

"Listing rules of the unit rights of Exchange-traded fund"
of the "Mongolian Stock Exchange" JSC

"Listing rules of the Exchange-traded fund unit rights" of the "Mongolian Stock Exchange" JSC

One. General Provisions

- 1.1. These Rules shall regulate matters concerning the listing of the unit rights of the Exchange-traded Fund to the Securities List of the 'Mongolian Stock Exchange' JSC /hereinafter referred to as 'the Exchange'/, setting criteria for listing boards, offering the unit rights to the public, suspending or resume trading, amending the listing and delisting the unit rights fairly, transparently and promptly within the framework of applicable laws and regulations.
- 1.2. These Rules shall be adhered to by the Exchange-traded fund /hereinafter referred to as the 'Fund/, both listed and applying for listing on the Exchange, its founder investment management company /hereinafter referred to as "the Founder"/, their members of the Board of Directors /hereinafter referred to as the 'Board'/, and other authorized persons, professional participants, underwriters, auditors, lawyers and valuation firms and other related persons.
- 1.3. In case of ambiguity, the Exchange reserves the right to interpret these rules in accordance with the applicable laws.

Two. Listing unit rights of exchange-traded fund

- 2.1. Application for listing of unit rights shall be signed by the chairman of the Board and executive management of the founder, and verified by stamp and seal. Application for listing of unit rights shall contain the following documents:
 - 2.1.1. Listing application /Form 1/;
 - 2.1.2. Fund declaration /Form 2/;
 - 2.1.3. Professional participant declaration /Form 3/;
 - 2.1.4. Founder's decision to issue unit rights;
 - 2.1.5. Unit rights prospectus;
 - 2.1.6. copy of state registration certificate;
 - 2.1.7. a copy of the Fund's charter;
 - 2.1.8. The Fund's starting balance statements;
 - 2.1.9. Investment policy document;
 - 2.1.10. A copy of the investment management service agreement related to the providing investment management services;
 - 2.1.11. A letter of commitment agreeing to enter into a contract between the professional participant and the founder;
 - 2.1.12. a copy of the contract with the custodian;
 - 2.1.13. a copy of the contract with the market maker;
 - 2.1.14. draft or copy of the legislation stated in the Law on Investment Funds and the rules of the Financial Regulatory Commission /hereinafter referred to as "Commission"/;
 - 2.1.15. detailed information of organizations such as founders, custodians, auditors, legal advisors, and professional participants;
 - 2.1.16. evidence that the fund's and founder's executive management and experts meet the proper person requirements established by the Commission;
 - 2.1.17. financial statement and charter of the asset trust management company;

- 2.1.18. in case the fund is jointly established by more than one investment management company, the original or notarized copy of the agreement concluded between them;
- 2.1.19. receipt of payment for the service of receiving and reviewing applications stated in Article 7 of these rules;
- 2.1.20. other documents deemed necessary by the Exchange.
- 2.2. In addition to Article 4 of the Commission's "Rules for Establishing, Issuing Special Licenses for Operation of Investment Funds, and its Supervision", the following information shall be included in the prospectus of unit rights:
 - 2.2.1. information such as the Fund's main characteristics, advantages and disadvantages, features that distinguish it from other open-ended funds, the parties involved in issuing the fund's unit rights, and issuing process map of the fund's unit rights;
 - 2.2.2. contractual rights, duties, and responsibilities of professional participants and market makers, their names, contact addresses, and information;
 - 2.2.3. the main terms of the contract with the professional participant and its description;
 - 2.2.4. Following information for stock index funds:
 - 2.2.4.1. prospectus of the index and the list of securities that make up its portfolio;
 - 2.2.4.2. conditions for changes in the securities included in the index portfolio;
 - 2.2.4.3. risk;
 - 2.2.4.4. securities included in the index portfolio and their share percentage in the index within one month after the preparation of the unit rights prospectus;
 - 2.2.4.5. index portfolio update frequency;
 - 2.2.4.6. ways for investors to obtain information about the index.
 - 2.2.5. The following information related to the creation and purchase back of unit rights:
 - 2.2.5.1. conditions and detailed description of creation and purchase back of unit rights in the secondary market;
 - 2.2.5.2. rules for trading unit rights on the Exchange;
 - 2.2.5.3. date of creation and purchase back of unit rights.
 - 2.2.6. the method of calculating the net asset value of unit rights, the report frequency, and information of the person who calculates and reports it to the public;
 - 2.2.7. statement of the structure and amount of total cost incurred by the investor in connection with ownership of units /Form 4/;
- 2.3. On the first page of the prospectus shall be the following warning in bold letters: "Be advised that the Mongolian Stock Exchange's approval of the listing of the unit rights does not constitute any guarantee on the risks of the unit rights. The historical performance of the founder investment management company or other funds managed by this company is not a guarantee of the future performance of the fund issuing these units. Be warned that the purchase of these unit rights is ALWAYS RISKY for you as an investor and be reminded to make your investment decision after careful examination of the unit rights prospectus and securities issuance procedure."
- 2.4. The prospectus of unit rights shall be signed and stamped by the management of the Fund and shall issue the following guarantee "The prospectus and other

documents submitted to the Exchange shall be the same as the prospectus and documents submitted to the Commission, and shall maintain consistency."

- 2.5. In accordance with these rules, the Fund shall prepare the application, the prospectus of unit rights, and the attached documents in accordance with the relevant requirements, and submit the originals to the Exchange in printed form.
- 2.6. The Exchange shall follow Article 8 of the Exchange's "Listing rules" when reviewing an application, listing, or refusing to list an unit rights.

Three. Fund unit rights listing criteria and requirements

- 3.1 The Fund shall meet the criteria stated in these rules when listing and during the listed period on the Exchange.
- 3.2 The fund to be listed on the Exchange shall meet the following criteria:
 - 3.2.1. prepare the prospectus of unit rights and register it with the Commission;
 - 3.2.2. the authorized official of the fund must meet the requirements of the appropriate person of the Commission;
 - 3.2.3. the underlying investment instruments for forming the fund's net asset portfolio must be highly liquid instruments accepted by the Commission;
 - 3.2.4. the underlying investment instruments that make up the fund's net asset portfolio shall not be restricted by the rights of third parties as a pledge, sealed, subject to any restrictions on the transfer of ownership rights, and shall be freely transferable and tradable;
 - 3.2.5. have signed asset custody agreement with the custodian, asset management agreement with the founder, agreement to trade unit rights with financial instruments in the primary market with a professional participant, trade unit rights in the secondary market, and agreement to implement purchase back operations with a professional participant;
 - 3.2.6. unless otherwise stated in the fund's rules, an agreement has been concluded or an agreement has been reached with at least two professional participants for the creation of new unit rights in the secondary market and the implementation of purchase back of unit rights;
 - 3.2.7. have personnel and software to calculate the fund's net asset value, and a website to inform the public regularly;
 - 3.2.8. provide information and communicate with unit rights holders regularly through the website, and telephone.
- 3.3 The professional participant shall meet the following criteria and requirements:
 - 3.3.1. securities company that has been in stable operation for at least two years and is a member of the Exchange;
 - 3.3.2. the amount of equity shall be no less than 300 million MNT;
 - 3.3.3. have an internal audit and rules governing operational risk management and conflicts of interest;
 - 3.3.4. have not violated the Law on the Securities Market, the rules and regulations of the Commission and the Exchange in the last two years;
 - 3.3.5. have personnel and software capable of implementing operations related to the creation of new fund unit rights and purchase back;
 - 3.3.6. create the fund's asset portfolio with financial instruments that ensure the liquidity of unit rights;
 - 3.3.7. other criteria and requirements in the relevant rules of the Commission.
- 3.4 For stock index funds, the index shall meet the following criteria and requirements:

- 3.4.1. shall be an index of the domestic market or a foreign trading organization approved by the Commission;
- 3.4.2. in the case of third-party index provider, said entity shall not be a party having a common interest with the fund;
- 3.5 The Fund may employ a market maker on a contractual basis to provide liquidity for the unit rights.

Four. Creation and purchase back of unit rights

- 4.1 A fund listed on the Exchange shall make changes to the register of unit rights in case of new creation of unit rights or purchase back, and such changes shall be registered in the Exchange Register.
- 4.2 The minimum amount for creating new unit rights and purchase back of fund unit rights shall be stated in the unit rights prospectus.
- 4.3 An offer to purchase back the entire unit rights issued by the fund shall be deemed to be a request for delisting on a voluntary basis.
- 4.4 In case of trading unit rights of the fund with investment instruments that make up the portfolio of the fund, the founder and the custodian shall transfer the investment instrument to the owner of the unit rights within 15 business days.
- 4.5 Whether to remove any purchased back unit rights from the charter fund shall be discussed and decided at the meeting of unit rights holders of the fund.
- 4.6 Any unit rights purchased back but not removed from the charter fund shall be considered unissued unit rights and may be reissued during the period of operation of the fund.
- 4.7 In case of creating new unit rights of the fund, or purchase back and withdrawal from circulation, the custodian shall submit creating or purchasing back of unit rights /Form 6/ to the Exchange in electronic form.
- 4.8 The Exchange shall submit the notice of changes to the Register of Unit Rights /Form 5/ and a copy of the decision to the Central Depository of Securities.

Five. Obligations during the listed period of the fund

- 5.1 The Fund shall fully fulfill its obligations to investors and authorized organizations in accordance with the laws, rules, regulations, and instructions applicable on the securities market of Mongolia.
- 5.2 During the listed period, the fund shall fulfill the following obligations in addition to meeting the criteria stated in these rules:
 - 5.2.1. meet the criteria and requirements stated in the relevant rules and regulations of the Commission;
 - 5.2.2. submit the decision of the meeting of unit rights holders to the Exchange within the period specified by the law and regulations and inform the public; These include change, cancellation, temporary suspension of an asset management agreement, delisting of fund unit rights, merger, division, liquidation of an investment management company, termination of its operation, filing of a bankruptcy case, expiration or termination of its special license, transfer the right of asset management to a new investment management company, change of auditor, terminate the contract of the index provider, stop the index calculation, and inform the public about the decisions or information regarding the activities of the fund that may have a significant impact on investment decisions shall be submitted through its website, and to the Exchange;

- 5.2.3. The requirements and liquidity requirements stated in Section 3.4 of these rules shall be met, and the liquidity of fund unit rights shall be measured by the following indicators;
 - 5.2.3.1. Indicator of liquidity of fund units
 - 5.2.3.2. An indicator of the liquidity of the underlying stock
 - 5.2.3.3. Comparative performance of fund unit rights and underlying stocks portfolio
 - 5.2.4. The liquidity indicator of fund unit rights shall be calculated by the methodology stated in Attachment 8 of these rules.
 - 5.2.5. have a contact office, unit, and permanent workplace with unit rights holders, and regularly operate a phone and website to provide news and information to investors in accordance with laws and regulations;
 - 5.2.6. Type, quantity, net asset value, the value of unit rights, the total number of created unit rights, and the total number of newly created and purchased unit rights of investment instruments (symbol and code for securities), for the securities index fund rise and fall of the index, the difference between the yield of the index and the fund (tracking error, difference) shall be disclosed to the public every day through its website with a delay of up to 2 minutes or at the time stated in the securities prospectus, and transmit it to the Exchange;
 - 5.2.7. The fund's operational report that includes information such as changes in the fund's net assets, realized and unrealized gain and loss calculations, management costs, dividends paid to fund unit right holders, names and shares of investment instruments that make up the fund's assets shall be prepared in accordance with the Global Investment Performance Standards (GIPS) semi-annually and annually and the semi-annual report together with the financial statement shall be submitted by July 20th, and the annual report together with the financial report shall be submitted by April 1st of each year to the Exchange, and disclosed to the public through its website;
 - 5.2.8. Pay the Exchange's annual service fee within the period stated in the contract;
 - 5.2.9. notify the Exchange within 3 business days in case of changes in fund operations, structure, organization, rules and regulations, authorized officials, contact addresses, locations, telephone numbers, shareholders structure of the investment management company, etc.;
 - 5.2.10. notify the Exchange in writing within 2 business days of the measures taken by the authorized body;
 - 5.2.11. in case of paying dividends, submit information about the amount of dividends, the date of payment, and the date of registration within 3 business days;
 - 5.2.12. notify the Exchange 30 days in advance in case of termination or change of the contract with the custodian, professional participant, or index provider;
 - 5.2.13. submit other information as required by the Law on Investment Funds and the Law on the Securities Market.
- 5.3 The fund's Board and founders shall monitor whether the news and information stated in these rules are submitted to the Exchange within the stated period and disclosed to the public.

Six. Temporarily suspension of trading and delisting of unit rights

- 6.1 When suspending the trading of unit rights shall be based on the decision of the State Inspector of the Commission and in the following cases a proposal to temporarily suspend the trading shall be submitted to the Commission:
 - 6.1.1. due to the failure of the fund to fulfill its obligations adversely affects the interests of investors;
 - 6.1.2. In order to protect the interests of investors, the Exchange deemed it necessary to monitor the operation of the fund and the trading of unit rights;
 - 6.1.3. 1 month has passed since the termination of the operation of the professional participant;
 - 6.1.4. the amount of net assets has decreased by 40 percent or more from the amount on the day the fund started operating for 10 consecutive days;
 - 6.1.5. there is a need to transfer the rights and obligations of the relevant contract to another authorized person due to the liquidation of the investment management company, the suspension or cancellation of its special license to conduct investment management activities or the liquidation or bankruptcy of the custodian;
 - 6.1.6. based on the decision of the authorized organization;
 - 6.1.7. the net asset value is not properly calculated and disclosed to the public;
 - 6.1.8. in case the trading of fund unit rights listed on another trading organization is suspended on that exchange;
 - 6.1.9. and other conditions that adversely affect the interests of investors.
- 6.2 The unit rights of the Fund shall be delisted at the request of the Fund, or in the following cases:
 - 6.2.1. failed to fulfill their obligations;
 - 6.2.2. on the basis of Article 6, Section 6.1 of these rules, the violation has not been eliminated within six months after the trading of unit rights is suspended;
 - 6.2.3. the unit rights of the Fund is reorganized by merging with another investment fund by the decision of the unit right holders;
 - 6.2.4. the term of operation of the investment fund has expired;
 - 6.2.5. in case the the fund unit rights listed on another trading organization is delisted from that exchange;
 - 6.2.6. if a decision is made at a meeting of unit rights holders;
 - 6.2.7. other grounds provided by laws and regulations.
- 6.3 A notification shall be submitted to the Commission on the resumption of unit rights trading in the following cases:
 - 6.3.1. the Fund has notified that it has eliminated the violation or the Exchange has determined that the violation has been eliminated;
 - 6.3.2. the measures taken by the regulatory authority and the judicial control authority against the fund were found to be unreasonable;
 - 6.3.3. other grounds stated in laws, rules and regulations.

Seven. Service fee

- 7.1 The fees for the services provided by the Exchange are as follows:
 - 7.1.1. Fee for receiving and monitoring the application – When the Fund applies to list unit rights to the Exchange, the service fee for receiving and monitoring the application shall be paid on a non-refundable basis in accordance with Attachment 1 of these rules, and this provision does not apply to the listing of newly created unit rights.

7.1.2. Service fee for the listing of unit rights – The service fee for the listing of unit rights shall be calculated as a percentage of the total listed value of the fund stated in attachment 1 and transferred to the account of the Exchange within 3 days after the start of the secondary market trading of unit rights.

/This provision shall come into force on January 1, 2025/

7.1.3. Annual service fee – The annual service fee is calculated from the annual average amount of net assets of the fund in the amount stated in Attachment 1 and transferred to the Exchange account within the first quarter of the current year.

/This provision shall come into force on January 1, 2025/

Eight.Liabilities

- 8.1 The Fund, its authorized officials, and cooperating professional organizations shall be held liable in accordance with these rules and relevant laws and regulations in case of violation or non-implementation of these rules and other related rules and regulations.
- 8.2 In accordance with Section 8.1 of these rules, the Exchange shall monitor the Fund's compliance and may demand the Fund and its related parties to eliminate the detected violations, and may impose liability in accordance with the regulations and agreements.
- 8.3 The Fund, its authorized officials, and related parties shall jointly and separately bear the following liabilities:
 - 8.3.1. Warning;
 - 8.3.2. impose contractual liability;
 - 8.3.3. submit a notice of suspend trading of unit rights to the Commission;
 - 8.3.4. delost unit rights.
- 8.4 When choosing the form of liability to be imposed, the Exchange shall take into account the nature and culpability of the violation committed by the Fund, its authorized officials, and related parties.
- 8.5 Parties involved in the preparation of the unit rights prospectus, and other relevant documents shall be liable for the damages caused to others in relation to the services provided by such person.

Nine. Miscellaneous

- 9.1 The Fund may make a complaint to the Commission in case of a refusal to accept the decision made by the Exchange in relation to the Fund or unit rights within 10 business days of receiving the decision.
- 9.2 The Exchange's Surveillance Department shall monitor the Fund's compliance with the relevant legislation, rules, regulations, and instructions as set out in relevant surveillance rules and may conduct on-site inspections.

Attachment 1

SERVICE FEE

1. Fee for receiving and reviewing a listing application

Table 1 /MNT/

Service fee for receiving and reviewing applications for listing /does not apply to listing of newly created unit rights/	1,500,000
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2. Unit rights listing service fee

Table 2 /MNT/

	For a fund that invests in financial instruments traded on the domestic market	For funds investing in financial instruments traded on foreign trading institutions approved by the Commission
Calculated from the total price	0.03 percent of the total listed amount,	0.05 percent of the total listed amount,
Minimum amount	2,000,000	
Maximum amount	20,000,000	
<i>/This provision shall come into force on January 1, 2025/</i>		

3. Annual service fee

0.025 percent of the average annual amount of the fund's net assets	The minimum 2,500,000 MNT, and the maximum 25,000,000 MNT.
<i>/This provision shall come into force on January 1, 2025/</i>	

LISTING APPLICATION FORM

For: The listing department of the “Mongolian Stock Exchange” JSC

Date:

Dear,

We, [On behalf of the Exchange-traded fund] submitting this application for listing and trading license unit rights mentioned in section 2 of this form in accordance with the relevant regulations of the Financial Regulatory Commission and the “Listing rules of the unit rights of Exchange-Traded Funds” of the “Mongolian Stock Exchange” JSC /hereinafter referred to as the “Exchange”/.

I. The Fund info:

1	Name of the Fund:	
2	Investment instruments:	
3	Form of investment management /active, passive/:	
4	Duration of operation:	
5	Country and state registration number:	
6	Register:	
7	Date of establishment:	
8	Service cost rate:	
9	Official address: /address of the representative office in Mongolia included/	
10	Website for investors and unit rights holders:	
11	Postal and e-mail addresses and contact number:	
12	Name, position, address and contact number of the person responsible for the application:	
13	Information of unit rights holder who owns 5 percent or more of the unit rights alone or jointly with an affiliated entity: /if the enterprise owns 5 percent or more of the unit rights, write down the beneficial owner as well/	
14	Unit rights symbol /letters and numbers/. The company listing new unit rights shall write its proposal for the symbol to be assigned to the securities:	
15	Quantity, price and value of unit rights to be listed:	
16	Amount of proceeds from issuing unit rights:	
17	Planned period for trading unit rights:	

II. Professional participant information

1	Name of the professional participant	
2	Country and state registration number:	
3	Register:	
4	Number and date of the special permit for this operation issued by the competent organization: /Attach the evidence/	
5	Official address;	

6	Postal and e-mail addresses and contact numbers:	
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Issuer:

1. Fullname:
 Position: Chairman
 of the Board of the “.....”
 SC

1. Fullname:
 Position: Executive
 officer of the “.....” SC

Signature:

(Stamp/seal)

Signature:

(Stamp/seal)

SPECIAL REMARKS /for official use/

Fullname of the employee who received the application:	Date, time and minute of receipt of application:	Application and the number of documents attached to it /by page/:

FUND STATEMENT

Date:

I. Fund statement:

1. On behalf of the Exchange-traded fund[Fund name], we declare that we have performed the following activities to the fullest capacity of our knowledge and skills.
 - 1.1 We have submitted true, accurate, and complete documentation in relation to the listing, public offering, or amending the listing of securities in accordance with the “Rules for listing the unit rights of Exchange-traded fund” of the “Mongolian Stock Exchange” JSC /hereinafter referred to as ‘the Exchange’/ and other legislation.
 - 1.2 We have fully satisfied the criteria set for the issuer and the securities as specified in the “Rules for listing the unit rights of Exchange-traded fund”.
 - 1.3 All the information and documents prescribed by the “Rules for listing the unit rights of Exchange-traded fund” and relevant legislation have been attached to the listing application. In the rare instance that the most recent version of the documents has not been submitted or the documents contain incomplete information, additional information shall be provided and the documents shall be amended promptly.
 - 1.4 There do not exist any documents or materials that are inconsistent with the information contained in the application for listing unit rights or listing amendment. In case an inconsistency is found, the Exchange shall be notified immediately.
 - 1.5 We shall take full responsibility for false and inaccurate information.
2. The unit rights declares that we will take the following measures on regular basis throughout the time that we are listed on the Exchange:
 - 2.1. If our unit rights are listed, we shall continuously satisfy the criteria set out by the “Rules for listing the unit rights of Exchange-traded fund” and other relevant rules, regulations and instructions.
 - 2.2. If the decision is made to approve the listing of our unit rights, we shall make an official request to the Financial Regulatory Commission /hereinafter referred to as the ‘Commission’/ and the Exchange in accordance with relevant law and regulations.
 - 2.3. We have read and understood the “Rules for listing the unit rights of Exchange-traded fund” and other relevant law, rules and regulations, and agree that the maintenance of listing of the unit rights is dependent upon our compliance with the currently effective as well as the future rules and regulations to be approved from time to time.

II. Declaration by the executive officer of the Fund:

1. I[executive officer of the Fund] shall adhere to and fully comply with the Mongolian Securities markets legislation, the rules, regulations and instructions approved by the Commission and the Exchange within my authority.
2. The following actions shall be taken promptly within the timeframe set by the Exchange:

- 2.1. Provide information and documents required by the Exchange to protect the rights and interests of investors and to maintain an orderly market;
- 2.2. Provide clarifications, documentations and information required by the Exchange and collaborate with it in order to ensure compliance with the “Rules for listing the unit rights of Exchange-traded fund”;
- 2.3. Provide comments on the issues directly related to me;
- 3. I declare that I satisfy the criteria and requirements for an authorised person specified in these Rules.
- 4. I have worked as the executive officer of the issuer for years and I shall notify the Exchange immediately in case of a change in my position and contact details.
- 5. I confirm that the information about me contained in the listing application, its attachments /including the prospectus/ are true and accurate.
- 6. I shall be liable for not providing the notifications stated in 3 & 4 of this Declaration /the above clauses/ within the given timeframe or proven to have provided incorrect or inaccurate information.

III. Declaration on service fees of the Exchange:

- 1. I confirm the payment of listing application review fee of MNT On the date..... to the account number of bank /the payment receipt to be attached/
- 2. If the price of unit rights to be sold as a public offering is known, I confirm to pay the initial unit rights listing fee by the set amount within the stated timeframe.
- 3. I agree that the listing application review fee is non-refundable in case that the Exchange refuses to list the unit rights.
- 4. I declare that the annual listing fees shall be paid by the amount stated in the “Rules for listing the unit rights of Exchange-traded fund” within the defined timeframe throughout the time that our unit rights are listed on the Exchange.

Declared:

Fullname:

.....

Position:

“.....” Company

.....

Signature:

(Stamp/seal)

Declared:

Fullname:

.....

Position:

“.....” Company

.....

Signature:

(Stamp/seal)

PROFESSIONAL PARTICIPANT DECLARATION

Date:.....

On behalf of the securities company [Securities company name] located....., we are providing professional participant services for the issuer company’s public offering of its unit rights in accordance with the “Rules for listing the unit rights of Exchange-traded fund” of the “Mongolian Stock Exchange” JSC /hereinafter referred to as ‘the Exchange’/ and provides the following declaration as stated in the rules.

- 1. We, the professional participant, have adhered to the Mongolian Securities markets legislation, and relevant rules and regulations; and the submitted documentation contains all the necessary information without any omissions.
2. Professional participants information provided along with the unit rights prospectus and the listing application form is true, accurate and complete.
3. We consider ourselves to have sufficient expertise and resources required for a professional conduct such as creating a unit rights market and maintaining trade regularly.
4. We consider that the executive officials of the Fund have sufficient knowledge, experience and skills to run the business operations of the company independently and realises their responsibilities and obligations for listing unit rights on the Exchange.
5. The Fund has drafted its rules and regulations and internal rules on management responsibilities to adopt both prior to and after the listing.

Declared:

Declared:

Fullname:

Fullname:

.....

.....

Position:

Position:

“.....” Company

“.....” Company

.....

.....

Signature:

Signature:

(Stamp/seal)

(Stamp/seal)

Service cost percentage and structure

A	Total cost of the Fund /annual percentage of the current value of the assets/	%
1	Percentage of Total Service Costs, Annually	
1.1	- For investment management service	
1.2	- For custodian service	
1.3	- For portfolio creation/commissions and fees/	
1.4	- Miscellaneous /advertisement, audit, etc/	
B	Expenses from the unit holder /from the invested amount/	
2	Costs associated with buying and selling units	

**NOTIFICATION TO THE
CENTRAL SECURITIES
DEPOSITORY**

To whom:

No.....

Date:.....

Indicators	Newly created	Ammendment	Purchased back
Content of Notification:			
Grounds:			
Financial instruments:			
Unit rights name:			
Unit rights symbol: /symbol and number/			
Underlying investment instrument:			
Form of security: /certificate, book entry/			
Unit rights quantity: /number/			
Unit rights price: /MNT/			
Total value of unit rights: /MNT/			
Miscellaneous:			

EXECUTIVE OFFICER

/...../

Notification to the Exchange

To whom: №..... Date:.....

Indicators	Newly created	Ammendment	Purchased back
Content of Notification:			
Grounds:			
Financial instruments:			
Unit rights name:			
Unit rights symbol: /symbol and number/			
Underlying investment instrument:			
Form of security: /certificate, book entry/			
Unit rights quantity: /number/			
Unit rights price: /MNT/			
Total value of unit rights: /MNT/			
Miscellaneous:			

EXECUTIVE OFFICER
(Stamp/seal)

/...../

METHODS OF MEASURING THE LIQUIDITY OF FUND UNITS RIGHTS

1. Liquidity indicator of the Fund unit rights
 - 1.1 due to the non-fulfillment of obligations to regularly fulfill the trading amount of unit rights of the fund, there is a situation that adversely affects the interests of investors;
 - 1.2 the difference in the price of purchase and sale orders of fund units;
 - 1.3 amount of open order of Fund unit rights.
2. Liquidity indicator of the underlying securities
 - 2.1. underlying securities turnover;
 - 2.2. Block trading amount of the underlying securities;
 - 2.3. the difference in the price of purchase and sale orders of underlying securities;
3. Comparative performance of Fund unit rights and underlying securities portfolio
 - 3.1. a comparative indicator of trading value;
 - 3.2. an indicator that compares the price difference in buy and sell orders.
4. Trading amount of Fund unit rights is the total volume and price of the fund unit rights traded in the secondary market of the Exchange and the Exchange shall disclose this information to the public.
5. The difference between the purchase and sale order price of the Fund unit rights is the difference between the maximum buy and sell orders submitted by market participants, and the Exchange shall disclose this information to the public.
6. The number of open orders for units of the Fund means the total volume and value of open orders during trading on the Exchange's secondary market, and the Exchange shall inform this indicator only to trading participants.
7. "Underlying securities turnover" means the ratio of the traded value of each fund's underlying securities to the number of issued securities, and during the time the fund's unit rights are registered, the professional participant is obliged to regularly submit information on the turnover of the fund's underlying securities to the Exchange. The higher the turnover ratio of the security, the higher the liquidity of the unit.
8. The trading amount of the underlying securities portfolio means the total volume and price traded in the secondary market of the Exchange of all the securities that make up the portfolio.
9. The difference in buy and sell orders of a portfolio underlying securities means the average of the difference between the prices of the maximum buy and sell orders submitted by market participants for all the securities that make up the portfolio.
10. Trading value ratio means the ratio of the trading value of units of the fund to the trading value of the total securities in the portfolio of underlying securities.
11. The indicator that compares the price difference between buy and sell orders represents the difference between the purchase and sale prices of the fund's unit rights and the total securities in the portfolio of underlying securities.

LISTING AGREEMENT OF EXCHANGE-TRADED FUND UNIT RIGHTS

Date:.....

No:.....

Ulaanbaatar

This agreement made between on behalf of the 'Mongolian Stock Exchange' JSC /hereinafter referred to as 'the Exchange'/ and on behalf of Exchange-traded fund /hereinafter referred to as 'the Fund', together as 'Parties'/ under the following terms and conditions.

ONE. GENERAL PROVISIONS

- 1.1 This agreement sets out the rights, duties and responsibilities of the parties in relations arising from the Exchange, listing the the Fund and its unit rights and organizing the trading in accordance with relevant rules and regulations and the Fund, fulfilling its ongoing obligations as a listed company in accordance with relevant regulations and paying the fees.
- 1.2 The Exchange shall list unit rights based on the regularly issued by the Fund. Attached is the unit rights prospectus, which contains detailed information about the assets, portfolios and indices on which the units are based.
- 1.3 Matters concerning the relations between the parties, not regulated by this Agreement shall be governed by the Securities Markets Law, Law on Investment Funds, Company Law, other relevant legislation, and the rules, regulations and instructions approved by the Financial Regulatory Commission /hereinafter referred to as the 'Commission'/ and the Exchange.
- 1.4 This agreement shall become effective when signed by the Parties and shall remain in effect until the unit rights are delisted.
- 1.5 The terms used in this Agreement shall have the following meanings:
 - 1.5.1. "Exchange's rules and instructions" means the rules, regulations, instructions, and methods issued by the Exchange regulating the listing, trading, surveillance, information, and membership of the Exchange;
 - 1.5.2. "media" means daily newspapers, nationwide radio, television, website of the Fund and the Exchange;
 - 1.5.3. "publicly disclosed" means that the information is published using at least two or more social media platforms.

TWO. FEE

- 2.1. The Fund shall pay the following fees to the Exchange:
 - 2.1.1. Listing application review fee – 1,500,000 /one million five hundred thousand MNT/
 - 2.1.2. Unit rights listing fee - 0.03 percent of the total listed value for funds investing in financial instruments traded in the domestic market, 0.05 percent of the total listed value for funds investing in financial instruments traded on foreign trading institutions approved by the Commission, minimum 2,000,000 MNT, maximum 20,000,000 MNT.
 - 2.1.3. Annual fee - 0.025 percent of the annual average amount of the Fund's net assets, minimum 2,500,000 MNT and maximum 25,000,000 MNT.

- 2.2. The fee stated in Clause 2.1.1 of this Agreement shall be paid to the Exchange prior to the submission of listing application and shall be non-refundable.
- 2.3. The fee stated in Clause 2.1.2 of the Agreement shall be paid to the Exchange account within 3 days from the start of secondary market trading.
- 2.4. The fee stated in Clause 2.1.3 of this Agreement shall be paid to the Exchange within the first quarter of the year.
- 2.5. The indicator stated in Clause 2.1.3 of the Agreement shall be calculated by the average value of the unit right in the last month of the previous year.
- 2.6. In case that the unit rights is delisted, the annual listing fee may be paid on a pro rata basis.
- 2.7. The trading halt or suspension of unit rights shall not serve as grounds for not paying the annual listing fee.

THREE. RIGHTS AND DUTIES OF THE EXCHANGE

- 3.1. The Exchange exercises the following rights:
 - 3.1.1. Monitor the trading of unit rights and conduct inspections in accordance with specific guidelines and directions;
 - 3.1.2. Monitor whether any decisions made by the Fund on issues affecting the rights of unit rights holders are in accordance with laws and regulations;
 - 3.1.3. Demand necessary information and documents from the Fund;
 - 3.1.4. Demand explanations and clarifications from the fund on any issues affecting the interests of investors;
 - 3.1.5. Publish the information received from the Fund to the public and demand the disclosure of information by the Fund;
 - 3.1.6. Report to the public any violation of securities market legislation by the Fund or failure to fulfill the legitimate demands from the Exchange;
 - 3.1.7. Demand the payment of fees as stated in Article 2 of these Rules;
 - 3.1.8. Demand the Fund to fulfill its general obligations as prescribed by Law on Investment Funds;
 - 3.1.9. Conduct special inspections on the Fund's business and financial operations in accordance with relevant regulations and directions, where necessary;
 - 3.1.10. Impose sanctions on the Fund within its power in accordance with the Listing Rules of the unit rights of the Exchange-traded fund, Surveillance Rules of the Exchange and this Agreement in case of a violation by the Issuer of relevant law, rules and regulations;
 - 3.1.11. Other rights stated in law and regulations.
- 3.2. The Exchange has the following duties:
 - 3.2.1. Register the unit rights issued by the Fund in its unit rights List, and organize the unit rights trading in accordance with the relevant rules and regulations;
 - 3.2.2. Provide advice, instructions, training and seminar on regulations and decisions relating to the stock market upon the Fund's request;
 - 3.2.3. Inform the Issuer through its website any amendments made to the Exchange's rules, regulations and instructions that are of relevance to the Fund and any other necessary information;
 - 3.2.4. Provide securities listing and trading information and research reports in accordance with applicable rules, based upon the Fund's request;
 - 3.2.5. Publish on its website the information provided by the Fund for dissemination to the public.

FOUR. RIGHTS AND DUTIES OF THE FUND

- 4.1 The Fund has the following rights:
 - 4.1.1. Apply for listing of unit rights, amendments to the listing or delisting of the unit rights;
 - 4.1.2. Make a request to commence the primary and secondary market trading for the listed unit rights upon the approval of the Commission;
 - 4.1.3. Receive advice and instructions from the Exchange in relation to organizing regular or special unit rights holders meeting, and conducting activities on the securities market;
 - 4.1.4. Provide suggestions to the Exchange in relation to the unit rights listing procedure and receive response within the timeframe stated in the Rules and consult with the Exchange to find a solution;
 - 4.1.5. Receive information and research reports in relation to the unit rights listing and trading, if the conditions stated in the relevant rules and regulations are met;
 - 4.1.6. Make a complaint to the Commission in relation to the decision made by the Exchange that is related to the Fund.
- 4.2 The Fund has the following duties:
 - 4.2.1. Fulfill the ongoing obligations as a listed fund as stated in the Articles 3 & 4 of the "Listing Rules of the unit rights of the Exchange-traded fund" of the Exchange throughout the time the Fund is listed on the Exchange;
 - 4.2.2. Adhere to the Securities Markets Law, Company Law, and rules, regulations and instructions approved by the Commission and the Exchange; and fulfill the legitimate demands made by the Exchange;
 - 4.2.3. Fulfill the demands made by the Exchange, and its employees in charge of unit rights listing and surveillance; provide necessary information, research, explanations and clarifications and be inspected on the use of proceeds from the unit rights offering;
 - 4.2.4. Treat its unit rights holders and investors fairly and equally;
 - 4.2.5. Comply with the corporate governance principles that is accepted domestically internationally and explain to the Exchange and the public in case of a noncompliance;
 - 4.2.6. The Fund assumes the following reporting and disclosure duties to the investors and the Exchange:
 - 4.2.6.1. Disclose the information required by the Securities Markets Law, Law on Investment Funds, Company Law and other relevant rules and regulation for dissemination to the investors, within the defined timeframe through public media and inform the Exchange;
 - 4.2.6.2. submit the information to the Exchange in electronic and printed form within the specified period as stated in the regulations and instructions related to information dissemination;
 - 4.2.6.3. Submit to the Commission and the Exchange the primary and secondary market information as stated in the Chapter 5 of the Securities Markets Law, in written and electronic formats and disclose to the public through its website;
 - 4.2.6.4. Publish simultaneously and fairly the undisclosed information that is price-sensitive or that may provide certain advantage in the unit rights trading;

- 4.2.6.5. Disclose to the public any price-sensitive information prior to the start of the next trading day and inform the Exchange;
- 4.2.7. Pay the fees stated in Article 2 of this Agreement within the given timeframe;
- 4.2.8. Fulfill the demands made by the Exchange in relation to the performance of an obligation assumed by the effective law, rules, regulations, instructions and agreements, and report the performance of the obligations to the Exchange;
- 4.2.9. Provide an immediate written explanation to the Exchange if the Issuer does not accept the legitimate demands made by the Exchange;
- 4.2.10. The demands are considered to have been accepted in the absence of an explanation specified in Clause 4.2.9 of this Agreement.

FIVE. LIABILITY

- 5.1 The Exchange shall take measures within the power given by the legislation, rules and regulations if the Fund fails to meet the duties specified in Clause 4.2 of this Agreement.
- 5.2 The Parties shall be responsible for the accuracy of the information.
- 5.3 The Fund shall pay a penalty of MNT 100 000 for each type of information in accordance with the Clause 232.5 of Civil Law, if it violates the duty specified in Clause 4.2.6.2 of this Agreement.
- 5.4 The Fund shall pay the penalty of 0.5 percent of the amount of the unfulfilled obligation will be charged for each day of delay if it fails to pay the fees specified in Article 2 of this Agreement.
- 5.5 The Exchange shall not be liable for the damages caused to the unit rights holders and other persons arising from the suspension of trading or other measures taken by the Exchange due to the wrongful conduct of the Fund.
- 5.6 The Fund, jointly with the person responsible for the decision, shall be liable for the damages caused to others due to reporting of false, inaccurate, incomplete, misleading and inconsistent information in the unit rights prospectus and other documents.

SIX. MISCELLANEOUS

- 6.1 This Agreement shall become effective when signed and sealed by the parties.
- 6.2 This Agreement may be amended with approval of both parties.
- 6.3 The Parties agree that if any provision of the Agreement is found to be ineffective by the law, the other provisions shall continue to be effective.
- 6.4 The Parties shall strive to settle disputes amicably. Provided that the disputes are not settled amicably, it shall be settled in court.

PARTIES TO THE AGREEMENT:

On behalf of the Exchange:

On behalf of the Issuer:

Chief Executive Officer

“.....” JSC

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