

Announcement

of Frankfurter Wertpapierbörse (FWB)

Second Amendment Ordinance to the Exchange Rules for the Frankfurter Wertpapierbörse

On 29 January 2018, the Exchange Council of the Frankfurter Wertpapierbörse decided on the Second Amendment Ordinance to the Exchange Rules for the Frankfurter Wertpapierbörse.

The Second Amendment Ordinance shall take effect on 31 January 2018.

A copy of the Ordinance is deposited at the reception desk of the trading floors, Frankfurter Wertpapierbörse Börsenplatz 4 60313 Frankfurt am Main, and is available for inspection during the general opening hours. The mentioned Ordinance was laid down on 30 January 2018.

**Second Amendment Ordinance
to the Exchange Rules for the Frankfurter Wertpapierbörse**

**Article 1 Amendment to the Exchange Rules for the Frankfurter Wertpapierbörse in
the version dated 29 June 2017, last amended by the Amendment Ordinance
dated 1 December 2017**

AMENDMENTS ARE MARKED AS FOLLOWS:

INSERTIONS ARE UNDERLINED

DELETIONS ARE CROSSED OUT

[...]

§ 51 Annual Financial Report

- (1) At the end of a financial year, the issuer of the shares or the issuer of the represented shares shall draw up an annual financial report as single or several documents under § ~~114~~103 Paragraphs 2 and 3 German Securities Trading Act (Wertpapierhandelsgesetz, WpHG) or, if so required, a consolidated financial statement and group management report under § ~~117~~106 Number 1 German Securities Trading Act. The annual financial report shall be prepared in both German and English. Issuers with registered offices outside Germany may prepare their report in English only.
- (2) The issuer of the shares or the issuer of the represented shares shall transmit the annual financial report to the Management Board at the latest by four months after the end of a given financial year. The manner and form of the electronic transmission shall be determined by the Management Board. The Management Board shall make the annual financial report available to the public, either electronically or in another suitable manner.
- (3) The foregoing shall be without prejudice to the statutory provisions concerning the annual financial report. Exemptions granted by the German Federal Financial Supervisory Authority (Bundesanstalt für Finanzdienstleistungsaufsicht, BaFin) shall be immediately applicable, unless the granted exemptions contradict basic ideas of the Prime Standard. The issuer of the shares or the issuer of the represented shares shall inform the Management Board of exemptions granted under Clause 2. Upon request, the issuer of the shares or the issuer of the represented shares shall make available to the Management Board all documents regarding the granting of such exemption. Furthermore, the Management Board may grant exemptions from the conditions of § 48 to issuers with offices in a non-EU country or outside another contractual country of the Treaty on the European Economic Area, provided that the issuers are subject to similar rules of a non-EU country or comply with such rules in whole or in part.

§ 52 Half-yearly Financial Report

- (1) The issuer of the shares or the issuer of the represented shares shall draw up a half-yearly financial report pursuant to § ~~115~~104 Paragraphs 2 to 4 German Securities Trading Act (Wertpapierhandelsgesetz, WpHG) or – if it is obliged to draw up a consolidated financial statement and a group management report – a half-yearly financial report pursuant to § ~~117~~106 Number 2 German Securities Trading Act for the first six months of each financial year.
- (2) The half-yearly financial report shall be prepared in both German and English. Issuers with registered offices outside Germany may prepare their half-yearly financial report in English only.

- (3) The information in the half-yearly financial report can be subject to auditing by an annual auditor or an examination pursuant to § 317 German Commercial Code (Handelsgesetzbuch, HGB). § ~~115404~~ Paragraph 5 German Securities Trading Act (Wertpapierhandelsgesetz, WpHG) shall apply.
- (4) The issuer of the shares or the issuer of the represented shares shall transmit the half-yearly financial report to the Management Board electronically within three months of the end of the reporting period. The nature and form of the electronic transmission shall be determined by the Management Board. The Management Board shall make the half-yearly financial report available to the public, either electronically or in another appropriate mode.
- (5) The foregoing shall be without prejudice to the statutory provisions concerning the half-yearly financial report. Exemptions granted by the Federal Financial Supervisory Authority (Bundesanstalt für Finanzdienstleistungsaufsicht, BaFin) shall be immediately applicable, unless the granted exemptions contradict basic ideas of the Prime Standard. The issuer of the shares or the issuer of the represented shares shall inform the Management Board of exemptions granted under Clause 2. Upon request, the issuer of the shares or the issuer of the represented shares shall make available to the Management Board all documents regarding the granting of such exemption. Furthermore, the Management Board may grant exemptions from the conditions of § 49 to issuers with offices in a non-EU country or outside another contractual country of the Treaty on the European Economic Area, provided that the issuers are subject to similar rules of a non-EU country or comply with such rules in whole or in part.

§ 53 Quarterly Statement

- (1) The issuer of the shares or the issuer of the represented shares shall prepare a quarterly statement or – if it is obliged to draw up a consolidated financial statement and a group management report – a quarterly group statement for the first quarter and the third quarter of each financial year as of the respective reporting deadlines.
- (2) The quarterly statement shall contain information on the respective period covered by the statement, with the option of any information contained in the quarterly statement for the third quarter as of the respective reporting deadline either referring to the period ranging from the beginning of the half-year to the deadline or from the beginning of the financial year to the deadline. Such information shall enable an assessment on how the issuer's business activities have developed in the respective period covered by the statement. The quarterly statement shall outline the crucial events and transactions of the issuer's company within the period covered by the statement and their effects on the issuer's financial situation as well as describe the issuer's financial situation and operating results within the period covered by the statement.(3) If, due to new information, it becomes evident to the issuer that the projections and other statements made in its last group management report or in its last interim management report have substantially changed in relation to the projected development of the issuer for the current financial year, the issuer shall include such changes in its quarterly statement. In doing so, it shall be sufficient to include any projections and other statements

which from the issuer's point of view are relevant for an assessment of the projected development.

- (4) The quarterly statement shall be prepared in both German and English. Issuers with registered offices outside Germany may prepare their quarterly statement in English only.
- (5) The issuer of the shares or the issuer of the represented shares shall transmit the quarterly statement to the Management Board electronically within two months of the end of the period covered by the statement. The nature and form of the electronic transmission shall be determined by the Management Board. The Management Board shall make the quarterly statement available to the public, either electronically or in another appropriate mode.
- (6) If a quarterly financial report is prepared pursuant to § ~~115404~~ Paragraph 2 Number 1 and 2, Paragraphs 3 and 4 of the German Securities Trading Act (Wertpapierhandelsgesetz, WpHG) or pursuant to § ~~117406~~ Number 2 WpHG respectively, the issuer shall no longer be obliged to prepare a quarterly statement. Paragraphs 1, 4 and 5 shall then apply accordingly to the quarterly financial report.
- (7) The Management Board may grant exemptions from the conditions of § 50 to issuers with offices in a non-EU country or outside another contractual country of the Treaty on the European Economic Area, provided that the issuers are subject to similar rules of a non-EU country or comply with such rules in whole or in part.

[...]

§ 63 Obligations of the Applying Trading Participant after Inclusion

- (1) The applying Trading Participant shall be obliged to notify the Management Board immediately of all circumstances disclosed by the issuer of the included securities or of which the applying Trading Participant has otherwise become aware and which are material in evaluating the included securities. This shall, in particular, include notifications and changes pursuant to § ~~4942~~ WpHG and publications and notifications pursuant to § ~~2649~~ German Securities Trading Act or comparable provisions which are applicable at the foreign market to which the included securities are admitted, for the protection of the public and for the purpose of ensuring orderly exchange trading. Changes in the form or the medium of publication pursuant to § 61 Paragraph 4 Clause 2 shall be notified by the applying Trading Participant immediately.
- (2) If the inclusion was ex officio, the obligations under Paragraph 1 are waived.

[...]

§ 116 Position Reporting for Commodity Derivatives

- (1) The Management Board may, for the purpose of position management checks, request Trading Participants who conduct transactions in commodity derivatives, to give access to information pursuant to § 26f Page 3 of the German Stock Exchange Act.
- (2) The Management Board may request Trading Participants who conduct transactions in commodity derivatives, to temporarily or permanently delete or reduce any position entered into by the Trading Participant to the extent necessary to comply with the position limits pursuant to § 54 Paragraph 1 to 5 ~~and Paragraph 5~~ WpHG. If the Trading Participant fails to comply with this obligation although requested, the Management Board may take any appropriate measures.
- (3) The Management Board may, for the purpose of mitigating the impact of a large or dominant position, request Trading Participants who conduct transactions in commodity derivatives, to temporarily return liquidity back to market at a price and to an extent agreed.
- (4) The Trading Participants are obliged to notify the Exchange once a day about the details of its positions in commodity derivatives traded at FWB as well as about the positions of its clients, clients' clients and end clients. Further provisions shall be determined by the Management Board.

Article 2 Effectiveness

Article 1 shall become effective on 31 January 2018

The foregoing Second Amendment Ordinance to the Exchange Rules for the Frankfurter Wertpapierbörse is hereby executed. Pursuant to the decision of the Exchange Council of the Frankfurter Wertpapierbörse dated 29 January 2018, the Amendment Ordinance shall become effective on 31 January 2018.

The Hessian Ministry for Economics, Energy, Transportation and Regional Development has given its approval required pursuant to §16 Paragraph 3 of the Exchange Act by letter dated 29 January 2018 (File No: III 7 – 37 d 02.05.02#014).

The Second Amendment Ordinance to the Exchange Rules for the Frankfurter Wertpapierbörse shall be announced by notice on the premises of the Frankfurter Wertpapierbörse and by electronic publication on the internet, available on the websites of the Frankfurter Wertpapierbörse (<http://www.deutsche-boerse.com>).

Frankfurt/Main, 30 January 2018
Management Board of the Frankfurter Wertpapierbörse