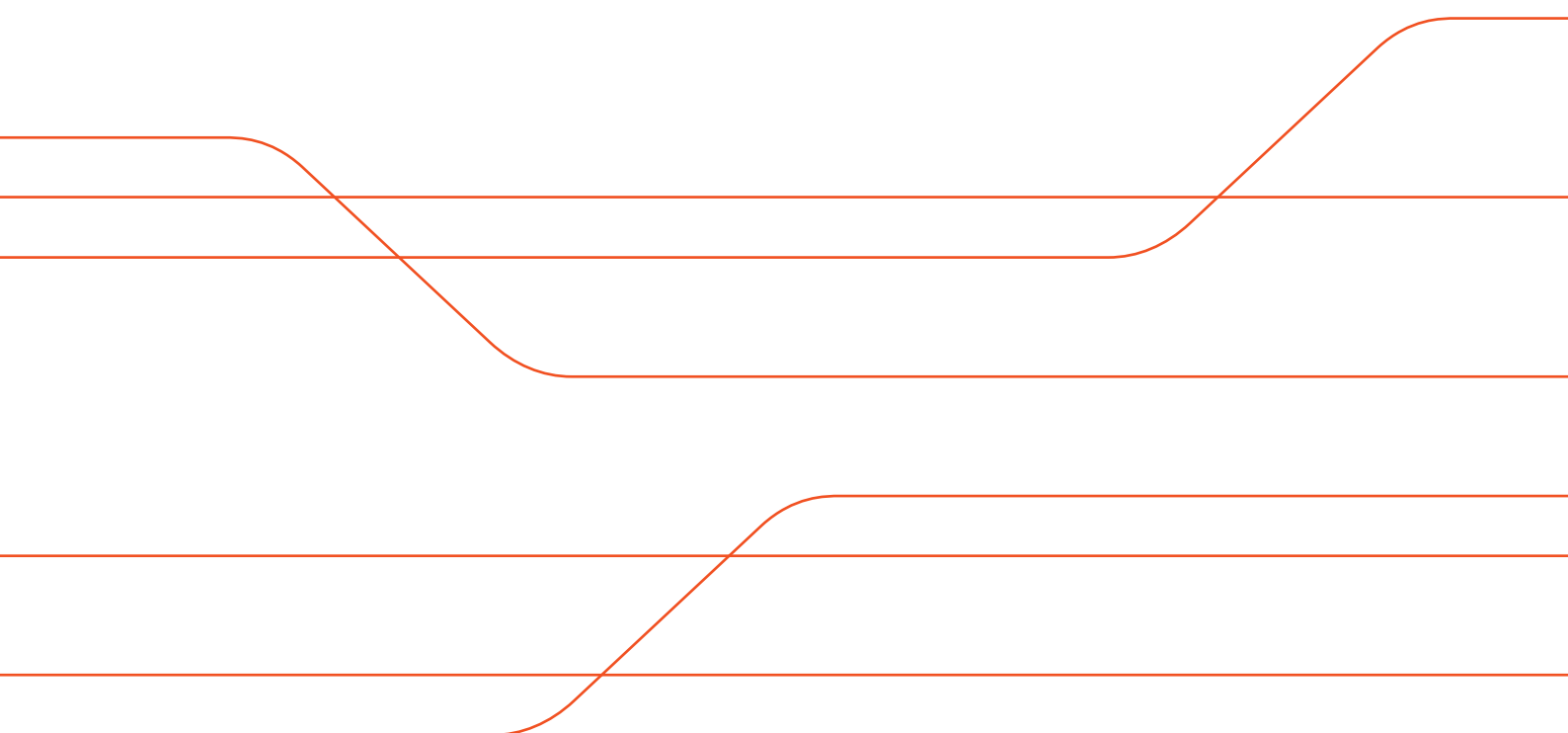


# Directive on the Use of the Electronic Reporting Platform to Fulfil Reporting Obligations Under Art. 9 of the Directive on Regular Reporting Obligations

(Directive Reporting Platform DRRO, DRPRO)

Dated 20 March 2018

Entry into force: 1 May 2018



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*Basis Art. 3 para. 9 LR*

## I General provisions

### Art. 1 Obligation to use

Companies which have primarily listed equity securities on SIX Swiss Exchange Ltd ("SIX Swiss Exchange") are obliged to use exclusively the electronic reporting platform ("Reporting Platform") to fulfil their reporting obligations in accordance with Art. 9 Directive Regular Reporting Obligations.

### Art. 2 Substance

This Directive governs the use of the Reporting Platform.

## II Use

### Art. 3 Access authorisation

<sup>1</sup> The use of the Reporting Platform is reserved exclusively for the issuer's employees ("Users") whom the issuer has reported to SIX Exchange Regulation Ltd ("SIX Exchange Regulation") for this purpose. Para. 2 remains reserved.

<sup>2</sup> If the issuer commissions third parties to fulfil the reporting obligations, it must submit a corresponding written power of attorney to SIX Exchange Regulation.

<sup>3</sup> Para. 1 shall be applicable analogously to third parties and their employees ("Users") which were commissioned by the issuer to fulfil the reporting obligations.

### Art. 4 Validation criteria

<sup>1</sup> The Users must first validate themselves (identification and authentication) in order to transmit entries via the Reporting Platform.

<sup>2</sup> After successful identification via the validation criteria (such as password, token, etc.), Users are granted encrypted access to the Reporting Platform.

### Art. 5 Due diligence

<sup>1</sup> The issuer is responsible that the attributes for identification and authentication, such as PIN, password, token and other identifiers, are used exclusively by the Users authorised under Art. 3 paras. 1 and 2.

<sup>2</sup> The issuer must ensure that the Users keep the identification and authentication attributes in strictest confidence and protected from misuse by unauthorised persons.

<sup>3</sup> All Users authorised on the basis of the identification and authentication attributes are considered by SIX Swiss Exchange to be correctly validated, independent of their legal relationship to the issuer and regardless of any contradicting entries in the Commercial Register, publications or arrangements on signatory documents, etc. All activities and legal acts arising from the aforementioned verification of identity are to be imputed to the associated issuer and are legally binding for the issuer. The issuer shall be liable for all consequences arising from the unauthorised or incorrect entry of data.

### Art. 6 Suspension and cancellation of access authorisation

<sup>1</sup> SIX Exchange Regulation is authorised to have any access to the Reporting Platform suspended without prior notification if it deems this appropriate for good cause. It shall immediately inform the issuer and, as the case may be, any third parties commissioned by the latter (Art. 3 para. 2) on the suspension, inasmuch possible.

<sup>2</sup> If the issuer or a third party commissioned by it (Art. 3 para. 2) wishes to delete one or more Users, it must inform SIX Exchange Regulation of this by e-mail or fax. In the event of losing a token, SIX Exchange Regulation must be notified immediately by e-mail or telephone. Until deletion, the User shall be authorised to use the Reporting Platform in accordance with his/her authorisation.

<sup>3</sup> All reports received from a User before deletion shall be treated as having been transmitted by a legitimate User.

### III Data traffic

#### Art. 7 Entry and transmission

<sup>1</sup> Data can be entered and transmitted to SIX Exchange Regulation by the issuer, or third parties under Art. 3 para. 2, at any time and at their own risk. Unforeseeable interruptions owing to operating failures, technical faults, malfunctions or third-party interventions in data-communications equipment, etc. remain reserved.

<sup>2</sup> As a rule, notices on scheduled maintenance work or unplanned interruptions, during which the entry or transmission of data is not possible, are posted on the Reporting Platform's homepage. In addition, under Art. 3 para. 2, SIX Exchange Regulation shall inform the issuer and third parties by e-mail of any planned maintenance work, inasmuch possible.

#### Art. 8 Modifications and interruption

<sup>1</sup> SIX Exchange Regulation is authorised to make modifications to the Reporting Platform and to interrupt or close the connection between one or more Users and the Reporting Platform if the modification or suspending is necessary in order to prevent or rectify errors or malfunctions. SIX Exchange Regulation shall inform the issuers, and third parties under Art. 3 para. 2, of such measures as soon as possible (e.g. by e-mail or fax).

<sup>2</sup> In the event of interruptions to the Reporting Platform service, issuers must ensure that the reporting obligations under Art. 1 are fulfilled. The relevant reports must be sent to SIX Exchange Regulation by online form, e-mail or fax. In case of a report which requires the publication of an Official Notice, the corresponding form must be used. SIX Exchange Regulation will send this form to the issuer by e-mail, fax or mail if the Reporting Platform connection is interrupted. The deadlines according to Annex 1 Directive Regular Reporting Obligations must be observed by the issuer.

#### Art. 9 Notable features of internet data traffic

<sup>1</sup> Data transmission is encrypted. However, the internet is an open and publicly accessible, worldwide network. Data are transmitted between the issuer and SIX Swiss Exchange/SIX Exchange Regulation via public facilities without special protection. Data transmitted via the internet may leave Swiss territory in an unpredictable manner, even if the computer systems of both the sender and recipient are in Switzerland. Because the identities of the senders and recipients of the messages are not encrypted, these data may be read by unauthorised third parties.

<sup>2</sup> Under certain circumstances, entering and sending data from abroad may violate foreign laws, inasmuch as foreign legal systems may prohibit the use of encryption technology or only permit it subject to certain conditions. It is the issuer's responsibility to find out about such matters and observe the applicable legislation. SIX Exchange Regulation and SIX Swiss Exchange accept no liability whatsoever in this regard.

### IV Other provisions

#### Art. 10 Liability

<sup>1</sup> The transmission of electronic data from the issuer to the SIX Group Ltd ("SIX Group") data-processing centre does not fall within the scope of liability of SIX Swiss Exchange or SIX Exchange Regulation.

<sup>2</sup> SIX Swiss Exchange, SIX Exchange Regulation, any other SIX Group company or any auxiliary person contracted by them shall in no case be held liable for any direct or indirect damages or consequential damages incurred by the issuer or any third party from the use of the Reporting Platform or as the result of transmission errors, incorrect information, operating failures, technical flaws, phishing, malfunctions, third-party interventions etc. in the data-transmission mechanisms. There shall also be no liability for direct or indirect damage or consequential damage arising from malfunctions, interruptions (including system-related maintenance work) or overloads in the IT systems of SIX Group, etc.

<sup>3</sup> Should any security risks be identified, SIX Swiss Exchange and SIX Exchange Regulation reserve the right at all times to interrupt entry via the Reporting Platform or to arrange for its to be interrupted so as to protect themselves or to protect the issuer until such security risks are remedied. SIX Swiss Exchange, SIX Exchange Regulation or any other SIX Group company shall not be held liable for any damages resulting from such interruptions. They shall also assume no liability if this damage was caused by an auxiliary person contracted by them.

#### **Art. 11 Costs**

<sup>1</sup> The regular use of the Reporting Platform made available by SIX Swiss Exchange is free of charge for the issuer. Any additional time and expenses incurred by SIX Swiss Exchange or SIX Exchange Regulation may be invoiced to the issuer.

<sup>2</sup> The issuer shall be issued with up to 12 tokens free of charge for the purposes of identifying and authenticating Users. Additional tokens shall be payable.

## **V Final provision**

#### **Art. 12 Entry into force**

With the exception of Art. 1, this Directive enters into force on 1 January 2010. Art. 1 will enter into force at a later point in time.

#### **Art. 13 Revisions**

<sup>1</sup> The revision of Art. 1 and Art. 8 para. 2 that was decreed by the Issuers Committee in its resolution of 13 August 2014 enters into force on 1 December 2014.

<sup>2</sup> The revision of Arts. 3, 9, 10 and 11 that was decreed by the Issuers Committee in its resolution of 20 March 2018 enters into force on 1 May 2018.