



Listing Rules

SDX Trading AG

of 23 August 2023
entry into force: 1 March 2024

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I. General Provisions

Art. 1 – 2

Art. 1 and 2 of the Listing Rules of SIX Swiss Exchange AG (hereinafter referred to as “SSX LR”), as currently amended, apply with the corresponding changes.

Art. 3 Regulatory standards and decision-making authority

¹ Art. 3 SSX LR, as currently amended, applies with the corresponding changes. However, the following regulations apply in place of Art. 3 para. 2 and para. 3 SSX LR:

² Equity securities of the following regulatory standards can be listed on SDX Trading AG (hereinafter referred to as “SDX”). References in the regulations of SIX Swiss Exchange AG (hereinafter referred to as “SIX Swiss Exchange”) to other products and standards do not apply here.

- International Reporting Standard;
- Swiss Reporting Standard;
- Standard for Investment Companies (Art. 65-76 SSX LR);
- Standard for Real Estate Companies (Art. 77-84 SSX LR);
- Standard SDX SME Equity (Art. 89a-89g SSX LR);
- Standard for Depositary Receipts (Art. 90-104 SSX LR).

³ Debt securities of the following regulatory standards can be listed on SDX. References in the regulations of SIX Swiss Exchange to other products and standards do not apply here.

- Bonds

Art. 4 – 8b

Art. 4 – 8b SSX LR, as currently amended, applies with the corresponding changes.

II. Listing

Art. 9 Principle

Art. 9 SSX LR, as currently amended, applies with the corresponding changes, and is supplemented as follows:

³ A secondary listing of securities on SDX and admission purely for trading of equity securities are not permitted. Corresponding provisions in the SSX LR do not apply.

Art. 9a Standard for equity securities

Art. 9a SSX LR, as currently amended, applies with the corresponding changes, and is supplemented as follows:

³ Equity securities of issuers not domiciled in Switzerland cannot be listed on the SDX.

Art. 10 to 22

Art. 10 to 22 SSX LR, as currently amended, apply with the corresponding changes.

Art. 23 Clearing and settlement

The following regulation applies in place of Art. 23 SSX LR:

The issuer must ensure that settlement is possible using the settlement mechanism permitted by SDX.

See also:

- Trading Regulations of SDX Trading AG

Art. 24 to 48

Art. 24 to 48 SSX LR, as currently amended, apply with the corresponding changes.

III. Conditions for Maintaining Listing**Art. 49 to 56**

Art. 49 to 56 SSX LR, as currently amended, apply with the corresponding changes.

Art. 56a Dual listing

If an issuer has listed equity securities on SIX Swiss Exchange as their primary listing (SSX primary listing), the requirements for maintaining the listing on SIX Swiss Exchange and SDX are deemed to have been satisfied when the issuer has complied with these requirements for the SSX primary listing. This does not apply to the requirements of the Regular Reporting Requirements Policy.

IV. Suspension of Trading and Delisting**Art. 57 to 58**

Art. 57 to 58 SSX LR, as currently amended, apply with the corresponding changes.

Iva Recognised Representation**Art. 58a**

Art. 58a SSX LR, as currently amended, applies with the corresponding changes, and is supplemented as follows:

³ Recognised representations who were able to register on the basis of the SSX LR are also authorised to submit applications for securities to be listed on SDX.

V. Sanctions

Art. 59 to 61

Art. 59 to 61 SSX LR, as currently amended, apply with the corresponding changes.

VI. Appeals

Art. 62

Art. 62 SSX LR, as currently amended, applies with the corresponding changes.

VII. Fees

Art. 63

Art. 63 SSX LR, as currently amended, applies with the corresponding changes. SDX will issue a schedule of fees applicable to its trading venue. References in the regulations of SIX Swiss Exchange to the List of Charges under the Listing Rules of SIX Swiss Exchange apply with the corresponding changes to references to the Schedule of Fees of SDX.

VIII. Special Additional Provisions

Art. 64 to 113a

Art. 64 to 113a SSX LR, as currently amended, apply with the corresponding changes, insofar as the respective standard is offered according to Art. 3 para. 2.

IX. Applicability of Other Regulations

Art. 114

The regulations of SIX Swiss Exchange listed in Appendix A to these Listing Regulations, as currently amended, apply with the corresponding changes. This does not affect the deviating provisions in Appendix A.

Art. 115

The Regulatory Board delegates authority for determining applicability and for the adapting the policies of SIX Swiss Exchange listed in Appendix B to these Listing Regulations to the Regulatory Board's Committee for Issuer Regulation.

X. Final Provisions

Art. 116 Effective date

These Listing Rules were adopted by the Regulatory Board on 29 April 2021, approved by FINMA on 9 September 2021 and will be in effect as of 15 October 2021.

Art. 117 Revisions

¹ The revision of Art. 3 and Title VIII that was decreed by the Regulatory Board in its resolution of 27 April 2022 and approved by the Swiss Financial Market Supervisory Authority FINMA on 8 September 2022 enters into force on 15 September 2022.

² The revision of Art. 9 as well as Appendix A section 1 was decreed by the Regulatory Board in its resolution of 3 November 2022 and approved by the Swiss Financial Market Supervisory Authority FINMA on 9 August 2023 enters into force on 29 September 2023.

³ The repeal of Appendix A section 2.2 was decreed by the Regulatory Board in its resolution of 23 August 2023 and approved by the Swiss Financial Market Supervisory Authority FINMA on 14 December 2023 enters into force on 1 March 2024.

Appendix A – Other Applicable Regulations

1 Other applicable regulations

1.1 Other regulations of SIX Swiss Exchange apply with the corresponding changes

The following regulations of SIX Swiss Exchange, as currently amended, apply to SDX with the corresponding changes. This does not affect the provisions of section 2.

- Additional Rules for the Listing of Bonds
- Rules for Trading in Delisted Bonds

1.2 Regulation of SDX

The following regulation of SDX is applicable in its respective current version:

- Rules Admission Bonds Trading

2 Deviations from the Additional Rules for the Listing of Bonds of SIX Swiss Exchange (hereinafter referred to as “SSX ARB”)

2.1 Amendment to Art. 2 para. 1 SSX ARB – Scope

The following regulation applies in place of Art. 2 para. 1 SSX ARB:

These Additional Rules apply to all bonds issued by Swiss or international issuers that are eligible for listing on SDX in accordance with the provisions set out below.

2.2 Amendment to Art. 6 SSX ARB – Applicable law (cancelled)

¹(cancelled)

²(cancelled)

2.3 Amendment to Art. 10 SSX ARB – Minimum capitalization

The following regulation applies in addition to Art. 10 para. 1 SSX ARB:

If a bond can be exchanged for one or more bonds with identical terms and listed on another exchange recognised by the Regulatory Board, capitalisation will be calculated in accordance with para. (1) using the combined nominal amounts of all bonds eligible for exchange.

2.4 Amendment to Art. 11 SSX ARB – Convertible bonds

The following regulation applies in place of Art. 11 para. 1 SSX ARB:

Convertible bonds can be listed if the equity securities to which they relate have already been listed on SDX or if they are being listed at the same time.

2.5 Amendment to Art. 26 para. 2 SSX ARB – Requirements

The following regulation applies in place of Art. 26 para. 2 SSX ARB:

Furthermore, the application for provisional admission to trading must be submitted to the Regulatory Board on time by e-mail at *listing@six-group.com*.

Appendix B – Applicable Policies

1 Application of SIX Swiss Exchange policies with the corresponding changes

¹The following policies of SIX Swiss Exchange, as currently amended, apply to SDX with the corresponding changes. This does not affect the provisions of sections 3 to 5.

- Directive Track Record Policy (DTR)
- Directive Distribution Equity Securities (DDES)
- Directive Form of Securities (DFS)
- Directive Guarantee Commitments Policy (DGC)
- Directive Recognised Representation (DRR)
- Directive Procedures Equity Securities (DPES)
- Directive Procedures Debt Securities (DPDS)
- Directive Delisting (DD)
- Directive Alternative Performance Measures (DAPM)
- Directive Financial Reporting (DFR)
- Directive Corporate Governance (DCG)
- Directive Ad Hoc Publicity (DAH)
- Directive Management Transactions (DMT)
- Directive Electronic Reporting and Publication Platforms (DERP)
- Directive Regular Reporting Obligations (DRRO)

²If the policies of SIX Swiss Exchange applicable with the corresponding changes refer to the e-mail address zulassung@six-group.com, the e-mail address listing-operations@sdx.com should be used instead.

2 Deviations from the Directive Form of Securities of SIX Swiss Exchange (hereinafter referred to as “SSX DFS”)

2.1 Amendment to Art. 2 SSX DFS – Subject and form of the securities

The following regulation applies in place of Art. 2 SSX DFS:

This Directive governs the details of the form of securities to be listed on SDX. A) securities in the form of book entry securities filed with SIX Digital Exchange AG or B) bonds whose terms are subject to foreign law that are certificated in the form of a permanent global certificate and deposited with a collective safe custody depository recognised by SDX, may be listed.

2.2 Amendments to Art. 10 SSX DFS – Safe custody of a global certificate

The following regulation applies in place of Art. 10 SSX DFS:

¹ Permanent global certificates must be deposited with a collective safe custody depository recognised by SDX.

² SDX maintains a list of such recognised collective safe custody depositories.

See also:

- List of recognised collective safe custody depositories

2.3 Non-applicability of articles

² Art. 3-5, 6 paras 2-4, Art. 7, 9, 14-19 SSX DFS are not applicable. References in the regulations of SIX Swiss Exchange to forms of securities not recognised by SDX do not apply.

3 Deviations from the Directive Procedures Equity Securities of SIX Swiss Exchange (hereinafter referred to as “SSX DPES”)

3.1 Amendment to Art. 1 para. 1 SSX DPES – Subject

The following regulation applies in place of Art. 1 para. 1 SSX DPES:

This policy regulates the listing procedure for equity securities. The trading of equity securities on a separate trading line is not offered. References in the regulations to the trading of equity securities on a separate trading line do not apply.

3.2 Amendment to Art. 5b SSX DPES – Form of “official notice” publication

The following regulation applies in place of Art. 5b para. 7 SSX DPES:

“Official notices” are published:

- on the SDX website as “official notices”.

3.3 Amendment to Art. 12 SSX DPES – Ordinary capital increase or capital increase within the capital band

The following regulation applies in place of Art. 12 SSX DPES:

Trading in pre-emption rights and trading in rights to equity securities not yet created are not offered on SDX.

4 Deviations from the Directive Procedures Debt Securities of SIX Swiss Exchange (hereinafter referred to as “SSX DPDS”)

4.1 Amendment to Art. 1 SSX DPDS – Subject

The following regulation applies in place of Art. 1 para. 1 SSX DPDS:

This Directive governs the listing procedure for debt securities and the procedure for provisional admission to trading. Internet-Based Terms (“IBT”) is not offered. References in the regulations of SIX Swiss Exchange to the use of IBT do not apply. References to the “IBT application” and the “IBT approval phase” are interpreted as references to the “application for provisional admission” and the “approval phase”.

4.2 Amendment to Art. 24 SSX DPDS – Application

The following regulation applies in place of Art. 24 SSX DPDS:

The application for provisional admission to trading must be submitted with the listing data in accordance with the “SDX Bond Listing Application Form” by e-mail to listing@six-group.com.

See also:

- SIX Exchange Regulation AG (hereinafter referred to as “SIX Exchange Regulation”) website with the “SDX Bond Listing Application Form”

5 Deviations from the Directive Regular Reporting Obligations of SIX Swiss Exchange (hereinafter referred to as “SSX DRRO”)

5.1 Amendment to Art. 4 SSX DRRO – Form of transmission of reportable information

The following regulation applies in place of Art. 4 SSX DRRO:

¹ The issuer must use e-mail to send reportable information.

² The “Connexor Reporting” electronic reporting platform cannot be used. References in the regulations of SIX Swiss Exchange to the use of Connexor Reporting do not apply.

5.2 Amendment to Art. 5 para. 2 SSX DRRO – Mandatory information

The following regulation applies in place of Art. 5 para. 2 SSX DRRO:

The corresponding appendix (including section number) must be explicitly stated in reports sent to fulfill the regular reporting requirements in accordance with the appendices.

5.3 Amendment to Appendix 1 SSX DRRO – Equity securities

For the form for sending information to SIX Exchange Regulation, throughout Appendix 1, *by e-mail to reporting-obligations@six-group.com* applies instead of *Connexor Reporting electronic reporting platform*.

5.4 Amendment to Art. 6 SSX DRRO – Official notice

¹ Art. 6 para. 1 SSX DRRO is supplemented as follows:

Notices must be sent by e-mail to listing-operations@sdx.com. There will be no confirmation of receipt.

² Art. 6 para. 4 SSX DRRO is not applicable.

³ The following regulation applies in place of Art. 6 para. 6 SSX DRRO:

The “official notice” is alternatively published:

- on the SDX website as an “official notice”.

6. Effective Date

This Appendix B was adopted by the Issuers Committee on 18 June 2021 and will be in effect as of 15 October 2021.

7. Revisions

The revision of Appendix B sections 2.1, 3.3 and 4.1 as well as Appendix B sections 2.2 and 2.3 was decreed by the Issuers Committee on 28 June 2023 and enters into force on 1 March 2024.