



Guideline for Waiver of Listing Rules Requirements

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GUIDELINE FOR WAIVER OF LISTING RULES REQUIREMENTS

1. Introduction

1.1.	(a)	The main objective of this guideline is to establish a mechanism for listed issuers to submit an application for waiver of one or more requirements of the listing rules prescribed by the Maldives Stock Exchange.
	(b)	This guideline will provide the due process which will be followed by the Exchange in consideration of a breach of the rules and/or a request for waiver on application by an Issuer or at the Exchange's discretion at any given time.

2. Objectives

2.1.		This Guideline is intended to ensure equal and fair enforcement of the requirements of the listing rules under all circumstances.
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3. Application for Waiver

3.1.		An application for waiver of one or more requirements of the listing rules must be submitted in writing in accordance with this Guideline in accordance with the provisions stated below;
	(a)	Where the application for waiver is related to a requirement under the rules for which a specific time period is prescribed for compliance, the request for waiver must be submitted at least fifteen (15) working days prior to the deadline specified in the listing rules.
	(b)	In the case of an application for waiver of a requirement other than of the nature specified in (a) of this section, the request must be submitted to the Exchange as soon as the circumstances are known to the Issuer making the request.
3.2.		If any information in the application is confidential in nature, clear indication and detail must be provided as to the confidential nature of the information submitted with the application.
3.3.		The application for waiver shall include the following:
	(a)	Clear and precise reasons for the request for waiver or potential non-compliance;
	(b)	Specific reference to the requirement under the listing rules for which a waiver is requested;



	(c)	Any significant Financial and or Commercial consequences to the Issuer if the waiver is not granted;
	(d)	Clear specification of the duration for which the waiver is requested, if the waiver is in relation to a time sensitive requirement under the listing rules;
	(e)	Specify clearly any related party transactions or undertakings relating to the request for waiver and the parties involved with clear details of the relationships of any such parties.
3.4.		Exchange shall have discretion to reject any application made without the details specified under this Guideline.
4. Decision on Request for Waiver		
4.1.		Following an application for waiver as specified in this guideline, a decision shall be made by the Exchange and the decision shall be communicated with reasons in writing to the applicant. This decision shall include but does not limit to the following details;
	(a)	Decision of the Exchange with regard to the application.
	(b)	Actions to be taken by the Applicant and the Exchange following the decision.
	(c)	The duration for which the waiver is granted (if applicable).
	(d)	A decision on a complete application made in accordance with this Guideline must be made by the Exchange within ten (10) working days or in no more than twenty (20) calendar days subject to completeness of the request being submitted.
4.2		Exchange may grant a waiver where it considers the request made for the waiver is reasonable under any given circumstance. In assessing the reasonableness of any such request, consideration shall be given to;
	(a)	The particular provision of the rules for which a waiver is requested, and the objectives and rational of any specific provisions;
	(b)	Any negative impact of a waiver on the market and investors;
	(c)	Whether a breach or waiver of similar nature has been granted to the applicant in the most recent 03-year period of compliance;
	(d)	Equal treatment and fairness of application of rules on listed companies.




5. Publication of Waivers

5.1.		Information relating to any waivers granted under the listing rules will be published by the Exchange for the benefit of the market.
5.2.		The details of the publication made by the Exchange will include the name of the Issuer, the relevant listing rules requirements, and reason for waiver and time period for which the waiver is granted if applicable.
5.3.		Where the publication of a waiver is a cause for concern in terms of disclosing the details of the waiver being deemed as detrimental to the Issuer in any manner or form, details of any such information shall be clearly communicated to Exchange at the time of the application being made.
5.4.		The Issuer must make a publication on its website including reasons for requesting and details of the waiver where a waiver is granted by the Exchange, on the same day on which the waiver is communicated to the Issuer.

6. Breach of Listing Rules

6.1.		Exchange shall consider the following when imposing any specific penalty under the Listing Rules for breach of the rules: This shall be applicable in circumstances where an application for waiver has been rejected by the Exchange, or where a breach has been committed by the Issuer in absence of a request for waiver.
	(a)	The nature and the seriousness of the breach by the Issuer.
	(b)	The circumstances and manner in which the breach was committed.
	(c)	Whether or not any reasonable measures have been taken by Board of Directors and the Management of the company to prevent the breach of rules;
	(d)	The impact of the breach on the market and the investors (including minority shareholders).
	(e)	Any significant conduct of majority shareholder (s) in causing the breach of rules.
	(f)	Whether the breach in question is repetitive in nature.
	(g)	Any previous waivers granted.



7. Right to make submission

7.1.		The applicant shall have the right to make supplementary oral representations and the obligation to answer any questions which the Exchange may have following an application under this guideline.
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8. Penalties for Breach

8.1.		The Exchange will make a decision on the action to be taken for a breach of the listing rules in consideration of the provisions of this Guideline. Any action taken will be in accordance with the provisions of the Listing Rules.
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