

# **Bangladesh Securities and Exchange Commission**

Securities Commission Bhaban

E-6/C Agargaon

Shere-e-Bangla Nagar Administrative Area

Dhaka-1207, Bangladesh

## **Draft Rules**

In exercise of the power conferred by section 33 of the Securities and Exchange Ordinance, 1969 (XVII of 1969) read with sub-section (2) of section 8 of this Ordinance, the Bangladesh Securities and Exchange Commission makes, with prior publication, the following rules, namely: -

**1. Short title.-** (1) These rules may be called the Bangladesh Securities and Exchange Commission (Alternative Trading Board) Rules, 2018.

(2) These rules shall be applicable for all securities not listed with the main board or small capital platform of any exchange.

**2. Definitions.-** (1) In these Rules, unless there is anything repugnant in the subject or context;-

- (a) “Alternative Trading Board” or “ATB” means the facilities provided by an exchange for the purpose of buying and selling of securities under these Rules;
- (b) “ATB listed securities” means securities availing trading facilities in Alternative Trading Board of any exchange;
- (c) “order” means sale or purchase order placed by a TREC Holder through the system;
- (d) “system” means any automated trading system of exchange;
- (e) “unlisted securities” means any securities not listed with an exchange.

(2) Unless otherwise repugnant for any purpose, words and expressions used herein and not defined, but defined in the Securities and Exchange Ordinance, 1969 (Ordinance No. XVII of 1969), the Bangladesh Securities and Exchange Commission Act 1993 (Act No. XV of 1993), the Depository Act 1999 (Act No. VI of 1999), the এক্সচেঞ্জ ডিমিউচ্যালাইজেশন আইন, ২০১৩ (২০১৩ সনের ১৫ নং আইন), the Rules and Regulations made under the said Ordinance and Act, and the Companies Act 1994 (Act No. XVIII of 1994), the Bank Companies Act 1991 (Act No. XIV of 1991), the Financial Institutions Act 1993 (Act No. XXVII of 1993), the Trust Act, 1882 (Act No. II of 1882), the Registration Act, 1908 (Act No. XVI of 1908), the Insurance Act, 2010 (Act No. XIII of 2010), shall have the same meanings respectively assigned to them in the said Acts and Ordinance.

- 3. Application for availing ATB facilities.-** (1) The issuer shall apply to the exchange to avail trading facilities of its securities in ATB.
  - (2) Issuer may appoint any merchant banker to work on his behalf in submitting application to the exchange.
  - (3) The exchange shall accept or reject the application within 30 (thirty) working days of receipt of such application.
- 4. Discontinuation, haltage, suspension, etc. of ATB facilities.-** (1) The exchange shall discontinue the ATB facilities for any securities at ATB with effect from the date of listing or relisting of the concerned securities in any other platform with any exchange; or at the request of the issuer company concerned.
  - (2) The exchange, or the Commission, as the case may be, may discontinue, halt or suspend any time, the buy or sale of any securities at ATB, if it is deemed to be proper in the interest of the investors and the capital market, after giving an opportunity of being heard to the issuer concerned.
- 5. Buy or sale of securities at ATB.-** (1) Buy or sale of securities at ATB shall be conducted by or through a stock-dealer or stock-broker of an exchange.
  - (2) The exchange shall prominently display the following in front of its designated counter, or in its computerized system, as the case may be, on each trading day:
    - (a) a full list of the securities available at ATB;
    - (b) quantity of each security available for sale and purchase, the unit price offered by the seller or buyer.
  - (3) The stock dealer or stock broker shall place order in the system as per prescribed process of the exchange and settle the contract following the applicable settlement procedure.
- 6. Categorization of trading platform.-** Exchange can categorize the trading platform in ATB according to the nature of securities.
- 7. Fees, Commission, Charges etc.-** Exchange shall determine all fees, commission, charges etc. for the purpose of these rules subject to approval of the Commission.
- 8. Submission of reports etc.-** Exchange shall determine, time to time, the reporting requirements, disclosure requirements, information requirements etc. subject to approval of the Commission.
- 9. Operational handbook for ATB.-** For the purpose of these Rules, the exchange may, with prior approval of the Commission, publish "ATB Operational Handbook" covering the requirements of these Rules, which shall be considered as part of these Rules.
- 10. Clarification, Instructions and Order.-** (1) The Commission may provide clarifications of any provision of these Rules in case of arising any confusion by order in writing.
  - (2) The Commission may issue instructions and guidelines on operational aspects, if necessary, by order in writing.
  - (3) The Commission may impose any further restrictions or conditions on any reasonable ground by order in writing.

- 11. Penalty for contravention.-** Without prejudice to other penal measures available under any law, contravention of any provision of these Rules shall attract penal provisions under the Securities and Exchange Ordinance, 1969.
- 12. Exemption.-** The Commission may, exempt any person or class of persons or any securities or class of securities or any transaction or class of transactions from the operation of any of the requirements of these Rules.
- 13. Repeal and savings.-** (1) The Securities and Exchange Commission (Over-the-Counter) Rules, 2001 is hereby repealed.
- (2) Notwithstanding repeal of the aforesaid Rules, any action taken under the repealed Rules shall be treated as if the same is still in force.