



Three Pillars for Romanian Capital Market becoming an internationally recognized Investment Case

December 2013





1.	The Three-Pillars	3
2.	How to capture our aims	8
3.	Where we head to	11



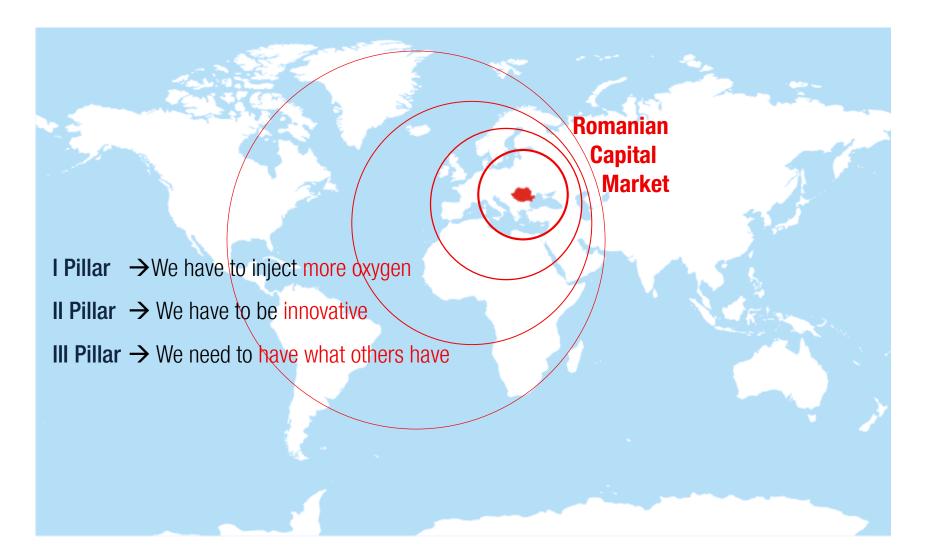


The Three-Pillars



BVB Three-Pillars









Dividends payments through CSD

→ to extend dividends payments through CSD for all BVB listed companies
→ to standardize documentation, operational flow & corporate actions processing, acc. to the

European Market Standards for Corporate Actions Processing



Odd lot market

 \rightarrow eliminate dispersion of liquidity



Securities account opening

 \rightarrow to simplify procedures of opening the securities account by the international investors, and apply the international standards in place



Connexion between trading and post-trading infrastructure at settlements

 \rightarrow to segregate trading and post-trading infrastructures



Cost structure for market participants & customers

- \rightarrow to render high quality services
- ightarrow to offer cost efficient trading



Fiscal agents and fiscal registration of foreign investors

ightarrow to review Fiscal Code provisions



Taxation

 \rightarrow to treat investors equal

 \rightarrow to comply with the European Commission Guidelines in terms of taxation (TBAG¹)



Voting at the GSMs

- ightarrow to simplify voting procedures
- \rightarrow to standardize documentation required to vote at the GSM

Note:

¹⁾ The work on fiscal barriers (FISCO and now T-BAG meetings of the European Commission) to clearing and settlement including withholding tax issues. The European Commission is still working on fiscal barriers to clearing and settlement including withholding tax issues. The former "FISCO" group, which produced recommendations on how best to remove these barriers in 2007, has now been replaced by the "TBAG expert group", the Tax Barriers Business Advisory Group, which follows-up on the implementation of these recommendations

Pillar II: We have to be innovative





Trading hours

- \rightarrow to extended trading hours
- \rightarrow to improve correlation with developed markets (incl. US)



Trading at fixed price

 \rightarrow to give the possibility to trade at the closing price for a limited period of time (last 10 minutes)



Indexes as investment instruments

- \rightarrow to review index methodology
- \rightarrow to accommodate new listed companies and privatizations
- \rightarrow to create attractive investment opportunity for investors



Debt instruments

 \rightarrow to support fixed income securities market



The way market can be animated (market-making)

 \rightarrow to make market-makers more active and better rewarded



BVB Infospace

 \rightarrow to create a data center (virtual space) to broadcast all information on the companies listed on the BVB



Education

 \rightarrow to improve public awareness on the capital market

 \rightarrow to show benefits from taking part in the Romanian economy growth

 \rightarrow to encourage Romanian citizens to invest



BVB as business proposition for private entrepreneurs

 \rightarrow to promote companies' development

 \rightarrow to become a platform for fund raising by the private entrepreneurs, large and small





Lending and borrowing

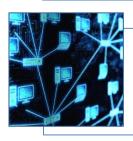
 \rightarrow to improve legal provisions to comply with the international standards & practices

 \rightarrow to clarify tax treatment of borrowing and lending operations (Fiscal Code)



Short-selling

 \rightarrow to introduce an additional investment strategic option offering the possibility to benefit when the market is down



Central Counterparty for spot and derivative markets

 \rightarrow to introduce new strategic market institution with the international contribution



Derivatives market

 \rightarrow to re-open the derivatives market as a strategic tool complementary to the equity market



Clarity on the market segmentation

 \rightarrow to simplify current structure of listed companies (esp. with respect to the three tiers, and not listed companies)



New markets

 \rightarrow to create a separate markets for each of the security type, i.e. shares, bonds, derivatives



Transparency, disclosure, IR

→to improve transparency

- →to introduce obligatory reporting in Romanian & English →to apply obligatory IFRS reporting
- >to improve investor relations of public companies
- \rightarrow to introduce standard reporting for all corporate actions,

both in Romanian & English, acc. to the European Market Standards for Corporate Actions Processing



Effective corporate governance (issuers)

→ to enhance the communication
between companies and investors
→ to have proper corporate governance in
place





How we shall benefit



Measures of the stage of setting up the Pillars





New companies

 \rightarrow new issuers on BVB

 \rightarrow financing via BVB as a sustainable and long term financing alternative to the bank loans

 \rightarrow wide variety of investment opportunities for investors in terms of securities type and companies profiles

New trading

 \rightarrow A separate

market for each of

the security type

(shares, bonds,

platforms

New investors

 \rightarrow Extended base of investors, especially by derivatives) the international funds

\rightarrow more, and more active retail investors treating investments on the stock exchange as a real alternative to the cash holding and bank deposits

 \rightarrow constitute an attractive diversification opportunity for investors

Significant liquidity increase

> \rightarrow higher turnover of the securities

 \rightarrow more effective market



Romania reclassified from the Frontier to the Emerging Market

 \rightarrow significant enhancement of inflow of funds to the Romanian economy trough the Romanian capital market (via BVB)

Measures of the stage of setting up the Pillars





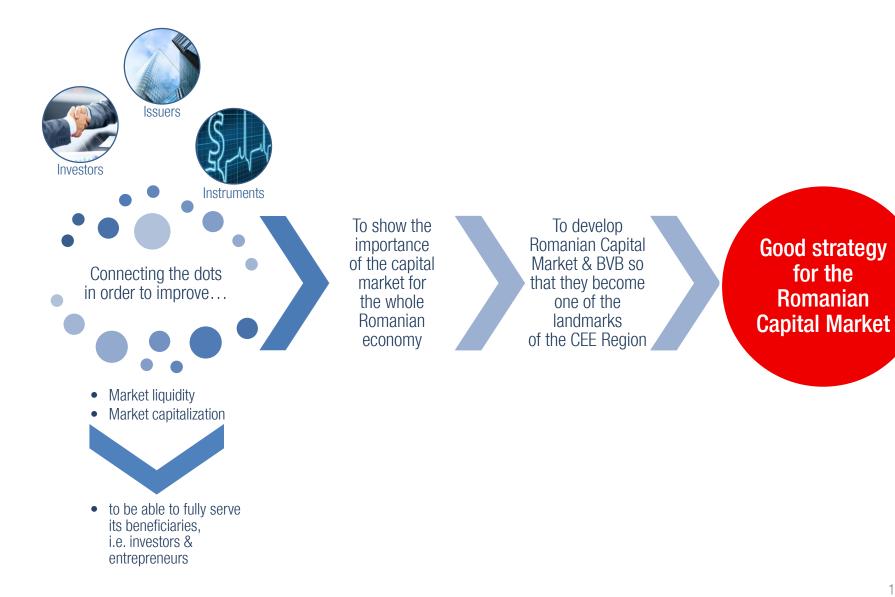


Where we head to





for the





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