the decision to all Members,
  - public reprimand – by publication at the Exchange Internet pages,
  - fine –payment within eight days from the date the decision shall become final.



## 6. TRANSITIONAL AND FINAL PROVISIONS

### Article 140

The decision stipulated by these Rules shall be adopted by the General Manager of the Exchange, unless otherwise stipulated by these Rules.

### Article 141

- (1) Within two months after the Rules come into force, the General Manager of the Exchange shall adopt the following:
  - Trading instructions,
  - Instructions for liquidity providers,
  - Instructions for detecting and preventing manipulation on the Exchange,
  - Trading manual.
- (2) Within two months after the Rules come into force, the General Manager of the Exchange shall prescribe forms,:
  - Application form for listing shares on the Official Market - List A (ZHOVA),
  - Application form for listing shares on the Official Market - List B (ZHOVB),
  - Application form for listing shares on the Official Market - List C (ZHOVC),
  - Application form for listing bonds on the Official Market (ZHOVO),
  - Application form for listing corporate bonds on the Official Market (ZHOVKO),
  - Application form for listing shares of close-end investment funds on the Official Market (ZHOVIF),
  - Application form for listing units of close-end investment funds on the Official Market (ZHOVOF),
  - Application for listing securities on the Free Market (ZHOVST),
  - Application form for the increases in the number of shares (ZPK),
  - Application form for the decrease in the number of shares (ZSK),
  - Application form for securities substitution (ZKHOV),
  - Application form for the Membership (ZČL),
  - Application form for reporting block trade (PBP),
  - Application form for reporting companies takeover (PIP).
- (3) Within three months after the Rules comes into force, the Listing Commission shall:
  - adopt rules of procedure,
  - check fulfillment of the Official Market listing requirements,
  - make a decision on the listing on another market for securities that do not meet the listing requirements for the market on which they are listed at the time the Rules come into effect.

### Article 142

- (1) Changes and amendments of these Rules shall be made in accordance with the Statute.
- (2) Initiative for amendments of the Rules may come from the Members, Management Board, Supervisory Board and the General Manager of the Exchange.
- (3) Initiative shall be submitted to the Management Board for justification and it shall propose the changes and amendments to the Rules.

Article 143

- (1) These Rules shall be deemed brought on the day of their approval by the Republic of Srpska Securities Commission.
- (2) These Rules shall come into force on the eighth day after their publication on the Exchange Internet pages.
- (3) These Rules, shall replace the Stock Exchange Rules No. 02-UO-2049/06 as of 28.11.2006, with amendments based on the Management decisions No. 01-UO-660-1/07 as of 26.03.2007, No 01-UO-2856/07 as of 11.12.2007, No. 01-UO-102/09 as of 12.02.2009 and No. 01-UO-638/10 as of 19.10.2010 and consolidated text of the Stock Exchange Rules No. 01-UO-638-1/10.

Number: 01-YO-756/12

Date: 16.11.2012

**Chairman of the Management Board  
Bratoljub Radulovic**

The Management Board of the Banja Luka Stock Exchange adopted the Banja Luka Stock Exchange Rules No: 01- YO-756/12 on 16.11.2012. The Republic of Srpska Securities Commission gave its approval No. 01-УП-051-2882/12 on 27.12.2012. The Rules

**WERE PUBLISHED AT THE INTERNET PAGES  
OF THE BANJA LUKA STOCK EXCHANGE ON 28.12.2012**

The Rules shall come into effect on eight day after their publication on the Exchange Internet pages:  
05.01.2013

