

## Segment BX Worldbonds

### Rules for the admission to trading

#### 1. Purpose and scope

- 1.1. These rules govern the admission, maintaining and termination of the admission to trading of domestic and foreign bonds, convertible bonds, warrant bonds, exchangeable bonds, floating rate notes and other debt securities which are listed or admitted to trading on a trading platform which is recognised by BX Swiss AG (hereinafter “BX”).
- 1.2. Derivatives and exchange traded products are not considered as debt securities within the meaning of these rules.
- 1.3. The selection and admission to trading of debt securities are exclusively and absolutely governed by these rules and the trading organisation which was based on them. The Listing Rules are not applicable to the admission procedure and the disclosure requirements, nor do they apply with regard to the status and responsibility of BX and the BX admission office.

#### 2. Recognised trading platforms

- 2.1. The admission office decides on the recognition of domestic or foreign trading platforms, taking into account the applicable transparency rules and obligations of the issuers and guarantors, existing equivalent listing rules as well as the guarantee of settlement and clearing.
- 2.2. Debt securities which are listed on a stock exchange that is not recognised by the BX admission office may be admitted to trading in the Worldbonds segment, provided that they alternatively meet one of the following conditions:
  - a) The bond comes from an issuer who has already listed bonds with the same or a longer term on a stock exchange that is recognised by the BX admission office.
  - b) The bond comes from an issuer who has listed equity securities on a stock exchange that is recognised by the BX admission office.
  - c) The issuer is a member country of the OECD or a regional authority of a member country of the OECD.

#### 3. Admission to trading and trade restriction

- 3.1. Debt securities which are admitted to trading on BX on the basis of these rules are not considered as being listed on BX.
- 3.2. Following the admission, BX does not assume any obligations in connection with the regulation of issuers or guarantors, procurement or publication of information such as change of name, adjustments to the terms and conditions of the bonds, annual or interim financial statements, periodic or ad-hoc disclosure, interest payments or capital measures. The admission does not

constitute a value judgement about the issuer or the guarantor, nor a statement about the economic performance of the issuer or the guarantor. BX is not liable to third parties, with the exception of gross negligence or wrongful intent, for any damages arising from the admission to trading in the segment BX Worldbonds or its termination.

- 3.3.** The issuer or guarantor has no obligation towards BX to submit a prospectus or to meet the requirements for maintaining admission (namely the obligation to periodic or ad hoc disclosure) or to pay fees. The issuer or guarantor has no right of objection regarding the admission to trading of the debt security.
- 3.4.** Trading Participants of BX may get registered as Designated Market Makers (DMM) for certain debt securities in the segment BX Worldbonds and submit the corresponding application for admission to trading.
- 3.5.** Debt securities intended for listing on a stock exchange recognised by BX may be provisionally admitted to trading before the date of such a listing. In such cases, the definitive admission will occur without further ado on the date of the listing on the recognised stock exchange.
- 3.6.** If the issuance is not effected or the listing on the recognised stock exchange is not granted, the provisional admission shall be cancelled without further ado.

#### **4. Application**

- 4.1.** Admission is granted upon the application of a DMM. The BX admission office has the sole and final responsibility to decide on the admission to trading, suspension or cancellation. BX does not guarantee nor assume any responsibility or liability for the accuracy or completeness of the information submitted by the DMM.
- 4.2.** The application must be written in German, English, French or Italian and include at least ISIN, ticker symbol, issuer, guarantor, type of debt security, headquarters of the issuer and the guarantor, domestic stock exchange, domestic currency, trading currency, desired first trading day, other details relevant to trading, as well as the person responsible at the DMM for the debt security and their substitute including contact details.
- 4.3.** The application must be submitted no later than 14:00 on the trading day before the first trading day. A single application for the admission of several debt securities is permissible.
- 4.4.** The DMM must assure that:
  - a) The competent bodies of the DMM agree with the admission to trading of the debt security.
  - b) The DMM undertakes to function as a DMM within the meaning of these rules.
  - c) The domestic stock exchange is regulated in accordance with international standards, and the DMM also provides proof thereof or a confirmation according to clause 2.2 if the domestic stock exchange it is not yet recognised by BX.

- d) The DMM informs BX immediately upon gaining knowledge of information or events relevant to proper trading, maintaining admission, cancellation or trading suspension of the debt securities in question.
  - e) The DMM pays the fees according to the BX List of Fees.
- 4.5.** If the admission is rejected, the independent appeal body may be called upon.

## **5. Maintaining admission**

- 5.1.** The DMM reports the following information immediately and continuously to BX:
- a) Change of the status of the domestic stock exchange.
  - b) Facts which might be relevant for the termination of the admission.
  - c) Facts which might affect a proper trading of the debt securities in question;
  - d) Changes of the information reported in accordance with clause 4.2.
- 5.2.** Reporting must be carried out electronically in German, English, French or Italian early on, at the latest by 14:00 on the trading day before the expected date of the occurrence.

## **6. Suspension and cancellation of admission**

- 6.1.** The admission of debt securities may be suspended or cancelled upon request of the DMM or at the discretion of BX. Possible reasons for a suspension or cancellation are:
- a) The requirements for the admission to trading are no longer met, for example, if the domestic stock exchange of the debt security is no longer recognised by BX or in case of a delisting on the domestic stock exchange.
  - b) Change of the ISIN.
  - c) Violation of the obligations of the DMM.
  - d) Settlement problems.
  - e) Insufficient trading turnover.
  - f) Irregularities at the issuer or guarantor.
  - g) Listing of the debt security on BX.
- 6.2.** The termination of the admission occurs with a time limit of 30 days. In the interest of investor protection, BX may set a shorter or longer time limit. Particularly for cases according to 6.1. b) and c), an immediate suspension or cancellation can be decided.

## **7. Fees**

- 7.1.** The details are laid down in the BX List of Fees.

## **8. Sanctions**

- 8.1.** The sanction commission may impose sanctions if the provisions adopted in these rules are violated. While taking into account the fault of the DDM and the severity of the violation, the following sanctions may be imposed: reprimand, fine in case of negligence of up to CHF 50,000, fine in case of wrongful intent of up to CHF 500,000, suspension, cancellation of the admission and publication of the decision. The stated sanctions may be imposed cumulatively.

## **9. Final provisions and entry into force**

- 9.1.** These rules were adopted by the admission office, approved by FINMA on 08.08.2019 and enter into force on 02.09.2019.