

ЧЕРЕЗ ЗМІНИ – ДО УСПІХУ



Громадська спілка «Українське об'єднання ринків капіталу»

Report for 2018

THROUGH CHANGES - TO SUCCESS



Welcome from Ukrainian Capital Markets Association President



Dear friends!

Last year we got something done with you. For the first time, two laws have been developed, one of which has already been registered with the Parliament. For the first time, we went to a public action to support the law. For the first time, we have reached the level of 80% of our proposals of the NSSMC. For the first time, our seminars began to be repeated at the request of the participants. For the first time, we began to be invited to an information partnership, and not we were looking for partners. For the first time, we received thanks from other organizations. Perhaps for the first time, and you felt a return on the activities of our organization.

I want to thank everybody for your support and express my hope for further fruitful cooperation!

Sincerely,

Sergii Moskvin



UCMA mission: creating efficient equity and debt capital markets in Ukraine

MAIN ACTIVITIES

- Development and advocacy of laws
- Examination of draft regulatory legal acts
- Conducting seminars
- Informational partnership
- Participation in associations to promote economic reforms in Ukraine





Development and advocacy of laws

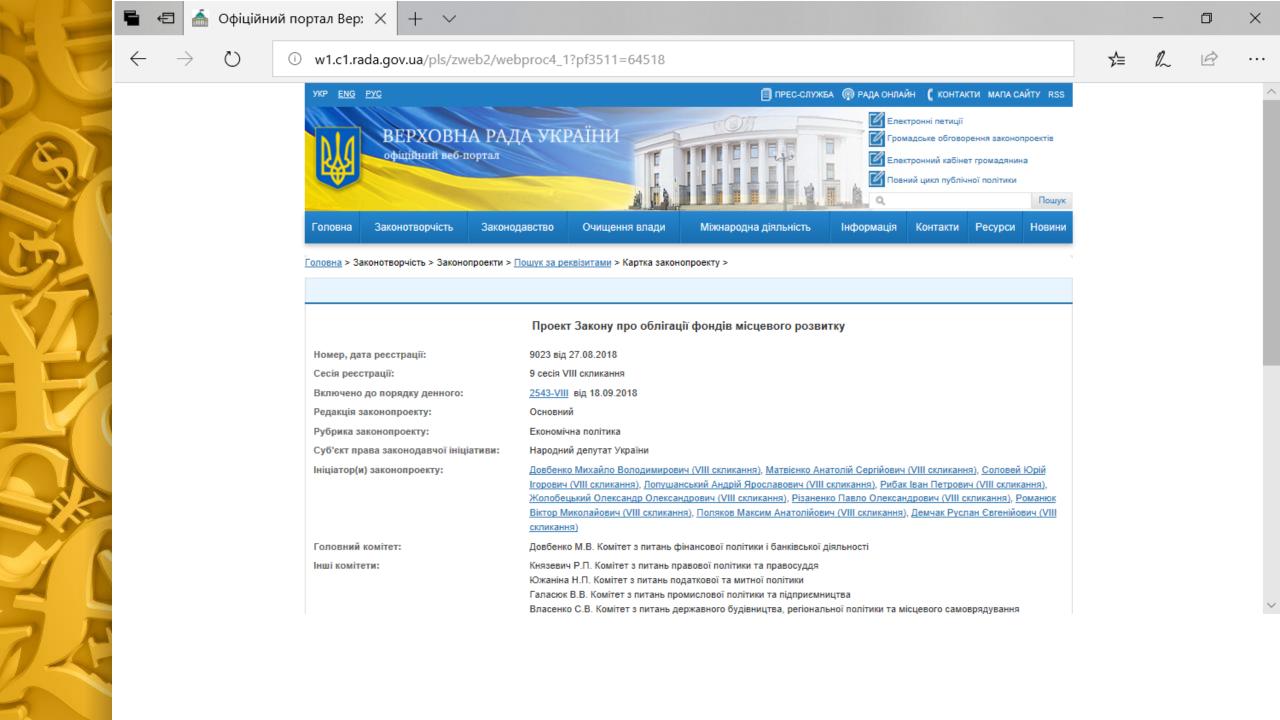
 The draft Law of Ukraine "On Local Development Funds Bonds" was developed and introduced for consideration by the Verkhovna Rada of Ukraine (Reg. No. 9023 dated August 27, 2018)





What about the draft law 9023?

- New instrument for raising funds for implementation of local infrastructure investment projects - bonds of local development funds
- Local authorities, united territorial communities can raise funds
- It will be possible to implement projects, for example, the construction of roads, with the participation of several authorities on the basis of the agreement on cooperation of territorial communities
- Compared to municipal bonds, the procedure for issuing bonds of local development funds is simplified





Development and advocacy of laws

 Draft Law of Ukraine "On Amendments to Certain Legislative Acts of Ukraine on Corporate Governance Issues" (author - Oksana Paraskeva)



New model: one-tired board Shareholders General Exclusive competence Meeting Approval of the statute indicating the chosen type of management structure Formation or liquidation of the Supervisory Board or the Board of Directors The Board of Directors resolves all issues except the exclusive competence of the General Meeting Not less than once a month **Board of Directors** It monitors and controls the activities, as well as protects shareholders' rights

Development and advocacy of laws

 We believe that the adoption of the Draft Law No. 8557 "On Amendments to the Tax Code of Ukraine with regard to the Exit Capital Tax" will facilitate simplification of business in Ukraine, significantly simplifies tax administration, reduces discretion, reduces the possibilities for withdrawal of capital to "offshore" and creates conditions for shadowing the economy, creating incentives to increase investment activity





Development and advocacy of laws

- We support the adoption of the Law of Ukraine "On Amendments to Certain Legislative Acts of Ukraine Concerning the Facilitation of Investment Attraction and the Introduction of New Financial Instruments" (Reg. No. 9035), since it:
- ✓ the functioning of capital markets
 and organized commodity markets
- ✓ functioning of derivatives markets
- ✓ ensuring the protection of the rights of bondholders





- In 2018, the UCMA conducted a public examination and submitted proposals for draft decisions of the National Securities and Stock Market Commission (NSSMC) on the preparation of provisions for the implementation of the Law of Ukraine "On Amendments to Certain Legislative Acts of Ukraine on Facilitating Business and Investing by Issuers of Valuable of securities "(dated 16.11.2017 № 2210-VIII):
- Regulation on the procedure for the issue of municipal bonds and their circulation (decision of the NSSMC of June 14, 2018, No. 391);
- □ Regulation on the register of appraisers who can carry out an independent assessment in cases established by the legislation on securities and joint-stock companies;
- □ Provisions on Disclosure of Information by Securities Issuers (new edition of the Regulation No. 2826).



- Regulation on the procedure for the issue of municipal bonds and their circulation
- Prepared and transferred to the NSSMC first drafts Regulations
- *After the making of the draft Regulation for the discussion, 6 amendments were submitted, of which 4 were taken into account
- *The proposal is directed on initiating amendments to the Resolution of the Cabinet of Ministers of Ukraine No. 110 "On the Procedure for the Implementation of Local Borrowing"

Громадська спідка «Українське об'єднання рипкія кипіталу»



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Bux. No 18-4 pla 25 05 2018

Пантональна кимісія з вінина та наперів та фондового ринку 01010, з. Кий-601 уга Зінтраска, 8 кора. 20

Histor Houseman apa nepakus miniaksitunda nepapilmen minungan rama, ma la ndina

18 травня 2018 р. на <u>https://www.nasme.gov.un/propode of-regular/pro-</u> zatverdzhei.gyu-pologiennya-gre-porvodek-eme-obleansy-v-untahnh-maisevihpozik-ta-h-obgu/ оприлюдиений проект рішения Таліональної киміой з лішних наперів та фонцового рикку «При патверажения Полиження при порядок смісії облігацій внутрішніх місцевих позик ти їх обіту».

Надаєно пропозації по замеченого проекту рішення.

ДОДАТОК. Продолжнії UCMA до просклу рішення ПКЦДФР «Презапвердження Положення про порядок емісії облікцій заутрішніх місцепих полик та їх облуж на 4х стор в одному правдірнику.

З поватим.

Президент UCMA

alle C.Mocksin



- Regulation on the register of appraisers who can carry out an independent assessment in cases established by the legislation on securities and joint-stock companies
- > UCMA has made proposals to the Regulation, as appraisers are key actors in conducting squeeze out
- ➤ Conceptual Proposal: The NSSMC should maintain a register of appraisers and not valuers (this was envisaged in the first version of the draft Regulation)
- ➤ 6 proposals were submitted to the draft Regulation, all proposals were taken into account





- Provisions on Disclosure of Information by Securities Issuers
- As a result of the discussion:
- ⇒ the issuer will have the right to submit the regulated information to the Commission directly, and not through the intermediary
- ⇒Interim information for the fourth quarter is provided with information for the year before April 30 and there is no need to submit it by February 28
- Of the three UCMA amendments, two are taken into account





- WHAT WAITING TO JOINT STOCK COMPANIES FROM THE CHANGES OF LEGISLATION?
- The seminar was repeated three times at the request of the students
- ► March 16th
- ►June 22
- ► November 20th





Закон 2210: що і коли набирає чинності (винятки)

Пункт	Підпункт	Закон	Стаття	3міст	Дата набрання чинност	
пункт 17	підпункт 13	про акціонерні товариства	33	Компетенція загальних зборів АТ	1 травня 2018 року	
пункт 17	абзаци 2-7 підпункту 29	про акціонерні товариства	53	Обрання членів наглядової ради	1 травня 2018 року	
пункт 17	підпункт 47	про акціонерні товариства	70	Значний правочин	1 травня 2018 року	
пункт 9		про бухгалтерський облік та фінансову звітність	1	Підприємства, що становлять суспільний інтерес	1 липня 2018 року	
пункт 15	абзаци 7-9, 12,13,16, 17 підпункту 1, абзац 5 підпункту 4, абзаци 3-5, 8, 9 підпункту 5, підпункти 6, 8, 9 та 15	про цінні папери та фондовий ринок	Розділ IV ЕМІСІЯ ТА ОБІГ ЦІННИХ ПАПЕРІВ	Зміни, пов'язані із впровадженням концепції публічних компаній	1 липня 2018 року	
пункт 15	підпункт 14	про цінні паперита фондовий ринок	27-3	Діяльність з надання інформаційних послуг на фондовому ринку,	1 січня 2019 року	
пункт 15	підпункт 16	про цінні паперита фондовий ринок	39	Розкриття регульованої інформації	1 січня 2019 року	
пункт 17	абзаци 7, 12, 21 підпункту 37, абзаци 6,8 підпункту 38, абзаци 4,5 підпункту 39, <u>абзац 2</u> підпункту 40	про акціонерні товариства	65, 65 ⁻¹ , <u>65⁻²</u> 65 ³	Сквіз-аут (надання інформаційних послуг)	1 січня 2019 року	
пункт 17	<u>абзаци 2,3</u> підпункту 53	про акціонерні товариства	78	Надання акціонерним товариством інформації	1 січня 2019 року	



New Challenges for Taxpayers in 2018

January 25, Kyiv



Issue of municipal bonds: new opportunities

ПОРІВНЯННЯ УМОВ ОДЕРЖАННЯ КРЕДИТУ І ВИПУСКУ ОБЛІГАЦІЙ МІСЦЕВИХ ПОЗИК

	Ощадбанк	Облігації місцевих позик	
Процента ставка, грн.	21%	17%	
Строк запозичення	до 3 років	до 5 років	
Одноразова комісія при наданні кредиту	від 0,5 %;	0%	
Погашення кредиту (облігацій)	щомісячно/щоквартально	у кінці строку	
Сплата процентів	шомісячно	щоквартально/щорічно	
Забезпечення кредитування (облігацій)	нерухоме та рухоме майно, майнові права, порука	не потрібно	

February 14, the city of Dnipro (together with DESPRO)



Tools for financing local investment projects

June 7, Kyiv (together with DESPRO and the Ukrainian Stock Market Development Institute)

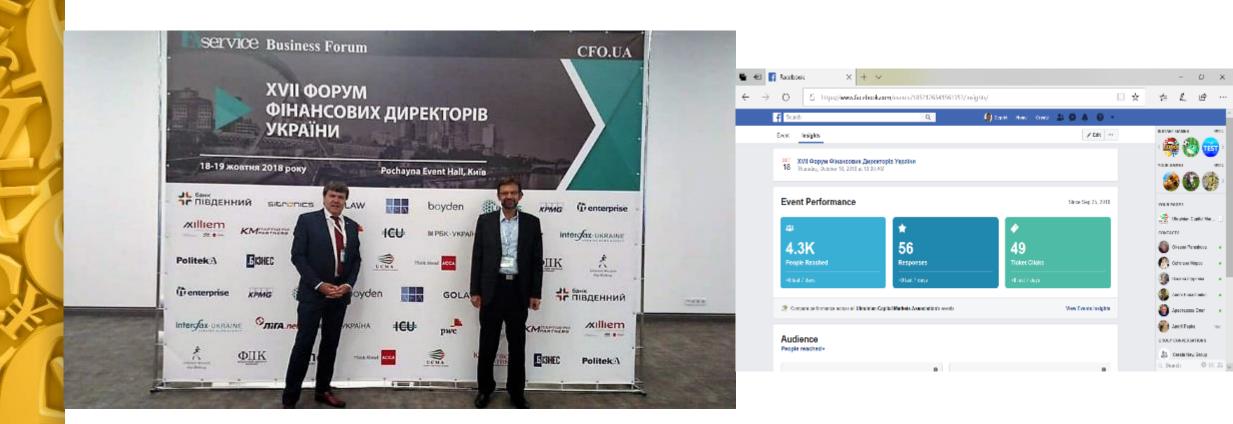


Roman Kuzyuk presents his book "The End Beneficiary", L'viv











Stock market: where are we going?

- 1. We are approaching MIFID-II (Draft of Law 9035), but this is only the first step
- 2. We want to sign a memorandum with IOSCO on the exchange of information (Draft of Law 6303-d, handled by IOSCO)
- 3. We are going to change the process of squeeze out
- 4. We expand the range of debt capital raising instruments (Draft Laws 9023, 9034)
- 5. Promote the reform of the infrastructure of capital markets and derivatives (the Draft of Law is published on the NBU's website)



ІНФОРМАЦІЙНИЙ ПАРТНЕР - UCMA

19 ЛИСТОПАДА 2018



- бізнес та інвестиції в Європі
- деофшоризація та робота з нерезидентами
- рахунки в іноземних банках
- валютне регулювання і ТЦО

УКРАЇНСЬКИЙ БІЗНЕС ФОРУМ

UBF 2018 MEDIA PARTNERS





































































CASE Україна

Центр соціально-економічних досліджень



Development of partnership relations

Forum "Implementation of the EU acquis: Market Abuse and Squeeze out", Association "Ukrainian Stock Traders"

Happy X Anniversary, Investor Relations Agency







Participation in associations to promote economic reforms in Ukraine

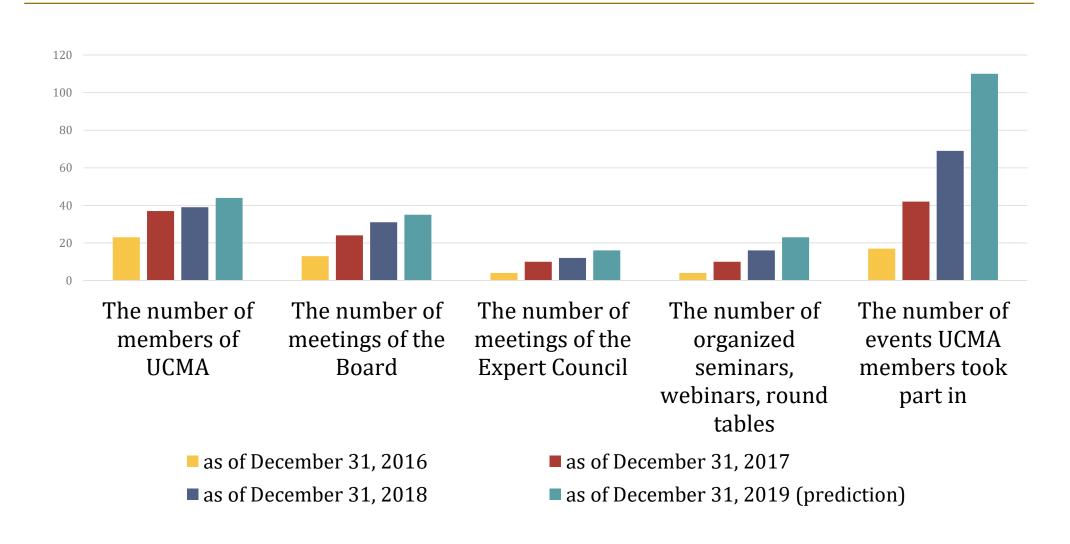
Ukrainian Business Council

- Top 6 Advocacy Campaign Initiatives
- 1. Replacing the tax on profit tax on exit capital for all companies
- 2. Reducing the tax burden on the wages
- 3. Creation of a single authority for the investigation of economic crimes
- 4. Introduction of paperless technologies
- 5. Demonopolization of heat and power supply markets
- 6. Institutional reform of inspection and control authorities

EU-Ukraine Civil Society Platform

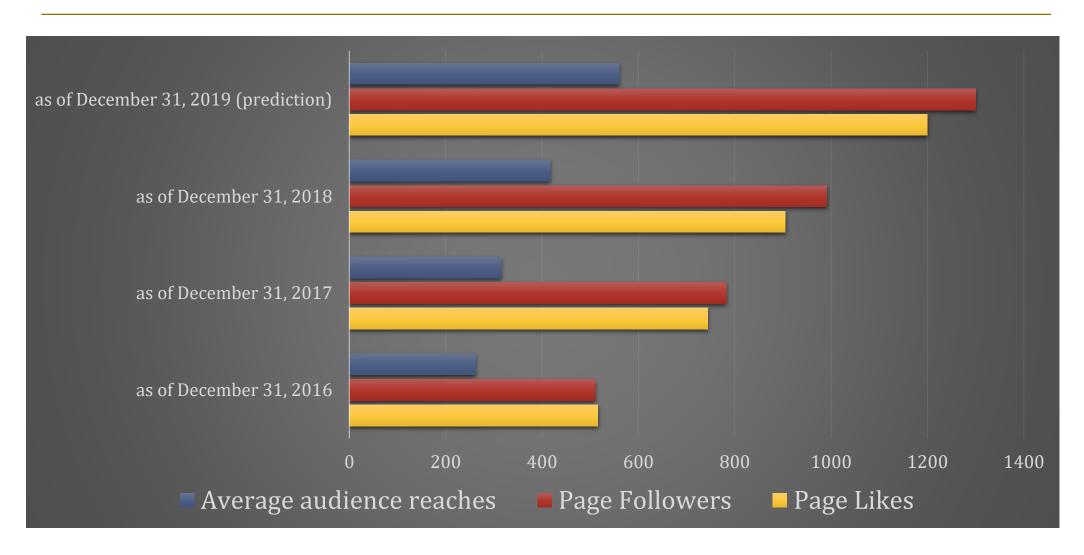


Organizational development





UCMA in Facebook: the number of supporters is growing

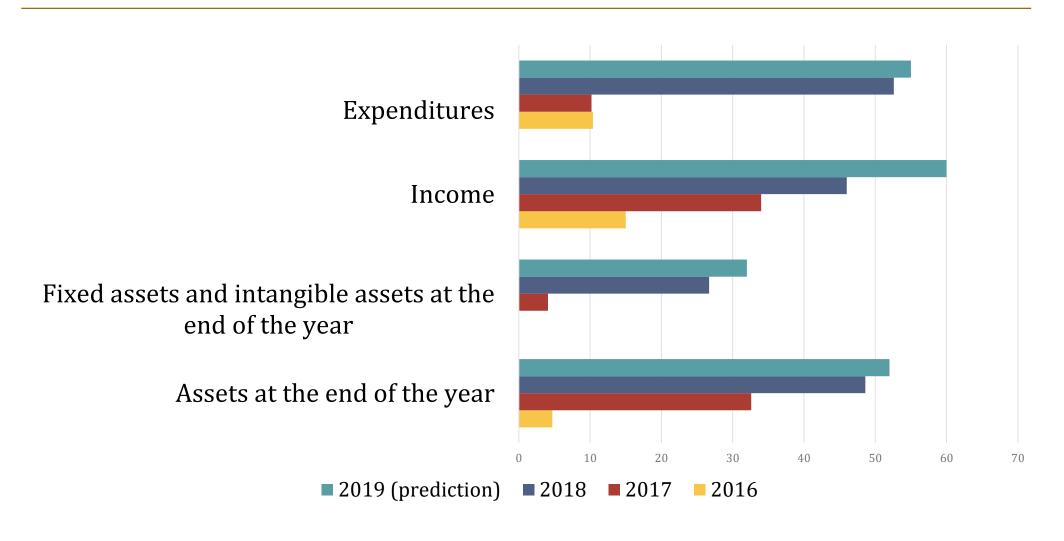




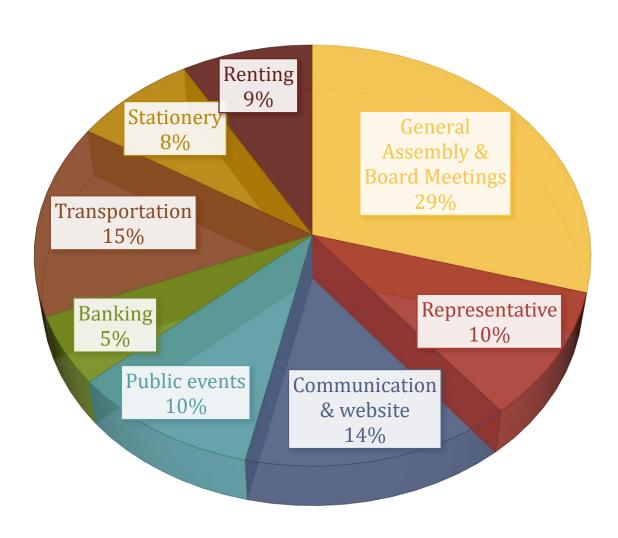
Five posts on the UCMA page in Facebook, which caused the greatest reaches

Published	Post		Engagement, %
10/26/2018	The squeeze out does not contradict the Constitution	2851	6.35
08/28/2018	UCMA Presents Draft Law on Local Development Fund Bonds	2601	2.08
11/06/2018	The Ukrainian Capital Markets Association requires the adoption of a draft law on the tax on exit capital withdrawn	2202	2.77
9/28/2018	UCMA Proposals to the Regulation on the register of appraisers who can carry out an independent assessment in cases established by the legislation on securities and joint-stock companies are taken into	921	19.0
11/30/2018	FOR IMMEDIATE EVIDENCES. The Securities Commission adjusts the new "Provisions on disclosure of information by securities issuers", which will come into force on January 1, 2019, on the proposals of market participants	727	15.4

Financial indicators, ths. UAH



Administrative costs

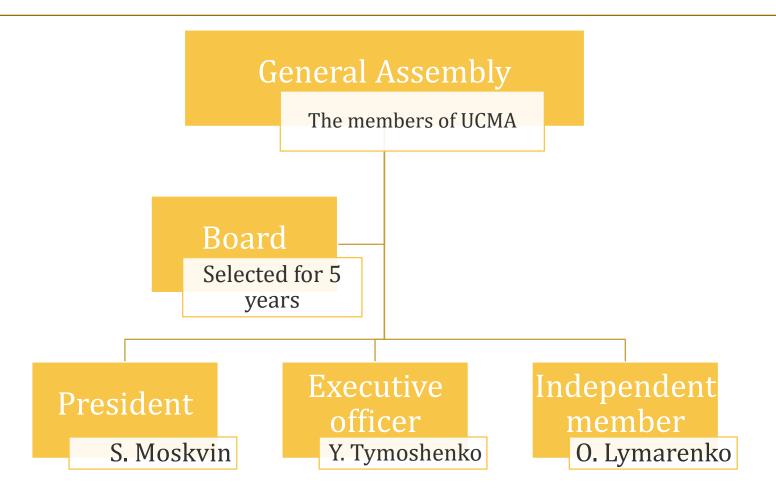


V National Competition for Public Reports on the Activities of Civil Society Organizations





Management





Civil Union «Ukrainian Capital Markets Association»



- Was founded on January 14, 2016 (certificate No. 1453278 dated 01.29.2016),
 USR code 40256246.
- Entered into the Register of non-profit institutions and organizations (the decision of the State Tax Inspectorate in the Pechersk district of the Main Directorate of the DFS in the city of Kyiv, No. 568 dated 20.04.2017)
- Website <u>www.ucma.org.ua</u>
- E-mail <u>ucma.ua@hotmail.com</u>
- Facebook page https://www.facebook.com/ucma.ua/
- Account number 26001056134832 in JSC CB Privatbank, bank code 380775.