

Resolution No. (33) of 2013
of CMA Board of Commissioners
Regarding Trading Shares of Delisted Companies
in the Securities Exchange

Having Perused:

- Law No. (7) of 2010 regarding the Establishment of Capital Markets Authority (“CMA”) and Regulating Securities' Activity, and its Executive Bylaw; and
- Resolution of CMA Board of Commissioners No. (3) of 2011 dated 12.04.2011 regarding " Issuing the Listing Regulations in the Securities Exchange"; and
- Administrative Resolution No. (8) of 2012 issued on 02.04.2012 regarding "Trading Shares of Delisted Companies in the Securities Exchange"; and
- Resolution of CMA Board of Commissioners No. (17) of 2012 issued on 24.10.2012 concerning "Trading Shares of Delisted Companies in the Securities Exchange"; and
- Based on the Resolution of CMA Board of Commissioners passed in its meeting No. (15) of 2013 held on 11.09.2013 regarding Trading Shares of Delisted Companies in the Securities Exchange.

The Following Was Resolved

Article (1):

No transaction shall take place outside the trading hall, whether it's a sale, purchase, or transfer of ownership of the shares of any company which the Capital Markets Authority delisted its shares from the Securities Exchange, unless after the Board of Directors of that company - or the entitled party - convenes the General Assembly of the company, and the agenda of that meeting shall include an item of informing the shareholders of the delisting resolution, and discussing both the reasons for the delisting and the financial position of the company.

The following cases are exceptions of the above mentioned ownership transfer ban outside the trading hall:

- a. Transfer of ownership due to inheritance or will.
- b. Transfer of ownership further to some court judgment.
- c. Transfer of ownership intra or between portfolios by licensed companies provided that the transfer is affected in favor of the original shareholder.
- d. Any other case that shall be decided upon by the Authority.

Article (2):

The company's General Assembly shall be called to convene, as pointed to in Article (1) within a period that shall not exceed three months from the date of issuing the resolution of delisting the company's shares.

Article (3):

The company shall provide the Authority and Securities Exchange a copy of the mentioned General Assembly's meeting approved minutes, by the concerned party, pursuant to an official letter within a maximum period of three business days from the date of holding the General Assembly.

Article (4):

Administrative Resolution No. (8) of 2012 issued on 2/4/2012, and Resolution No. (17) of 2012 of CMA Board of Commissioners issued on 24/10/2012 regarding trading shares of delisted companies in the Securities Exchange shall be cancelled.

Article (5):

The concerned bodies shall execute this Resolution, each within its own capacity. It shall come into force from the date of its issuance.

Saleh Mubarak Al Falah
Chairman, CMA Board of Commissioners

Issued on 1/10/2013