

LP/08/2025
15th April 2025

The CEO/General Managers
All Issuers
Manama – Kingdom of Bahrain

Dear Sir/Madam,

Subject: Updated Bahrain Bourse Issuers' Violations

As part of Bahrain Bourse (“BHB”)’s ongoing objective to enhance the Capital Markets regulatory framework in the Kingdom of Bahrain and to maintain a transparent, fair and efficient market in line with BHB’s commitment to ensure the investor protection.

BHB is pleased to enclose the updated Issuers’ Violations, reflecting the recent amendments to BHB’s Listing Rules.

The Issuers’ Violations will be available on BHB website (<http://www.bahrainbourse.com>) under the ‘Regulations’ section.

Should you have any further clarifications or inquiries in this respect, please do not hesitate to contact the Listing and Disclosure Directorate on “ld@bahrainbourse.com”.

Yours sincerely,

Signed by:

355FF1531E5D431...

Khalifa Bin Ebrahim Al-Khalifa

Chief Executive Officer

enclosed:

- BHB Issuers’ Violations

بورصة البحرين
BAHRAIN BOURSE



Issuers' Violations

April 2025

Version Control

Version Number	Approved by	Meeting Number - Date	Resolution Number	Amended Pages
Version 1.0	Board of Director	(4/2019) 8/10/2019	4/4/2019	-
Version 1.1	Board of Director	-	-	<ul style="list-style-type: none"> • Fine Schedule - Rule References changed pursuant to the latest amendment of BHB Listing Rules
Version 2.0	Board of Director	(1/2025) 17/03/2025	11/1/2025	<ul style="list-style-type: none"> • General Section - Added paragraph 1.6 • Fine Schedule - Rule References changed pursuant to the latest amendment of BHB Listing Rules

1. General

- 1.1 In accordance to rule no. 2.37 of Bahrain Bourse (“BHB”) Listing Rules, BHB may impose administrative fines on Issuers for any non-compliance with the Listing Rules and any other applicable BHB rules, regulations and Directives as it deems appropriate.
- 1.2 Without prejudice to any higher fine prescribed in any other laws, rules and regulations, BHB shall have the right to impose the fines stipulated in the schedule below on Issuers which are, or through their employees or representatives, in breach of their obligations under the Listing Rules.
- 1.3 BHB shall not be restricted to the violations stipulated in the below schedule and may vary the fines imposed taking into consideration:
- (a) the impact of the violation on the market;
 - (b) whether the violation constitutes bad faith; or
 - (c) the consequences resulting from the violation.
- 1.4 The fines imposed by BHB shall not be limited to the violations stipulated in the below schedule.
- 1.5 Any reoccurring violation falling on the next calendar year will be considered a First Violation.
- 1.6 In the event of an appeal, the unsuccessful party shall be liable for all administrative fees and costs associated with the appeals process.

2. Methodology for Imposing Monetary Fines

2.1 The monetary fines and/or sanctions imposed by Bahrain Bourse shall be subject to the risk assessment of the actions undertaken by the Issuer based on the impact and frequency of the violation taking into consideration the below factors:

- The risk to the shareholders and to the market
- Impact/benefit on the company's personal advantage
- The Issuers act in a bad faith
- Repetition of violation
- The monetary benefit to the Issuer

Frequency Impact	First Fine	Second Fine	Third Fine or More
Low	BHD 500	BHD 750	BHD 999
Medium	BHD 1,000	BHD 2,500	BHD 4,999
High	BHD 5,000	BHD 7,500	BHD 10,000

2.2 As it pertains to rule No. 3.35 of BHB Listing Rules, for the first three years, BHB shall impose a fine of BD 100,000 (i.e. without escalation) on Issuers with secondary listing(s) that exceed 30% of its share capital in the secondary market(s). However, for this particular violation, escalation occurs after 3 years, where the matter will require examination by the Disciplinary Board of the BHB.

3. Fine Schedule

Violation Reference	Listing Rules Reference (If applicable)	Violation	First Violation Disciplinary Action	Second Violation Disciplinary Action	Third Violation Disciplinary Action
V01	LR-5.3	Refusal to clarify on disclosed material information or comment on news or rumors	Suspension until clarification or comment is received	<ul style="list-style-type: none"> • Suspension until clarification or comment is received • Fine 	<ul style="list-style-type: none"> • Suspension until clarification or comment is received • Fine
V02	LR-5.3	Delay in providing Bahrain Bourse with material information for immediate disclosure	<ul style="list-style-type: none"> • Suspension until the required information being provided • Non-Compliance letter 	<ul style="list-style-type: none"> • Suspension until the required information being provided • Fine 	<ul style="list-style-type: none"> • Suspension until the required information being provided • Fine
V03	LR-5.6	Delay in providing or failing to submit quarterly financial announcements (Specimens) by the stipulated deadline	<ul style="list-style-type: none"> • Suspension until the Specimens are submitted • Non-Compliance letter 	<ul style="list-style-type: none"> • Suspension until the Specimens are submitted • Fine 	<ul style="list-style-type: none"> • Suspension until the Specimens are submitted • Fine
V04	LR-5.6	Delay in or failing to submit annual financial announcements (Specimens) by the stipulated deadline	<ul style="list-style-type: none"> • Suspension until the Specimens are submitted • Non-Compliance letter 	-	-
V05	LR-5.7 LR-5.9 LR-5.13	Delay in or failing to submit quarterly financial results by the stipulated deadline	<ul style="list-style-type: none"> • Suspension until financials submitted • Fine 	<ul style="list-style-type: none"> • Suspension until financials submitted • Fine 	<ul style="list-style-type: none"> • Suspension until financials submitted • Fine

Violation Reference	Listing Rules Reference (If applicable)	Violation	First Violation Disciplinary Action	Second Violation Disciplinary Action	Third Violation Disciplinary Action
V06	LR-5.8 LR-5.9 LR-5.13	Delay in or failing to submit annual financial results by the stipulated deadline	<ul style="list-style-type: none"> • Suspension until financials are submitted • Fine 	-	-
V07	LR-5.5 (11)	Delay in or failing to inform Bahrain Bourse of any change in the BOD or Executive Management	Non-Compliance letter	<ul style="list-style-type: none"> • Suspension until a notification of the changes being provided • Fine 	<ul style="list-style-type: none"> • Suspension until a notification of the changes being provided • Fine
V08	LR-5.5 (21)	Delay in or failing to submit the BOD meeting date by the stipulated deadline	Non-Compliance letter	Suspension until the BOD meeting Date being submitted	<ul style="list-style-type: none"> • Suspension until the BOD meeting Date being submitted • Fine
V09	LR-5.5 (21)	Holding a BOD meeting and releasing financial results before the submitted BOD meeting date without prior notice to Bahrain Bourse	Non-Compliance letter	<ul style="list-style-type: none"> • Non-Compliance Letter • Fine 	<ul style="list-style-type: none"> • Non-Compliance Letter • Fine
V10	LR-5.5 (16)	Delay in or failing to submit the General Meeting date by the stipulated deadline	Non-Compliance letter	Suspension until the General Meeting Date being submitted	<ul style="list-style-type: none"> • Suspension until the General Meeting Date being submitted • Fine

Violation Reference	Listing Rules Reference (If applicable)	Violation	First Violation Disciplinary Action	Second Violation Disciplinary Action	Third Violation Disciplinary Action
V11	LR-4.10	Delay in paying the annual or registration fees <i>(from 3 months of Issuing the invoice)</i>	Suspension until payment is settled	-	-
V12	LR-5.5 (35) LR-5.5 (36) LR-5.5 (37)	Treasury dealings without providing Bahrain Bourse with the required information	Non-Compliance letter	<ul style="list-style-type: none"> • Suspension until the information being provided • Fine 	<ul style="list-style-type: none"> • Suspension until the information being provided • Fine
V13	LR-5.5 (10) LR-6.3 LR-6.15	Arrangements for Corporate Action not in line with Bahrain Bourse Requirements	Non-Compliance letter	<ul style="list-style-type: none"> • Non-Compliance Letter • Fine 	<ul style="list-style-type: none"> • Non-Compliance Letter • Fine
V14	LR-3.37	Cross Listed companies announcing information without providing the same to the home market	<ul style="list-style-type: none"> • Non-Compliance Letter • Fine 	<ul style="list-style-type: none"> • Non-Compliance Letter • Fine 	<ul style="list-style-type: none"> • Non-Compliance Letter • Fine
V15	LR-3.35	The percentage of shares to be listed as a secondary listing shall not exceed 30% of the Issuer's share capital	<ul style="list-style-type: none"> • Non-Compliance Letter • Fine 	<ul style="list-style-type: none"> • Non-Compliance Letter • Fine 	<ul style="list-style-type: none"> • Non-Compliance Letter • Fine

Violation Reference	Listing Rules Reference (If applicable)	Violation	First Violation Disciplinary Action	Second Violation Disciplinary Action	Third Violation Disciplinary Action
V16	LR-4.4	Failure to maintain a Free Float of at least 10% of the total issued outstanding shares	<ul style="list-style-type: none"> • Non-Compliance Letter • Fine 	<ul style="list-style-type: none"> • Non-Compliance Letter • Suspension until required free float is reached • Fine 	<ul style="list-style-type: none"> • Non-Compliance Letter • Suspension until required free float is reached • Fine
V17	LR-4.14	Failure to report any suspected fraud or irregularity or suspected infringement of any laws or regulations related to BHB or the CBB	<ul style="list-style-type: none"> • Non-Compliance Letter • Suspension until the fraud/ irregularity or law infringement has been reported • Fine 	<ul style="list-style-type: none"> • Non-Compliance Letter • Suspension until the fraud/ irregularity or law infringement has been reported • Fine 	<ul style="list-style-type: none"> • Non-Compliance Letter • Suspension until the fraud/ irregularity or law infringement has been reported • Fine
V18	LR-4.25	Failure to maintain an accurate and updated share register	<ul style="list-style-type: none"> • Non-Compliance Letter • Fine 	<ul style="list-style-type: none"> • Non-Compliance Letter • Suspension until share register is accurately updated • Fine 	<ul style="list-style-type: none"> • Non-Compliance Letter • Suspension until share register is accurately updated • Fine
V19	LR-4.31	Delay or failure to pay all dividends (including bonuses, if any) within the specified period	<ul style="list-style-type: none"> • Non-Compliance Letter • Fine 	<ul style="list-style-type: none"> • Non-Compliance Letter • Suspension until all dividends are paid • Fine 	<ul style="list-style-type: none"> • Non-Compliance Letter • Suspension until all dividends are paid • Fine