



Directive on the Regular Reporting Obligations for Bonds

Date of entry into force: 26 July 2021



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1. Purpose and subject matter

- 1.1. This directive governs the content, the form as well as the modalities of the fulfilment of the regular reporting obligations within the scope of the maintenance of the listing of bonds on BX Swiss AG (BX).
- 1.2. This directive applies in parallel to any other reporting obligations of BX or prescribed by law.

2. Content and form of reports

- 2.1. The report must include the following contents:
 - Reason for the disclosure (reportable event)
 - Name of the reporting company
 - affected securities
 - Name of the persons responsible for the submission of the information (incl. contact details)
 - Date of entry into force of the amendment
- 2.2. The reportable facts, the required content of the reporting, the deadlines and the form of the reporting are laid down in the annex to the individual regular reporting obligations.
- 2.3. Facts subject to reporting requirements that are to be submitted by e-mail according to the annex must be submitted in an attachment with a plain text document without formatting that records all relevant information. In certain cases, and in particular in the case of a large number of instruments, reference may be made in the text document to an additional document, which also has to be attached to the e-mail.
- 2.4. Disclosures via e-mail must be sent to the address indicated in the tables in the annex.
- 2.5. To the extent available, an electronic reporting platform recognised by BX or an online form shall be used for the submission of reportable facts. If, for technical reasons, it is temporarily not possible to submit the information in this way, the reporting obligation shall be fulfilled by sending an e-mail to zulassung@bxwiss.com.
- 2.6. If a reportable fact must be published in the sense of a "publication in accordance with conditions", the modalities of the publication are based on the conditions published in the respective prospectus in accordance with the Federal Act on Financial Services (FinSA).

3. Official Notice

- 3.1. In the case of certain reportable facts, the publication of an Official Notice (ON) is required (see annex). The purpose of the ON is to draw the public's attention to changed circumstances at the issuer or the securities concerned.
- 3.2. The ON must be drawn up by the issuer and submitted to BX electronically, indicating the desired publication date. BX shall publish the ON on its website or in another suitable manner.

- 3.3. For the drawing up of the ON, the formal requirements according to Clause 2.3 must be complied with.
- 3.4. ON received from the issuer will be published by BX without any change in content. The issuer is solely responsible for the content of the notice.

4. Confidentiality

- 4.1. Matters reported by the issuer which are still to be treated as confidential at the time of submission to BX or whose publication is to be postponed must be marked accordingly in the report ("Confidential"/"Publication only after consultation" or similar). In this case, the issuer shall indicate the date and time from which the temporarily confidential information may be disclosed to the market. In the absence of such a note, BX cannot guarantee confidential treatment of the disclosure.

5. Responsibility

- 5.1. The reporting of reportable facts is the sole responsibility of the issuer. However, the issuer is free to have the disclosure made by third parties.
- 5.2. The responsibility for the correct fulfilment of the obligations lies in any case with the issuer.

6. Entry into force

- 6.1. This directive has been adopted by the admission office and enters into force on 26 July 2021.

Annex: Overview of the regular reporting obligations for bonds (segment Listed Bonds)

Clause	Reportable fact	Remarks	Time of report	Content of the report	Type of submission	ON
1. Regular reporting obligations concerning information on the issuer						
1.1	Change of the company name		Within 5 trading days following the entry in the commercial registry	<ul style="list-style-type: none"> Name (old/new) Ticker symbol (old/new) ISIN/Valor (old/new) Website (old/new) Enclosures: <ul style="list-style-type: none"> Copy of excerpt from the commercial registry Copy of the statutes 	By e-mail to zulassung@bxswiss.com	Yes
1.2	Change of address of headquarters		Within 5 trading days following the entry in the commercial registry	<ul style="list-style-type: none"> New address(es) New contact details Enclosures: <ul style="list-style-type: none"> Copy of excerpt from the commercial registry 	By e-mail to zulassung@bxswiss.com	Yes
1.3	Change of auditor		Within 5 trading days following the entry in the commercial registry	<ul style="list-style-type: none"> Auditor (old/new) Enclosures: <ul style="list-style-type: none"> Copy of excerpt from the commercial registry 	By e-mail to zulassung@bxswiss.com	Yes
1.4	Change of accounting standard		Within 5 trading days following the publication of the financial report	<ul style="list-style-type: none"> Accounting standard (old/new) 	By e-mail to zulassung@bxswiss.com	Yes
1.5	Annual Report	<ul style="list-style-type: none"> Annual Report (audited) 	Within six months following the closure of the financial year,	Enclosures: <ul style="list-style-type: none"> Annual Report with audit report (individual financial 	By e-mail to zulassung@bxswiss.com	

Clause	Reportable fact	Remarks	Time of report	Content of the report	Type of submission	ON
		shareholders must have the opportunity to obtain or publication on the website	at the latest upon publication	statements and consolidated) or link to published annual financial statements		

2. Regular reporting obligations concerning information about listed instruments						
2.1	Amortisations		Immediately following the destruction of the securities	<ul style="list-style-type: none"> • ISIN • due date • amount 	By e-mail to zulassung@bxswiss.com	Yes
2.2	Early redemption		According to the terms and conditions of the bond	<ul style="list-style-type: none"> • ISIN • Date • Type of redemption • Amount • Price/currency • Reference to Clause in terms and conditions of the bonds 	By e-mail to zulassung@bxswiss.com	Yes
2.3	Extensions/increases		According to the terms and conditions of the bond	<ul style="list-style-type: none"> • ISIN • Date • Amount • Price/currency • Reference to Clause in terms and conditions of the bonds 	By e-mail to zulassung@bxswiss.com	Yes
2.4	Floating rate bonds: new interest rate		Notification by 4 p.m. 2 trading days prior to the interest becomes effective at the latest	<ul style="list-style-type: none"> • ISIN • New interest rate • Interest rate term 	By e-mail to zulassung@bxswiss.com	Yes
2.5	Change in customs		According to the terms and conditions of the bond	<ul style="list-style-type: none"> • ISIN • Interest conventions (old/new) • Due date 	By e-mail to zulassung@bxswiss.com	Yes

2.6	Reorganisation, restructuring, facts pertaining to flat trading, information requirements in case of non-performing bonds.		Immediately upon occurrence of the event	<ul style="list-style-type: none"> • ISIN • Press releases • All relevant documentation issued to bondholders 	By e-mail to zulassung@bxswiss.com	Yes
2.7	Change of borrower (change of issuer/guarantor)		No later than one trading day prior to change of borrower entering into legal force	<ul style="list-style-type: none"> • ISIN • Borrower (old/new) • Date • Reference to Clause in terms and conditions of the bonds 	By e-mail to zulassung@bxswiss.com	Yes
2.8	Change of paying agent/exercise agent.		No later than one day prior to change entering into legal force	<ul style="list-style-type: none"> • ISIN • Paying agent/exercise agent.old/new 	By e-mail to zulassung@bxswiss.com	Yes
2.9	Invitation to general meeting of bondholders		Upon dispatch to bond holders	<ul style="list-style-type: none"> • ISIN • Date • Enclosures: invitation, agenda items and proposals of the Board of Directors (BoD) 	By e-mail to zulassung@bxswiss.com	Yes
2.10	Resolutions of general meeting of bondholders		The day following the general meeting of bondholders at the latest	<ul style="list-style-type: none"> • ISIN • Official text of resolutions of general meeting of bondholders • Information on the amended terms and conditions of the bond incl. validity date 	By e-mail to zulassung@bxswiss.com	Yes
2.11	Bankruptcy, composition, or other insolvency and liquidation proceedings.		Upon petition of the borrower and/or upon occurrence of the event.	<ul style="list-style-type: none"> • Petition of borrower • All relevant documentation (incl. all decisions taken regarding bankruptcy, composition or other insolvency or liquidation proceedings) provided to creditors and/or bondholders 	By e-mail to zulassung@bxswiss.com	Yes

3. Regular reporting obligations concerning information about convertible bonds						
3.1	Exercise of conversion rights		Monthly	<ul style="list-style-type: none"> Separately for each security (incl. ISIN) Number of exercised rights 	By e-mail to zulassung@bxswiss.com	
3.2	Capital events affecting the underlying: adjustment of conversion price/adjustment of conversion terms.		Immediately upon occurrence of the event	<ul style="list-style-type: none"> ISIN ISIN of the underlying old/new conversion conditions (conversion price, conversion ratio, etc.). 	By e-mail to zulassung@bxswiss.com	Yes
3.3	Non-exercised conversion rights upon expiry of the conversion period.		Immediately after expiry of the deadline	<ul style="list-style-type: none"> ISIN Number of securities Reference with regard to the intended use of the remaining conditional capital 	By e-mail to zulassung@bxswiss.com	