Uganda Securities Exchange

USE Listing Rules 2025

Rule	Previous USE Provision	Approved Amendment
Rule 4(2)	The Exchange shall suspend any listed securities where an issuer is placed under liquidation, statutory management, receivership, or any analogous process	The Exchange may suspend any listed securities where an issuer; a. is placed under liquidation, statutory management, receivership, or any analogous process, **b. fails to or is unwilling to comply with a provision in the Rules of the Exchange,** **c. has been suspended in its primary market.**
Rule 9(1)	If the Exchange considers that an Issuer has contravened the Listing Rules in any way, it may (without derogating from its mandate to suspend and/or delist an Issuer), censure that Issuer by way of a written warning or a penalty, not exceeding 200 currency points.	If the Exchange considers that an Issuer has contravened the Listing Rules in any way, it may (without derogating from its mandate to suspend and/or delist an Issuer), censure that Issuer by way of a written warning or a penalty **stipulated under Rule 29 of the USE Fees, Charges and Penalties Rules.**
Rule 42 **Insertion of Rule 42(4)**	On "Interim and Quarterly reports"	Where an issuer elects to or is required by another regulator to publish **interim and/or quarterly reports** for each reporting period, the issuer shall provide the Exchange with the same publications/disclosures for each mandated period without fail.
Rule 36	Insertion of Rule 36(4)	Notices/Announcements to be published in a daily newspaper of nationwide circulation *and in case of notices pertaining to financial statements/information* shall be in accordance with the prevailing International Financial Reporting Standards (IFRS).
Schedule 3 Paragraphs 12(2) and 28	Quorum at general meetings **Schedule 3 Paragraph 12 (2)** *The quorum at a general meeting shall be* ***at least three*** *members entitled to attend and vote.* **Schedule 3 Paragraph 28** *Quorum at general meetings* *The articles shall provide that a quorum at a general meeting and at an adjourned or postponed meeting shall be* ***at least two members,*** *present in person or by proxy, of whom one member shall be the representative of the holding Issuer, or if a Issuer is a wholly owned subsidiary the representative of the holding Issuer shall suffice.*	Schedule 3 Paragraph 28 to be aligned to reflect "three members" **Schedule 3 Paragraph 28** ***Quorum at general meetings*** *The articles shall provide that a quorum at a general meeting and at an adjourned or postponed meeting shall be* ***at least three members,*** *present in person or by proxy, of whom one member shall be the representative of the holding Issuer, or if a Issuer is a wholly owned subsidiary the representative of the holding Issuer shall suffice.*
Schedule 3 Paragraph 14	Insertion of Paragraph 14(10) **Declaration of conflict of interest** On the matter of directors voting on a contract arrangement in which he/she has an interest in a meeting where such a meeting is considered.	Where a director has a conflict of interest affecting the consideration of a contract, agreement, memorandum or any other such binding arrangement, that member must recuse themselves from participating in any discussion of the matter and from voting on that matter.

Uganda Securities Exchange

USE Fees, Charges and Penalties Rules 2025

<table>
<tr><th>Rule</th><th>Previous USE Provision</th><th>Approved Amendment</th></tr>
<tr>
<td>Rule 20</td>
<td>
<table>
<tr><th></th><th>Instance</th><th>Penalty Payable</th></tr>
<tr><td>1</td><td>Upon late payment of listing fees</td><td>500 currency points</td></tr>
<tr><td>2</td><td>Upon late submission of audited annual accounts</td><td>500 currency points</td></tr>
<tr><td>3</td><td>Upon late submission of interim (semi-annual) accounts</td><td>500 currency points</td></tr>
<tr><td>4</td><td>Upon late notification of events</td><td>250 currency points</td></tr>
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<table>
<tr><td>2</td><td>Upon late submission of audited annual accounts</td><td>1000 currency points</td></tr>
<tr><td>3</td><td>Upon late submission of interim (semi-annual) accounts</td><td>750 currency points</td></tr>
<tr><td>4</td><td>Upon late notification of events</td><td>350 currency points</td></tr>
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<td>Insertion of Rule 20(2) to read as follows:</td>
<td>"In instances of severe misconduct or threats to market integrity, the Exchange may exercise its discretion to publicly disclose penalties that have been imposed against non-compliant issuers on its website."</td>
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<td>Amendment of Rule 27: SCD Fees to be amended as follows;</td>
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<table>
<tr><th></th><th>Instance</th><th>Fee Payable</th></tr>
<tr><td>1</td><td>Appointment of SCD Agent in the case where the applicant is a trading participant of the Securities Exchange</td><td>50 currency points</td></tr>
<tr><td>2</td><td>Appointment of SCD Agent in the case where the applicant is not a trading participant of the Securities Exchange</td><td></td></tr>
<tr><td>3</td><td>SCD Annual Subscription</td><td>125 currency points</td></tr>
<tr><td>4</td><td>Statements issued on the request of an account holder</td><td>NIL</td></tr>
<tr><td>5</td><td>Withdrawal of securities</td><td>0.75 currency points (per certificate)</td></tr>
<tr><td>6</td><td>Upon recording, releasing or foreclosing of pledges</td><td>2 Currency points per pledge</td></tr>
<tr><td>7</td><td>Prompt Trades</td><td>0.5 currency points per trade</td></tr>
<tr><td>8</td><td>IPO subscription Processing fee (charged to investors)</td><td>0.25 currency points per subscription application</td></tr>
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<table>
<tr><td>9</td><td>Certificates of Balance</td><td>1.5 currency points</td></tr>
<tr><td>10</td><td>Audit Confirmation</td><td>2.5 currency points</td></tr>
<tr><td>11</td><td>Letter of Introduction</td><td>1 currency point</td></tr>
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<td>Amendment of Rule 29: General penalties relating to trading participants. Rule 29(2) to be amended as follows;</td>
<td>1. Breach of any provisions of the Rules or codes of the Securities Exchange where no specific penalty has been prescribed: 500 currency points
2. Insertion of Rule 29(A)</td>
<td>1. 500 currency points - 1500 currency points. (At the discretion of the Exchange)

2. Insertion of Rule 29(A) as follows:
In determining the applicable penalty under Rule 29(2), the Exchange shall take into consideration the following:
1. The severity of the violation.
2. Impact on investors and market integrity.
3. Intent.
4. Previous violations.
5. Cooperation and remedial measures.
6. Mitigating factors.</td>
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Uganda Securities Exchange

USE Trading Rules 2025 on Trading Limits

Rule	Previous USE Provision	Approved Amendment
Rule 42 (1)	**Limits on bids and offers** 1) The daily allowed price movement for any equity security in a single trading session shall be no more than 15% above or below the reference price.	Trading limits to be reduced from 15% to 10%. These trade limits have been lowered to resolve issues of turnover on the market. Rule 42(6) inserted to read as follows: In consultation with stakeholders, the CEO may cautiously exercise discretion to modify trade limits, ensuring transparency and accountability in the market, subject to approval of the USE Board of directors.