

Decision no. (126)\2006
Issued on 31\10\2006
On Standards of Disclosure of Unlisted Companies Whose Shares are
Traded at The Orders' Market

CMA Chairman

After reviewing Law no 95\1992 promulgating Capital Market Law and its Executive Regulations,
Law 93\2000 promulgating Depository and Central Registry and its Executive Regulations,
Presidential Decree no. 51\1997 on provisions regulating CASE administration and financial affairs,
CMA Chairman decision no. 11\1994 on rules of announcement at CASE of trading of unlisted shares,
CMA board of directors approval in its session no. 4\2006 on 15\5\2006 on standards of disclosure at OTC orders' market,
And the memorandum prepared by the general administration of surveillance on issuing company.

Decided:
(Article 1)

Standards of disclosure shall be applicable on unlisted companies whose shares are traded at the orders' market whether they are included in the central depository system or are in physical form (are not included at the central depository system).

(Article 2)

Companies whose shares are traded at the orders' market shall be committed to file annual financial statements attached with a report of an auditor and the annual report of the company's board of directors before the ratification of the shareholders meeting within 90 days as of the end of the financial year. Those companies are also required to submit a copy of the minutes of its ordinary and extra ordinary general shareholders meetings within fifteen days as of the date of the meeting.

(Article 3)

Companies whose shares are traded at the orders' market shall be committed to disclose any material events that may have an impact on shares market price immediately after taking place and maximally before the trading session of next day.

(Article 4)

Companies whose shares are traded at the orders' market shall be committed to disclose distribution of cash dividends, free shares and subscription shares fifteen days before the date of the end of eligibility to such distributions, free shares or subscription shares.

(Article 5)

Disclosure items referred to in articles (2), (3) and (4) and required from Companies whose shares are deposited with the central depository system shall be presented to Misr for Clearance, depository and Central Registry (MCDR). As for companies whose shares are in physical form , they are required to submit such items to the Capital Market Authority (CMA).

(Article 6)

MCDR together with the CMA general department of surveillance on issuing companies shall notify CASE with all the aforementioned disclosure items immediately after receiving or knowing them maximally before the next trading session. CASE shall be committed to publish those disclosure items on the trading monitors and its website immediately after receiving them.

(Article 7)

In case the companies whose shares are traded at orders' market violate the disclosure requirements, both MCDR and CMA should warn the issuing company to remove such violation and notify CASE with such a warning. If the company dose not respond to such warning, CASE shall be addressed to suspend trading of its shares. CASE shall announce on the trading monitors that trading of such shares was suspended by a decision of its chairman for non compliance with disclosure requirements. It would also be announced that the shares of violating company may only be traded, during the suspension period, through the dealing market.

(Article 8)

CASE shall be committed to publish this decision on its trading monitors immediately after issuing it and send to CMA and MCDR a list of companies whose shares are traded at orders' market that is periodically updated. MCDR shall be committed to address companies whose shares are deposited with the central depository to comply with this decision. CMA general department of surveillance on issuing companies shall be committed to address companies whose shares are in physical form (are not included at the central depository system) to comply with this decision immediately after its issuance.

(Article 9)

All concerned departments at CMA, CASE and MCDR shall apply this decree each according to its scope of competence as of the date of its issuance.

CMA Chairman
Dr. Hani Sarie-EIDin