



بورصة الكويت
BOÛRSA KUWAÏT

Resolution No. (01) of 2023

Regarding Amending Boursa Kuwait Rulebook

Having Perused:

- Law No. (7) of 2010 regarding the Establishment of the Capital Markets Authority and Regulating Securities Activities and its Executive Bylaws and their amendments.
- Resolution No. (72) of 2015 the Issuance of the Executive Bylaws of Law No. 7 of 2010 Regarding the Establishment of the Capital Markets Authority and Regulating Securities Activities and its Amendments.
- Resolution No. (91) of 2016 Regarding Licensing Boursa Kuwait Securities Company to Practice the Activity of a Securities Exchange.
- Boursa Kuwait Securities Company decision No. (1) of 2018 Regarding the Issuance of Boursa Kuwait Rulebook and its Amendments.
- CMA Letter holding reference No. CMA-030200-00116-2023 dated 16/01/2023 approving the amendments to Boursa Kuwait Rulebook.
- Pursuant to Boursa Kuwait Board of Directors' approval No. (04/2022) dated 28/04/2022 to amend the Boursa Kuwait Rulebook.

The Following Was Resolved:

Article One

Articles No. (4-55-2), (7-1-4), (7-1-5), (7-2-1), (9-8-2), (9-10-2) (10-2-3) and (10-4-1) of Boursa Kuwait's Rulebook shall be amended, as shown in the table attached to this decision.

Article Two

The authorities vested with this decision shall implement it, each within the limits of its capacities.

Mohammed Saud Al-Osaimi
Chief Executive Officer



Issued on 18/1/2023



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Item	Chapter	Article	Type of Amendment	Pre-Amendment	Post-Amendment
1	4	4-55-2	Amendment	The Market Maker may not short sell a registered Security unless it is covered, prior to the operation, by borrowing the Security through the clearing agency.	The Market Maker may not short sell a registered Security unless it is covered, prior to the operation, by borrowing the Security through the clearing agency. The Market Maker is exempted from the provisions of Article (9-32) of these rules, and the articles deriving from it. The Authority or the Exchange may give immediate instructions to the Market Maker to stop short selling operations, in cases of extreme market trading volatility, or in any other case to ensure the protection of market participants, or for reasons of maintaining the efficiency and fairness of the market.
2	7	7-1-4	Amendment	The company wishing to list in the Premier Market requires the following: 1. The fair value of the shares that are not owned to the controller or the Group controlling the company shall be at least KWD 45 million, and the fair value of the share shall be determined by Asset Valuator or Investment Advisor licensed by the Authority. 2. The number of shareholders of the company shall not be less than four hundred and fifty shareholders,	The company wishing to list in the Premier Market requires the following: 1. The fair value of the shares that are not owned to the controller or the Group controlling the company shall be at least KWD 45 million, and the fair value of the share shall be determined by Asset Valuator or Investment Advisor licensed by the Authority. 2. The number of shareholders of the company shall not be less than four hundred and fifty shareholders, provided each of them holds shares worth not less than KWD 10,000 according to the



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				<p>provided each of them holds shares worth not less than KWD 10,000 according to the fair value of the share specified in Item (1) of this Article.</p> <p>3. The company shall continue to exercise one or more of its main purposes set forth in the company's Articles of Association. The majority of the company revenues shall be derived from such purposes and issued financial statements approved by the general assembly during the last seven full fiscal years, prior to the submission date of the listing application The Exchange may recommend exempting any company from this provision, provided that the recommendation is justified.</p> <p>A shareholding company established as a public shareholding company shall be exempted from the minimum value of the shares owned by each shareholder as set forth in point (2) of this Article and exempted from the requirement in point (3) of this Article.</p>	<p>fair value of the share specified in Item (1) of this Article.</p> <p>3. The company shall continue to exercise one or more of its main purposes set forth in the company's Articles of Association. The majority of the company revenues shall be derived from such purposes and issued financial statements approved by the general assembly during the last seven full fiscal years, prior to the submission date of the listing application The Exchange may recommend exempting any company from this provision, provided that the recommendation is justified.</p> <p>A shareholding company established as a public shareholding company shall be exempted from the minimum value of the shares owned by each shareholder as set forth in point (2) of this Article and exempted from the requirement in point (3) of this Article.</p> <p>In the case of Non-Kuwaiti companies, points (1) and (2) of this Article shall apply to the shares registered in the register kept at the Clearing Agency, excluding the shares registered in any register of shareholders outside Kuwait.</p>
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3	7	7-1-5	Amendment	<p>Companies wishing to list in the Main Market require the following:</p> <ol style="list-style-type: none">1. The fair value of the shares that are not owned to the controller or the Group controlling the company shall be at least KWD 15 million; and the fair value of the share shall be determined by Asset Valuator or Investment Advisor licensed by the Authority.2. The number of shareholders of the company shall not be less than four hundred and fifty shareholders, provided each of them holds shares worth not less than KWD 5,000, or the number of shareholders of the company shall not be less than two hundred and twenty five shareholders, provided each shareholder owns shares of not less than KWD 10,000, according to the fair value of the share specified in point (1) of this Article.3. The company shall continue to exercise one or more of its main purposes set forth in the company's Articles of Association. The majority of the company revenues shall be derived from such purposes, and issued financial statements approved by the general assembly during the last three full fiscal years prior	<p>Companies wishing to list in the Main Market require the following:</p> <ol style="list-style-type: none">1. The fair value of the shares that are not owned to the controller or the Group controlling the company shall be at least KWD 15 million; and the fair value of the share shall be determined by Asset Valuator or Investment Advisor licensed by the Authority.2. The number of shareholders of the company shall not be less than four hundred and fifty shareholders, provided each of them holds shares worth not less than KWD 5,000, or the number of shareholders of the company shall not be less than two hundred and twenty five shareholders, provided each shareholder owns shares of not less than KWD 10,000, according to the fair value of the share specified in point (1) of this Article.3. The company shall continue to exercise one or more of its main purposes set forth in the company's Articles of Association. The majority of the company revenues shall be derived from such purposes, and issued financial statements approved by the general assembly during the last three full fiscal years prior to the submission date of
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				<p>to the submission date of the listing application, The Exchange may recommend exempting any company from this provision, provided that the recommendation is justified.</p> <p>A shareholding company established as a public shareholding company shall be exempted from the minimum value of the shares owned by each shareholder as set forth in point (2) of this Article and exempted from the requirement in point (3) of this Article.</p>	<p>the listing application, The Exchange may recommend exempting any company from this provision, provided that the recommendation is justified.</p> <p>A shareholding company established as a public shareholding company shall be exempted from the minimum value of the shares owned by each shareholder as set forth in point (2) of this Article and exempted from the requirement in point (3) of this Article.</p> <p>In the case of Non-Kuwaiti companies, points (1) and (2) of this Article shall apply to the shares registered in the register kept at the Clearing Agency, excluding the shares registered in any register of shareholders outside Kuwait.</p>
4	7	7-2-1	Amendment	<p>The application for listing shall be submitted using the designated form set by The Exchange along with the documents mentioned in this Chapter The application for listing the Security shall be treated in the following order:</p> <ol style="list-style-type: none">1. The company shall submit the application to The Exchange for its consideration according to the conditions and requirements stipulated in this Chapter.2. The Exchange shall issue its recommendation to	<p>The application for listing shall be submitted using the designated form set by The Exchange along with the documents mentioned in this Chapter The application for listing the Security shall be treated in the following order:</p> <ol style="list-style-type: none">1. The company shall submit the application to The Exchange for its consideration according to the conditions and requirements stipulated in this Chapter.2. The Exchange shall issue its recommendation to the Authority regarding the request.



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				<p>the Authority regarding the request.</p> <p>3. The application shall be submitted to the Authority by The Exchange, accompanied by its recommendation as stipulated in the Executive Bylaws.</p> <p>4. The Authority shall issue its final decision with respect to the application.</p> <p>5. If the listing is approved, the Exchange shall notify the Clearing Agency to temporarily suspend the transfer of ownership processes, until the listing date, except for enforcement of court rulings.</p> <p>6. The Company shall announce its listing date in two daily newspapers at least five working days prior to the listing date.</p>	<p>3. The application shall be submitted to the Authority by The Exchange, accompanied by its recommendation as stipulated in the Executive Bylaws.</p> <p>4. The Authority shall issue its final decision with respect to the application.</p> <p>5. If the listing is approved, the Exchange shall notify the Clearing Agency to temporarily suspend the transfer of ownership processes, until the listing date, except for enforcement of court rulings.</p> <p>6. The Company shall announce its listing date in two daily newspapers at least two working days prior to the listing date.</p>
5	9	9-8-2	Amendment	<p>The Exchange may suspend a Security or more, or suspend trading in any market, in the following cases:</p> <p>1. In force majeure events (natural disasters, crises, accidents, warfare, unrest), at the request of the Authority.</p> <p>2. At the request of the Authority or in the cases provided for in the Executive Bylaws.</p>	<p>The Exchange may suspend a Security or more, or suspend trading in any market, in the following cases:</p> <p>1. In force majeure events (natural disasters, crises, accidents, warfare, unrest), at the request of the Authority.</p> <p>2. At the request of the Authority or in the cases provided for in the Executive Bylaws.</p> <p>3. Abstention or delay of the Listed Company from</p>



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				<ol style="list-style-type: none">3. Abstention or delay of the Listed Company from paying the annual subscription fees set by The Exchange4. A technical breakdown or malfunction of the Trading System in The Exchange.5. A decision to suspend the Security from the disciplinary board of the Authority.6. A decision to suspend the Security from the Violations Committee in The Exchange.7. In the event of a breach by the Listed Company of the obligations stipulated in these Rules.8. If the Listed Company accumulated losses of up to 75% or more of the company's capital.9. In case of bankruptcy or insolvency of the Listed Company.10. In the event of termination for the reasons set forth in the Executive Bylaws.11. Once the voluntary or mandatory acquisition is announced for an hour.12. When the Reverse Acquisition is announced.13. Upon the Listed Company's request.14. When the agreement to enter into the	<ol style="list-style-type: none">paying the annual subscription fees set by The Exchange4. A technical breakdown or malfunction of the Trading System in The Exchange.5. A decision to suspend the Security from the disciplinary board of the Authority.6. A decision to suspend the Security from the Violations Committee in The Exchange.7. In the event of a breach by the Listed Company of the obligations stipulated in these Rules.8. If the Listed Company accumulated losses of up to 75% or more of the company's capital.9. In case of bankruptcy or insolvency of the Listed Company.10. In the event of termination for the reasons set forth in the Executive Bylaws.11. Once the voluntary or mandatory acquisition is announced for an hour.12. When the Reverse Acquisition is announced.13. Upon the Listed Company's request.14. When the agreement to enter into the merger or spin-off is announced, for an hour.15. Cease or delay of the Listed Company to commenting on or speculation, news, information or rumors.16. Cease or delay of the Listed Company to
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				<p>merger is announced, for an hour.</p> <p>15. Cease or delay of the Listed Company to commenting on or speculation, news, information or rumors.</p> <p>16. Cease or delay of the Listed Company to commenting on unusual trading.</p> <p>17. Based on the Circuit Breakers referred to in Article (9-24) of these Rules.</p> <p>18. If this is necessary to achieve fairness, integrity and efficient trading in The Exchange, after the approval of the Authority.</p> <p>In the events provided for in sections (13,15,16) of this Article, the Authority shall be notified before the suspension of Security trading.</p>	<p>commenting on unusual trading.</p> <p>17. Based on the Circuit Breakers referred to in Article (9-24) of these Rules.</p> <p>18. If this is necessary to achieve fairness, integrity and efficient trading in The Exchange, after the approval of the Authority.</p> <p>In the events provided for in sections (13,15,16) of this Article, the Authority shall be notified before the suspension of Security trading.</p>
6	9	9-10-2	Amendment	<p>Orders are divided in terms of volume characteristic into the following types:</p> <p>1. Fill and Kill (FaK): Fill any amount of the order that can be filled against any orders in the opposite side of the Orderbook, and any remaining quantity of the order is immediately cancelled.</p> <p>2. Fill or Kill (FoK): The order must execute immediately to its full</p>	<p>Orders are divided in terms of volume characteristic into the following types:</p> <p>1. Fill and Kill (FaK): Fill any amount of the order that can be filled against any orders in the opposite side of the Orderbook, and any remaining quantity of the order is immediately cancelled.</p> <p>2. Fill or Kill (FoK): The order must be fully executed, or a minimum quantity immediately either in one Trade or in multiple trades,</p>



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				quantity either in one Trade or in multiple trades, otherwise the order is cancelled.	otherwise the order is cancelled.
7	10	10-2-3	Amendment	<p>The Securities, subject to the Off-Market Trades, may be pledged or subject to an attachment, if the buyer acknowledges so and wishes to complete the trade. Such Securities shall be transferred encumbered with pledge or subject to an attachment unless the Person initiating the pledge or attachment waives its right.</p>	<p>The Securities, subject to the Off-Market Trades, may be pledged or subject to an attachment, if the buyer acknowledges so and wishes to complete the trade. Ownership of such Securities shall be transferred to the buyer encumbered with pledge, unless the mortgage creditor and the mortgagor agree otherwise.</p> <p>The Securities of the Off-Market trade shall not be subject to an attachment, unless the creditor, who made the attachment, agrees to carry out the Off-Market trade.</p>
8	10	10-4-1	Amendment	<p>The transfer of ownership of listed Securities may be conducted with the approval of The Exchange, exempted of the trading rules in the following cases:</p> <ol style="list-style-type: none"> 1. Transfer of ownership pursuant to an amicable settlement between the creditor and the debtor or guarantor owning the Security. 2. Transfer of ownership at the request of the mortgagor creditor. The encumbered Securities are owned in the event of the breach by the debtor 	<p>The transfer of ownership of listed Securities may be conducted with the approval of The Exchange, exempted of the trading rules in the following cases:</p> <ol style="list-style-type: none"> 1. Transfer of ownership pursuant to an amicable settlement between the creditor and the debtor or guarantor owning the Security. 2. Transfer of ownership at the request of the mortgagor creditor. The encumbered Securities are owned in the event of the breach by the debtor in accordance with the provisions of Article (9-13) of Eleventh Module



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				<p>in accordance with the provisions of Article (9-13) of Eleventh Module (Dealing in Securities) of the Executive Bylaws.</p> <ol style="list-style-type: none">3. Transfer of ownership of the necessary number of shares of the company to guarantee the membership for the Board of Directors in accordance with the concerned company's articles of association.4. Transfer of ownership based on a court ruling enforceable, unless the ruling is rendered regarding one of the events wherein the approval of The Exchange is not mandatory.5. Transfer of ownership at governmental bodies' request (within the framework of the state's offering of the Securities it owns to the private sector).6. Cases of transfer of ownership from partners to the company and vice versa, as well as transfer of ownership between subsidiaries and Affiliates or same group of companies.7. Shares granted to the employees of the company in execution of the employee share option.	<p>(Dealing in Securities) of the Executive Bylaws.</p> <ol style="list-style-type: none">3. Transfer of ownership of the necessary number of shares of the company to guarantee the membership for the Board of Directors in accordance with the concerned company's articles of association.4. Transfer of ownership based on a court ruling enforceable, unless the ruling is rendered regarding one of the events wherein the approval of The Exchange is not mandatory.5. Transfer of ownership at governmental bodies' request (within the framework of the state's offering of the Securities it owns to the private sector).6. Cases of transfer of ownership from partners to the company and vice versa, as well as transfer of ownership between subsidiaries and Affiliates or same group of companies.7. Shares granted to the employees of the company in execution of the employee share option.8. Transfer of ownership based on a merger or acquisition or spin-off.9. Any other events exempted from the trading rules are contained in the trading rules set by The Exchange, or the Executive Bylaws.
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				<p>8. Transfer of ownership based on a merger or acquisition.</p> <p>9. Any other events exempted from the trading rules are contained in the trading rules set by The Exchange, or the Executive Bylaws.</p> <p>10. Transfer of ownership of Securities to shareholders or creditors in case of liquidation of the company owning the shares.</p> <p>11. Transfer of ownership of Securities to participants or creditors in case of liquidation of a collective investment scheme.</p> <p>12. Transfer of ownership of Securities owned by the company in another company as profits in kind.</p> <p>13. Transfer ownership of Securities for subscription or sample participation in private subscription Funds.</p> <p>14. Transfer of ownership of Securities for offering, subscribing or redeeming in kind in contractual collective investment schemes.</p> <p>15. Any other case considered by The Exchange after the approval of the Authority.</p>	<p>10. Transfer of ownership of Securities to shareholders or creditors in case of liquidation of the company owning the shares.</p> <p>11. Transfer of ownership of Securities to participants or creditors in case of liquidation of a collective investment scheme.</p> <p>12. Transfer of ownership of Securities owned by the company in another company as profits in kind.</p> <p>13. Transfer ownership of Securities for subscription or sample participation in private subscription Funds.</p> <p>14. Transfer of ownership of Securities for offering, subscribing or redeeming in kind in contractual collective investment schemes.</p> <p>15. Any other case considered by The Exchange after the approval of the Authority.</p> <p>In all previous events, The Exchange shall collect the normal trading fees upon obtaining its approval for the transfer of ownership, provided the Clearing Agency shall notify both the Authority and The Exchange in the event of the direct or indirect acquisition by the Person of more than 30% of the traded Securities of a Public Shareholding Company following the execution of the transfer of ownership of listed Securities.</p>
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				<p>In all previous events, The Exchange shall collect the normal trading fees upon obtaining its approval for the transfer of ownership, provided the Clearing Agency shall notify both the Authority and The Exchange in the event of the direct or indirect acquisition by the Person of more than 30% of the traded Securities of a Public Shareholding Company following the execution of the transfer of ownership of listed Securities.</p>	
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