

**While this translation was carried out by a professional translation agency, the text is to be regarded as an unofficial translation based on the latest official Executive Order no. 414 of 21 May 2001. Only the Danish document has legal validity.**

**November 2004**

Executive Order on Reporting of Transactions involving Securities Listed on a Stock Exchange.

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Executive Order no. 414 of 21 May 2001 **NO LONGER IN FORCE**

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*Executive Order no. 414 of 21 May 2001*

The following shall be laid down pursuant to section 33(2) and (4) and section 93(4) of the Securities Trading, etc. Act, cf. Consolidated Act no. 168 of 14 March 2001:

### **Part 1**

#### *Duty of reporting regarding securities listed on a Danish stock exchange, etc.*

**1.-(1)** A securities dealer, cf. section 4(3) of the Securities Trading, etc. Act, which participates in agreements on the transfer in ownership (transactions) of securities which have been admitted for listing on a stock exchange or for trading on an authorised market place or in a trading system established in accordance with section 17 of the Securities Trading, etc. Act, shall report transactions. Such reporting shall be effected to the relevant stock exchange or authorised market place.

**(2)** In special cases, the Danish Securities Council may grant exemptions from the reporting duty under subsection (1) provided that it is ensured that reporting of transactions involving securities are reported in another manner. Such exemption may be granted for up to three years at a time.

**(3)** Subsection (1) shall also apply to securities transactions carried out by Danmarks Nationalbank (Denmark's central bank) as a member of a stock exchange, a member of an authorised market place or in a trading system established in accordance with section 17 of the Securities Trading, etc. Act and by the Danish Financial Administration Agency unless reporting is effected by a person or company with a duty to report.

**(4)** Securities dealers solely carrying out portfolio management or mediation of securities transactions, cf. annex 1, section A of the Investment Companies Act, shall report under subsection (1) unless one of the parties to the agreement has an individual duty to report.

**(5)** Money-market brokers in connection with mediation of listed money-market products or money-market brokers licensed to carry out securities broker activities, cf. section 48(3) of the Securities Trading, etc. Act shall report under subsection (1) unless one of the parties to the agreement has an individual duty to report.

**(6)** Anyone who is or becomes covered by section 29 of the Securities Trading, etc. Act shall also report under subsection (1) unless reporting is effected by some other person or company with a duty to report. Reporting shall be effected in the event of acquisition or disposal of shares which results in the limits mentioned in section 29 being reached or exceeded.

**2.** Any transactions in securities admitted for listing on a stock exchange, cf. section 21(1) of the Securities Trading, etc. Act, or in securities traded on an authorised market place, cf. section 40(2) of the Securities Trading, etc. Act, or in a trading system established in accordance with section 17 of the Securities Trading, etc. Act, shall be reported.

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**3.-(1)** Reporting in accordance with section 1(1) and (3)-(5) shall contain the following information:

- 1) International Securities Identification Number (ISIN),
- 2) date and time of transaction,
- 3) whether a purchase or a sale has been made,
- 4) transaction price and transaction volume,
- 5) date of settlement, and
- 6) identification of the counterparty if such counterparty is a member of the relevant stock exchange, authorised market place or trading system or if said counterparty has obtained a license in accordance with section 4(2).

**(2)** With regard to transactions carried out by a person or company with a duty to report who is a member of a stock exchange, an authorised market place or a trading system established in accordance with section 17 of the Securities Trading, etc. Act, notification under subsection (1) shall also contain information stating whether such transaction has been carried out on the trader's own account or on behalf of one or more customers. A transaction shall be regarded as having been entered into on behalf of one or more customers if said transaction does not entail a price risk for the securities dealer.

**(3)** Subsection (2) shall not apply to reporting of transactions involving instruments covered by section 2(1), nos. 6 and 10 of the Securities Trading, etc. Act.

**(4)** Reporting in pursuance of section 1(6) shall include the information mentioned in subsection (1), nos. 1-5.

**(5)** Persons or companies with a duty to report shall, upon request by a stock exchange or authorised market place, provide further information regarding the transaction reported for the purpose of market surveillance by said stock exchange or authorised market place.

**4.-(1)** Transactions carried out by a person or company with a duty to report who/which is a member of a stock exchange, an authorised market place or a trading system established pursuant to section 17 of the Securities Trading, etc. Act shall be reported within five minutes after the agreement is made. Reporting of transactions to be settled on the basis of an average rate which is published within the opening hours of the relevant trading system shall be carried out before commencement of the following trade day. A stock exchange or an authorised market place may, on application by a member, grant exemptions from the duty to report in the 2nd clause.

**(2)** Transactions carried out by others with a duty to report and covered by section 1(1) and (3)-(6) shall be reported before commencement of the following trade day. A stock exchange or an authorised market place may, in accordance with rules laid down by the relevant stock exchange or authorised market place, permit a person with a duty to report to become covered by subsection (1) even if said person or company is not a member of said stock exchange, authorised market place or trading system established pursuant to section 17 of the Securities Trading, etc. Act.

**(3)** Repo-based transactions, CIBOR transactions and other transactions may, in accordance with rules laid down by a stock exchange or authorised market place, be exempted from the duty to report under subsection (1). Such reporting shall take place before the end of the trade day.

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**(4)** In a transaction covered by section 3(2), the final settlement between a securities dealer and one or more customers shall not be regarded as a transaction.

**(5)** Upon application from a stock exchange or an authorised market place, the Danish Securities Council may decide that transactions below a certain monetary limit are not to be reported.

**5.-(1)** A person or company with a duty to report who/which is a member of a stock exchange, an authorised market place or a trading system established in accordance with section 17 of the Securities Trading, etc. Act, or who has been licensed pursuant to section 4(2), shall ensure that, in transactions with a member of the same stock exchange, authorised market place or trading system or in transactions with a person with a duty to report licensed under section 4(2), correct transaction matching has been carried out for a reportable transaction before the close of the reporting system.

**(2)** If said transaction is effected outside the opening hours of the reporting system, reporting shall be carried out as soon as possible after the system reopens.

**6.** Transactions that have been reported may only be cancelled in accordance with special conditions and guidelines laid down by a stock exchange or an authorised market place.

**7.-(1)** Reporting under section 1(1) and (3)-(5) shall be carried out electronically unless otherwise provided for by a stock exchange or an authorised market place.

**(2)** Reporting under section 1(6) shall be carried out in accordance with rules laid down by a stock exchange or an authorised market place.

**8.** The person or company with a duty to report shall keep documentation of the transaction reported and for the reporting itself for no less than 5 years after such report has been submitted.

## **Part 2**

*A duty to report securities admitted for listing on a stock exchange or a similar market in a country within the European Union or in countries with which the Community has entered into an agreement*

**9.-(1)** A securities dealer shall report to the Danish Securities Council transactions involving securities admitted for listing on a stock exchange or a similar regulated market in a country within the European Union or in countries with which the Community has entered into agreements.

**(2)** If the securities dealer reports the transactions to the competent authorities in the relevant country, no reporting under subsection (1) shall be required.

**10.** The duty to report under section 9 shall cover transactions concerning to

- 1) shares or other instruments giving access to share capital,
- 2) bonds or other instruments equivalent to bonds,
- 3) standardised futures relating to shares, and
- 4) standardised options relating to shares.

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**11.** Reporting shall include information on:

- 1) identification of the security,
- 2) transaction date, and
- 3) country code.

**12.** Transactions covered by section 10 shall be reported no later than on the day following the transaction day.

**13.** Sections 7 and 8 shall also apply to reports covered by this part of this Act.

### **Part 3**

#### *Provisions regarding fees, penalties and entry into force*

**14.** A stock exchange or an authorised market place shall lay down regulations regarding payment of fees for reports covered by this Executive Order, cf. section 33(4) of the Securities Trading, etc. Act. Payment of fees shall be effected to the relevant stock exchange or authorised market place.

**15.** Any person violating section 1(1) and (3)-(6); section 3(1), (2), (4) and (5); section 4(1)-(3) and sections 8, 9, 11 and 12 of this Executive Order shall be liable to a fine.

**16.-(1)** This Executive Order shall enter into force on 1 July 2001.

**(2)** At the same time, Executive Order no. 429 of 8 June 1999 on Reporting of Transactions Involving Securities Listed on a Stock Exchange, etc. shall be repealed.

*The Danish Securities Council, 21 May 2001*

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