



[non-binding translation]

# Directive on the Procedure (DoP)

Date of entry into force: 1 April 2025

## Table of contents

1.	Purpose and subject matter .....	2
2.	Scope of application .....	2
3.	Content of the application .....	2
4.	Supplements to the application .....	2
5.	Content and form of publication of the Official Notice.....	3
6.	Form of applications .....	4
7.	Handling of the application.....	5
8.	Final provisions.....	5

## **1. Purpose and subject matter**

- 1.1. This Directive sets out the requirements for the various applicable procedures in connection with equity securities, bonds, derivatives and Exchange Traded Products (ETPs) that are admitted to trading on BX Digital AG (**BX Digital**), are admitted to trading or whose admission is to be terminated.
- 1.2. The applicable specific procedures are described in the following appendices, which form an integral part of this Directive:
  - a) Appendix 1: Procedure for equity securities
  - b) Appendix 2: Procedure for bonds
  - c) Appendix 3: Procedures for derivatives and exchange traded products
- 1.3. This Directive is intended in particular to provide guidance for the planning and implementation of the procedures and the compilation of the necessary documents.

## **2. Scope of application**

- 2.1. The described procedures apply to both domestic and foreign issuers.
- 2.2. Different or supplementary provisions may apply to foreign issuers.

## **3. Content of the application**

- 3.1. In the application for admission as an issuer or guarantor, the issuer or guarantor must prove that all admission requirements are met in accordance with the applicable BX Digital rules.
- 3.2. In the application for admission of DLT securities on BX Digital, the issuer must prove that the issuance fulfils all admission requirements in accordance with the applicable BX Digital rules.
- 3.3. The applications according clauses 3.1. and 3.2. may be submitted in a combined submission.
- 3.4. In the event that the issuer is exempt from drawing up a prospectus pursuant to the Swiss Financial Services Act (**FinSA**), this must be explained in the application.

## **4. Supplements to the application**

- 4.1. When submitting an application for admission as an issuer or guarantor on the BX Digital, the following documents must be submitted together with the application:
  - a) Last annual report, including the audited annual financial statements (at least balance sheet, income statement and audit report) and, in the case of issuers under public law, the corresponding documents;

- b) Interim reports and notifications of new, price-sensitive facts that have been published since the last annual report;
  - c) Issuer's declaration pursuant to clause 6.1 of the Admission Rules;
  - d) Evidence pursuant to clause 6.2 of the Admission Rules and any other evidence requested by BX Digital;
  - e) Copy of the current excerpt from the commercial registry or a comparable foreign register;
  - f) Copy of the applicable articles of association.
- 4.2. When submitting an application for the admission of DLT securities on the BX Digital, the following documents must be submitted together with the application for each type of securities:
- a) Proof that the issuer has a prospectus that has been approved by a Prospectus Review Office in accordance with FinSA or that is considered approved in accordance with FinSA;
  - b) Issuer's declaration pursuant to clause 6.1 of the Admission Rules.
- 4.3. Depending on the type of DLT securities and the planned transaction, additional documents may need to be enclosed with the application. These additional supplements can be found in the applicable appendices.
- 4.4. If possible, the application supplements must be submitted together with the application for admission.
- 4.5. If the application supplements are not yet available in final form at the time of submission in accordance with clause 4.1, corresponding drafts may also be submitted.
- 5. Content and form of publication of the Official Notice**
- 5.1. The Official Notice (**ON**) to be published pursuant to clause 10.1 of the Admission Rules with regard to the admission of DLT securities on the BX Digital must contain the following information:
- a) company name, registered office and address of the issuer;
  - b) designation, nominal amount, number and denomination of the DLT securities;
  - c) intended date of admission;
  - d) summary description of the transaction;
  - e) indication of the DLT trading facility on which admission of the same DLT securities already exists or is being applied for;

- f) ISIN and trading symbol;
  - g) the possibility of obtaining the prospectus and any supplement free of charge (including information on where it can be obtained in printed form or accessed electronically). If the issuer is not required to prepare a prospectus pursuant to FinSA, this must be indicated.
  - h) person responsible for the ON (incl. telephone number and e-mail address for any queries);
  - i) date of publication.
- 5.2. In principle, the ON must be sent to BX Digital by e-mail. Alternatively, BX Digital may provide an electronic interface (Connexor, dXXL, etc.) or an online form for the transmission for certain segments.
- 5.3. The issuer must transmit the ON as PDF or as an unprotected text document without formatting. If BX Digital permits or prescribes reporting via an electronic interface such as Connexor or dXXL or via an online form as an alternative in accordance with the information in the appendices, the required syntax and content must be followed.
- 5.4. The ON must be submitted in the language of the application (cf. clause 6.1.).
- 5.5. The issuer must send the text of the ON to the Admission Board of BX Digital as early as possible, stating the desired publication date. The ON must be published no later than 60 minutes before the opening of trading on the day of admission (first trading day).
- 5.6. If material changes occur between the time of publication of the prospectus and the first trading day of the DLT securities compared with the information in the prospectus, the public must be informed of this via an ON in accordance with the requirements set out above.
- 5.7. The ON does not replace the supplement to the prospectus pursuant to FinSA.
- 5.8. No changes will be made to the content of the ON when it is published by BX Digital. The issuer is solely responsible for the content of the ON.
- 5.9. BX Digital publishes the ON on its website or via other electronic media that BX Digital considers appropriate.
- 6. Form of applications**
- 6.1. Applications and declarations must be submitted to the Admission Board in writing in German, French, Italian or English and legally signed as original (physically) or in electronic form by means of a qualified electronic signature within the meaning of Article 14 para. 2<sup>bis</sup> Code of Obligations (CO) to [zulassung@bxdigital.ch](mailto:zulassung@bxdigital.ch).

- 6.2. BX Digital may provide or make available corresponding forms for the electronic submission of documents on its website.

## **7. Handling of the application**

- 7.1. The Admission Board examines the application on the basis of the submitted documents. It may request further information and additions to the application, in particular if the principle of fair information is not observed. It regulates the procedure.
- 7.2. The Admission Board approves the application if the requirements set out in the Admission Rules or the applicable Additional Rules are met, subject to rejection without stating the reasons in accordance with clause 3.4 of the Admission Rules.
- 7.3. If the requirements are not met, it rejects the application provisionally or definitively.
- 7.4. The applicant may request a preliminary decision from the Admission Board.

## **8. Final provisions**

This directive has been adopted by the Admission Board and enters into force on 1 April 2025.