

South Africa

Financial Markets Act, 2012

## Conditions with which an exchange must comply when it includes securities issued by it in its own list, 2013

Board Notice 95 of 2013

Legislation as at 31 May 2013

FRBR URI: /akn/za/act/bn/2013/95/eng@2013-05-31

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PDF created on 21 February 2024 at 21:44.

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Conditions with which an exchange must comply when it includes securities issued by it in its own list,  
2013

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## South Africa

### Financial Markets Act, 2012

# Conditions with which an exchange must comply when it includes securities issued by it in its own list, 2013

## Board Notice 95 of 2013

*Published in Government Gazette 36494 on 31 May 2013*

**Commenced on 3 June 2013**

*[This is the version of this document from 31 May 2013.]*

Under section [11\(8\)\(e\)](#) of the Financial Markets Act, 2012 ([Act No. 19 of 2012](#)), I, Dube Phineas Tshidi, Registrar of Securities Services hereby determine the Conditions as set out in the Schedule, with which an exchange must comply when it includes securities issued by it in its own list.

D P Tshidi

Registrar of Securities Services

### 1. Definition

In these Conditions,

“**the Act**” means the Financial Markets Act, 2012 ([Act No. 19 of 2012](#)), and any word or expression to which a meaning has been assigned in the Act, bears the meaning so assigned to it.

### 2. Application for listing

- (1) If an exchange wishes to include securities issued by it in its own list, the exchange must direct to the registrar a formal application on Form FM 4 for the approval of such inclusion and may only proceed to do so after approval has been granted.
- (2) The documentation required by the listing requirements of the exchange to be submitted by a new applicant for a listing, must accompany the application. Such documentation must be in the form and must comply with the requirements prescribed in the listing requirements.

### 3. Assumption of functions by the registrar

- (1) If the registrar approves the application—
  - (a) the function of the exchange referred to in section [10\(1\)\(k\)](#) of the Act, namely to supervise compliance by issuers of listed securities with that exchange's listing requirements, is in relation to the exchange in its capacity as an issuer, assumed by the registrar under section [10\(3\)](#) of the Act;
  - (b) the function in terms of the exchange's rules to supervise all transactions effected through the exchange so as to ensure compliance with the exchange rules, is, in relation to transactions in listed securities issued by the exchange, likewise assumed by the registrar.
- (2) The registrar may delegate or assign any function referred to in these conditions to any person or group of persons subject to the conditions that the registrar may determine.

#### 4. Sponsor

The sponsor (if the listing requirements require the appointment of a sponsor) must liaise with the registrar, as the person responsible for the supervision of the exchange's listing referred to in condition 3(1)(a), in accordance with its obligations as a sponsor in terms of the exchange's listing requirements.

#### 5. Duties of controlling body

The controlling body of an exchange must, in relation to the inclusion of securities issued by the exchange in its own list—

- (i) implement appropriate arrangements to ensure that no real or potential conflict of interest ("conflict of interest") arises with respect to such inclusion;
- (ii) consider all complaints by affected persons relating to a conflict of interest;
- (iii) determine whether a conflict of interest has arisen or may arise;
- (iv) report all complaints received in connection with a conflict of interest to the registrar as soon as reasonably possible after the receipt of the complaint. The report by the controlling body must include all material facts, together with proposals for the resolution of any conflict of interest.

#### 6. Reporting

The exchange must include in its annual report to the registrar a section on the regulatory and supervisory structure applicable to, and the role of the registrar in supervising, the exchange's own listing, which section must include—

- (a) a statement to the effect that in the opinion of the controlling body, the exchange has complied with all its rules, listing requirements and procedures in a manner which warrants the continued listing of the exchange's securities on the exchange;
- (b) a confirmation that all complaints relating to a conflict of interest were referred to the registrar during the year under review; and
- (c) the results of its annual assessment in terms of section [62\(b\)](#) of the Act.

#### 7. Address

Applications for approval of listing must be submitted to:

P O Box 35655 Menlo Park 0102	41 Matroosberg Road Riverwalk Office Park Block B Ashlea Gardens Ext 6 0081
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#### 8. Commencement

This Notice comes into operation on the same date on which the Act comes into operation.

## **Form FM 4**

*[Editorial note: The form has not been reproduced.]*