

# Continuing Obligations for Debt Issuers

A training programme organised by



14 May 2024



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## Oslo Børs and Academy

[Oslo Børs](#) offers the only regulated markets for securities trading in Norway today and is world-leading in the energy, shipping and seafood sectors. Oslo Børs joined the Euronext Group in June 2019.

As part of Euronext, companies listed on Oslo Børs now meet a larger investor audience, which means increased access to capital, liquidity and interest. More investors are also meeting through our efficient and secure trading platform, where our unique Single Order Book allows around 180 brokers to trade, clear and settle in a uniform way.

[Academy](#), the training centre of Euronext Group, turns **capital markets expertise** into world-class training courses and programmes.

Our programmes reflect the evolution and trends of **financial markets and their ecosystems**.

Key assets of our learning centre are our centrality in capital markets, and our **internal and external faculty**, whose contributors are drawn from practitioners, academics, advisors and financial market specialists.

As a financial market infrastructure, being at the centre of capital markets, we understand not just what is happening now, but also what's changing - so we can design our courses to equip attendees with the necessary skills for the world of today and tomorrow.

### An accredited Management System Certificate

Academy meets the management system standards UNI EN ISO 9001:2015, sector EA:37 since 2007.

The accreditation guarantees internationally recognised quality service standards and allows companies to apply for public funding to finance individual and company training projects.



## Programme overview, take-aways and target

### Overview

With the aim to support debt issuers, Academy – Euronext Group in collaboration with Oslo Børs have designed a training that covers the Oslo Børs debt issuer’s main obligations under the Market Abuse Regulation, key disclosure rules, such as the loan document, and other regulatory requirements that would enhance the company transparency and compliance with the regulatory framework, thus increasing shareholders’ trust.

### Take-aways

The Course will provide delegates with a solid understanding of:

- The current EU regulatory framework and the main rules of the Oslo Børs rule book
- The main duties of disclosure and the concept of Inside Information
- How market supervision processes work and the related sanctions

### Target Audience

This training programme is addressed to all those companies/debt issuers admitted to trading on Oslo Børs, Euronext Expand and Euronext Growth Oslo, and particularly to:

- Legal and compliance departments
- IR departments
- Financial analysts

### Faculty

**Pernille Woxen Burum** is Specialist Partner at the law firm BAHR. She has special expertise within stock exchange and securities legislation, including the Market Abuse Regulation and other rules and regulations for issuers and other participants on Oslo Børs’ marketplaces. The trainer also has extensive experience with capital market transactions, including IPOs, share issues, mergers and acquisitions. Pernille has previously worked as an attorney at Oslo Børs, including at the Market Surveillance department and the Legal department.

**Course structure**

The half-day training session will be held on May 14<sup>th</sup>, 2024, and will be held in Norwegian and in-person at the BAHR law firm offices located in Oslo.

**E-Learning tools**

The handouts and course material will be provided to the delegates in pdf format after the course. The attendees will also receive a Certificate of Attendance to the course in digital format and as a LinkedIn certificate.

# Agenda – Continuing Obligations for Debt Issuers

## Day one:

**9.00 – 12.00 CET**

**9.00**

### **Welcome and introduction**

#### **The Regulatory framework**

- The Market Abuse Regulation
- Euronext Rule Books

#### **Inside information and duty of disclosure**

- Definition of Inside information
- Duty of disclosure
- Delayed disclosure
- Insider lists and information handling

*10.10 Break*

**10.20**

#### **Other disclosure obligations**

- Matters to be disclosed pursuant to Euronext rules
- Key information notices
- Financial reporting

#### **Primary insiders**

- Definition of primary insiders
- Duty to report and disclose transactions
- Closed periods

*11.10 Break*

**11.20**

#### **Other topics**

- Equal treatment
- Buy-back of shares
- Contact with Oslo Børs and Finanstilsynet
- Supervision and sanctions

**12.00 Course close**

# Terms and conditions

The registration form is a legally binding agreement between Euronext Corporate Services Italy S.r.l. and the applicant (or the company the applicant works for) and is defined by the following conditions:

## Schedule

14 May 2024 – in-person, in Norwegian

## Registration

The applicant can submit the registration form, duly filled out, to Academy up to 7 days prior to the course date via:

- **EMAIL** [academy@euronext.com](mailto:academy@euronext.com)
- **WEB** [Academy website](#)

To register after this date, please contact us at the following number:

- **TEL +39 02 72426.086**

Participation will be confirmed in writing by the Academy administration.

## Registration fees

The individual registration fee for the course is **NK 4,500** + VAT (if applicable).

The individual registration fee for participants from listed companies is **NK 3,500** + VAT (if applicable).

## Discounts

**Multiple registrations** - Discounts are available for multiple registrations of the same company. In particular:

- Two participants: 10% discount on the total amount
- Three participants: 15% discount on the total amount
- Four or more participants: 20% discount on the total amount

## Payment method

Fees must be paid:

- Upon receipt of the email from Academy confirming the applicant's registration (sent approximately 7 days prior to the course date)

or

- Upon receipt of the invoice from Euronext Corporate Services Italy S.r.l. (Academy is part of the Euronext Corporate Services Italy S.r.l. Company)

Payment must be made via **BANK TRANSFER** to:

### **Euronext Corporate Services Italy S.r.l.**

Piazza degli Affari, 6

20123 Milano

Tax Code **11734560961**

VAT No. **IT11734560961**

### **Intesa San Paolo S.p.A.**

Piazza Cordusio, 4

20123 Milano

IBAN - **IT22 N030 6901 6261 0000 0125 565**

BIC - **BCITITMM**

A copy of the effected bank transfer must be emailed to Academy [academy@euronext.com](mailto:academy@euronext.com).

Invoices marked as paid will be mailed to the addresses indicated on the wire transfer.

## Intellectual property rights

The Client acknowledges and agrees that the contents made available during the training (including, but not limited to, videos, pictures and texts) are property of Euronext Corporate Services Italy S.r.l. or are supplied by Euronext Corporate Services Italy S.r.l. in virtue of certain contractual arrangements with third parties and cannot be reproduced, distributed or used for business purposes without the prior written consent of Euronext Corporate Services Italy S.r.l. or the entity having the relevant rights on the same.

## Liability

Whilst every effort is made by Euronext Corporate Services Italy S.r.l. to ensure that the contents of the training (including, but not limited to, videos, pictures and texts) are accurate and up to date, Euronext Corporate Services Italy S.r.l. shall not be liable whatsoever for any inaccuracy or misleading information, nor for any consequential damage or expense or any loss of profit or any liability to third parties incurred as a result of reliance

on such information, which is provided for educational purpose only. Euronext Corporate Services Italy S.r.l. total liability under this agreement shall be limited to the maximum amount represented by the Fees paid to the latter by the Client.

## Traceability of financial flows

Euronext Corporate Services Italy S.r.l. and the Client assume all obligations regarding the traceability of the financial flows provided by Law 136/2010, as subsequently amended and implemented (the "Traceability Obligations").

In relation to the payments to be made pursuant to the present Contract, the Client, if it is a public contractor pursuant to decree law 163/2006 (Code of public contracts for works, services and supplies), to ensure the enforcement of Law 136/2010 and subsequent amendments, undertakes to communicate to Euronext Corporate Services Italy S.r.l., by the form attached to the Contract, the identification bidding code (CIG) and, in case, the unique code of project (CUP).

In particular, in fulfilling the Traceability Obligations Euronext Corporate Services Italy S.r.l. will communicate to the Client:

- (i) the bank accounts details to be used, also nonexclusively, for the payments to be made by the Client pursuant to the present Contract;
- (ii) the personal details and the fiscal code of the persons delegated to operate on them, indicating the relevant role and powers, within 7 (seven) days from the creation of the accounts above (or, in case of existing accounts, within 7 (seven) days from their first use in relation to the payments made by the Client).
- (iii) Any possible amendment of the information indicated in points (i) and (ii) above, will have to be communicated by the Client within 7 (seven) days from occurrence.

Let it be understood that, save for possible derogations and partial exemptions to Law 136/2010, failure to use instruments suitable to permit the full traceability of the financial flows (for instance, bank or post transfer) and the failure to comply with any other Traceability

Obligations, are grounds to terminate the present Contract.

Euronext Corporate Services Italy S.r.l. undertakes, in particular, to inform the Client and the Prefecture (territorial office of the Government of the province where the Client has its registered office) if it becomes aware of breaches by its contractual counterparties, if any, in relation to the Traceability Obligations.

## Cancellation Policy

According to article 1373 C.C., to withdraw from this contract applicants must send a written notice via email to [academy@euronext.com](mailto:academy@euronext.com):

- The fee will be fully refundable up to 7 working days prior to the course date;
- A 50% refund will be provided for cancellations made during the 6 days leading to the course;
- Fees are non-refundable for cancellations made 1 day prior to the course date.

Substitution of attendees (from the same company) may be made at any time.

Academy accepts requests to replace the course with another Academy course. The rescheduled training must take place within 12 months.

## Changes to the programme

Euronext Corporate Services Italy S.r.l. reserves the right to postpone or cancel the course and notify the participant via fax or email at least 1 week before the course date; in this case, the participant is entitled only to a full refund of the course fee. In addition, Euronext Corporate Services Italy S.r.l. is entitled to make changes to the programme and seat of the training and/or substitute the expected panellists with others with equal skills and competence.

## Governing law and jurisdiction

The present agreement shall be governed by Italian law. The parties assign to the Court of Milan the exclusive jurisdiction over any dispute arising out the present agreement, this including – but not limited to – any proceedings regarding the validity, the construction, the performance and/ or the termination of the agreement.



# Booking form

Please read the terms and conditions on the preceding page. Fill out the form and send it by email to [academy@euronext.com](mailto:academy@euronext.com).

For further information: +39 02 72426086 – [academy@euronext.com](mailto:academy@euronext.com)

## Continuing Obligations for Debt Issuers

14 May 2024 – online, in English

### REGISTRATION FEE

Individual fee		<input type="checkbox"/> NOK 4,500 + 22% VAT (if applicable)
2 participants from the same company	<b>10% discount</b>	<input type="checkbox"/> NOK 8,100 + 22% VAT (if applicable)
3 participants from the same company	<b>15% discount</b>	<input type="checkbox"/> NOK 11,475 + 22% VAT (if applicable)
4 or more participants from the same company	<b>20% discount</b>	<input type="checkbox"/> NOK ..... + 22% VAT (if applicable)
Individual fee for listed companies		<input type="checkbox"/> NOK 3,500 + 22% VAT (if applicable)
2 participants from the same listed company	<b>10% discount</b>	<input type="checkbox"/> NOK 6,300 + 22% VAT (if applicable)
3 participants from the same listed company	<b>15% discount</b>	<input type="checkbox"/> NOK 8,925 + 22% VAT (if applicable)
4 or more participants from the same listed company	<b>20% discount</b>	<input type="checkbox"/> NOK ..... + 22% VAT (if applicable)

For up to three multiple registrations, you may also register online to the 14 May edition by:

- [Clicking here](#) for registrations from the same company listed on Oslo Børs
- [Clicking here](#) for registrations from the same company not listed on Oslo Børs

### PARTICIPANT INFORMATION

Name and Surname

Job title

Company

Email

Phone

Job Field			Familiarity with the course subject
<input type="checkbox"/> General Management	<input type="checkbox"/> ICT	<input type="checkbox"/> ESG and Sustainable Business	<input type="checkbox"/> Basic
<input type="checkbox"/> HR, Organisation and Development	<input type="checkbox"/> Legal	<input type="checkbox"/> Finance	<input type="checkbox"/> Intermediate
<input type="checkbox"/> Administration and Control	<input type="checkbox"/> R&D	<input type="checkbox"/> Risk Management	<input type="checkbox"/> Advanced

**Nature of business**

- |  |  |   |                                 |
|--|--|---|---------------------------------|
| <input type="checkbox"/> Listed/unlisted company | <input type="checkbox"/> Bank            | <input type="checkbox"/> Advisory       | <input type="checkbox"/> Energy |
| <input type="checkbox"/> Lawyer                  | <input type="checkbox"/> Investment Bank | <input type="checkbox"/> Private Equity | <input type="checkbox"/> Funds  |

**Company Address**

Street	N.	Zip code	City	Country
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**BILLING INFORMATION**
**The invoice must be addressed to:**

Company name/Participant name and surname

VAT number

Department

Billing reference name

Street	N.	Zip code	City	Country
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Phone

E-mail

**ELECTRONIC INVOICE (IF APPLICABLE)**

According to the Italian Law no. 205 of 27.12.2017 and to Provision no. 89757 of 30.4.2018 of the Italian TAX Authority and subsequent amendment and/or integrations, the Client duly holder of an Italian VAT code/Tax identification code) provides with:

Certified E-mail Address (PEC):

Or Recipient Code:

In order to receive the electronic invoice through the Italian Exchange System (SDI) according to the above information

**Phone**
**Email**
**SPLIT PAYMENT (IF APPLICABLE)**

According to the art. 17-ter of the Italian D.P.R. no. 633/72 (as subsequently amended and implemented), the Client (duly holder of an Italian VAT code/Tax identification code) declares that:

- is subject to the "Split Payment" VAT regime     is not subject to the "Split Payment" VAT regime

and undertakes to communicate any change of such regime.

## PRIVACY

By signing this booking form I declare that I have read the informative document regarding the processing of personal data on the Euronext Corporate Services' website ([Privacy Policy | Euronext Corporate Services](#)) and I accept the General Terms and Conditions of the service.

In addition to the declaration above, by ticking the relevant box I also inform that (*please tick the chosen box*):

I DO  I DO NOT  
authorise Euronext Corporate Services to collect and to process my personal data for the purpose of "direct marketing", by sending advertising material, direct sales and promotion of products and services of Euronext Corporate Services, carrying out market research, marketing communications, also using data subject's name for publicity carried out through automated means of contact such as e-mail, fax messages, MMS or SMS.

I DO  I DO NOT  
authorise the communication/the transfer of the personal data for the purposes of direct marketing by third parties - even outside the European Community - included the other companies of the Euronext Group, as well as third parties referred to in point c) of the informative document regarding the processing of personal data ([Privacy Policy | Euronext Corporate Services](#)).

**Signature and company seal**

**Date:**

## Academy

Comprehensive, quality education is fundamental for the development and growth of the economy. As part of a pan-European market infrastructure at the centre of European capital markets, Academy's main objective and activity is turning capital markets expertise into world-class training courses and programmes and making them relevant to the wider financial community of today and of tomorrow. Key Academy assets are our centrality in capital markets, and our internal and external faculty, made up of practitioners, academics, advisors and financial market specialists. Interactive and innovative learning methods make all Academy programmes an inspiring experience.

## Contacts

academy@euronext.com  
+39 02 72426 086



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