



## Administrative Resolution No. (115/2025) Making Amendments to the Market Making Regulations

### **Based on:**

- Commercial Companies Law promulgated by Royal Decree No. 18/2019;
- The Royal Decree 5/2021 Transforming Muscat Securities Market into a Closed Omani Joint Stock Company Named Muscat Stock Exchange SAOC;
- The Securities Law promulgated by Royal Decree No. 46/2022;
- The Royal Decree No. 20/2024 Establishing the Financial Services Authority;
- The Executive Regulations of the Capital Market Law issued by Resolution No. 1/2009;
- The Market Making Regulations issued by Resolution No. 73/2023; - The approval of the Financial Services Authority' Board of Directors; and - The approval of Muscat Stock Exchange SAOC's Board of Directors. **And**
- In pursuance of the public interest

### **Have decided the following**

- Article (1)** : Making the attached amendments to the Market Making Regulation referred to above.
- Article (2)** : Anything that contradicts with the attached amendments and its provisions shall be repealed.
- Article (3)** : This Resolution shall be effective as of the date of its issuance

**Mohammed Mahfoodh Al Ardhi**  
**Chairman of the Board of Directors**



**Issued on:** 21 Rabiaa AL Awl 1447 AH.

**Corresponding:** 14 September 2025 AD.



### Article (1)

The text of Article (1) and (2) of the Market Making Regulations shall be replaced with the following texts:

### Article (1)

In applying the provisions of these Regulations, the words and expressions shall have the same meaning assigned thereto in the Securities Law. Further, the following words and expressions shall have the meanings indicated to each of them, unless the context requires otherwise:

<b>Stock Exchange:</b>	Muscat Stock Exchange Company SAOC.
<b>Depository:</b>	Muscat Clearing & Depository Company SAOC.
<b>Eligible Securities:</b>	Securities listed on the Stock Exchange on which Market Making activity can be exercised.
<b>Market Making:</b>	An activity aimed at providing continuous orders for supply and demand for eligible securities during the trading session with the aim of promoting liquidity.
<b>Market Maker:</b>	An entity working in securities and licensed by the FSA to engage in market making activity.
<b>Market Making Agreement:</b>	The agreement concluded between the Stock Exchange and the Market Maker, in which the Stock Exchange defines conditions and duties that the Market Maker must adhere to.
<b>Liquidity Provision:</b>	The financial service that the Market Maker commits to in order to improve liquidity of one or more securities listed on the Stock Exchange under a contract with the issuing entity.
<b>Liquidity Provider:</b>	A Market Maker registered with the Stock Exchange to provide liquidity supply service.
<b>Foreign Company:</b>	A non-Omani company licensed by its counterpart in the home country to engage in market making activity or providing liquidity, as the case may be, and has no branch in the Sultanate of Oman, and wishes to be registered with the Stock Exchange to engage in market making activity remotely, or providing liquidity remotely, as the case may be.



<b>Home Country:</b>	The country in which the foreign company is commercially registered according to its applicable laws, where its permanent headquarters locates.
<b>Counterpart:</b>	The regulatory counterpart to the FSA, which has the legal powers in the home country to license, supervise and control the remote market making or remote provision of liquidity, and a member of the International Organization of Securities Commissions (IOSCO), and apply controls and procedures no less than those in force in the FSA regarding know your customer (KYC), customer due diligence (CDD), and Anti-Money Laundering and Combating the Financing of Terrorism (CFT/AML).
<b>Securities Market:</b>	The securities market in the home country in which the foreign company is registered, according to the regulatory framework governing that market.
<b>Electronic Trading Platform:</b>	An electronic platform designed for executing orders to buy and sell securities.
<b>Remote Market Making:</b>	Providing continuous bid and ask orders for eligible securities during the trading session for promoting liquidity through the electronic trading platform.
<b>Remote Provision of Liquidity:</b>	The financial service that the Market Maker commits to in order to improve liquidity of one or more securities listed on the Stock Exchange under a contract with the issuing entity, and through the electronic trading platform.
<b>Interconnection Registration:</b>	The process of registering a foreign company with the Stock Exchange in accordance with the controls stipulated in these Regulations.

## Article (2)

Market making activity and liquidity provision services shall be limited to entities operating in securities and licensed by the FSA.

The Stock Exchange may, as an exception, interconnected register foreign companies that wish to practice remote market making activity or remote liquidity provision service.



## Article (2)

The following Articles shall be added to the aforementioned Market Making Regulations:

### Article (9) bis

The foreign company that wishes to apply for interconnected registration to practice remote market making activity shall:

- A. Be licensed by the counterpart to practice market making activity
- B. Have at least five (5) years of experience in practicing market making activity.
- C. The company's capital allocated to market making activity must not be less than the minimum capital required for practicing the activity in the Sultanate of Oman.

And, the application shall be submitted, accompanied by the following information and documents:

- A. The counterpart approval for the registration in the Sultanate of Oman, and also, the approval of any other regulatory authorities in the home country, if the laws in force there stipulate that their approval is mandatory.
- B. A certificate from the counterpart stating that the company's has no serious notes or violations: (negligence, suspension of work, or any violations relating to financial solvency standards, segregation of accounts, or related to the company's activity in the securities field during the five (5) years preceding the submission of the application.
- C. An updated copy of the company's commercial register in the home country, a statement of the ownership structure, including the partners' names, nationalities and percentages in the company's capital, and the sequence of ownership for the legal partner who owns (5%) or more, ending with the real beneficiary.
- D. The authorization issued by the partners or the Board of Directors to their representative to initiate registration procedures, unless the applicant is fully authorized in the company's commercial register.
- E. A declaration according to the form prepared for this purpose, to confirm the following:
  - i. No regulatory authority rejected to register the company in any country in which it has previously submitted an application for registration, and no penalties were imposed by this authority on the company during the five (5) years preceding the submission of the application.
  - ii. The Chairman and members of the Board of Directors or the partners shall have good conduct and reputation, and have not been charged under any judgment, during the five (5) years preceding application, of bankruptcy or a penalty for a felony or misdemeanor breach of honor or trust, or a penalty for committing one of the crimes stipulated in the



- Commercial Companies Law or Securities Law, unless they have been rehabilitated.
- iii. The company has sufficient financial, administrative and technical capabilities and expertise to practice the activity in question.
  - iv. The company shall comply with the rules of disclosure and insider dealings, and rules of professional conduct applicable at the Stock Exchange.
  - v. Evidence of the presence of a compliance officer responsible for ensuring that the company's practices comply with the Stock Exchange's rules.
  - vi. Commitment to the technical requirements necessary for the electronic trading platform, and any controls set by the Stock Exchange in this regard.
  - vii. Compliance with policy of Anti-Money Laundering and Combating the Financing of Terrorism (CFT/AML) issued by the Stock Exchange.
- F. Any other documents, data or requirements requested by the Stock Exchange.

#### **Article (10) bis**

1. The Stock Exchange shall issue its initial approval for the interconnected registration of the foreign company upon completion of the data and documents stipulated in Article (9) bis, and the company shall complete the rest of the documents and data stipulated in Paragraph (2) of this Article within a period not exceeding (3) months from the date of initial approval.
2. The final interconnected registration application shall be submitted according to the form prepared for this purpose, to be accompanied by the following data and documents:
  - A. Payment receipt of registration fee.
  - B. A copy of the approved articles of association of the company.
  - C. A statement of the names of the members of Board of Directors or Board of Partners, and their qualifications and experience, and their memberships in other boards of directors.
  - D. A statement of the executive management's employees, and their qualifications and experience.
  - E. Details of compliance officer.
  - F. Guide to risk management, information security and internal control.
  - G. Operational guide, work systems, and internal systems regulating remote trading operations.
  - H. Know your customer requirements and due diligence measures applicable at the company.
  - I. Business continuity policy.
  - J. Policy and procedures for receiving complaints and reports and the disputes settlement mechanism.
  - K. Any other documents or data requested by the Stock Exchange.



3. If the company does not complete the required data and documents referred to in Paragraph (2), the CEO may extend this term for a similar period, otherwise the request will be considered invalid.

The Stock Exchange shall study the interconnection registration application within (15) days from the date of fulfilling the requirements stipulated in this Article, and the Stock Exchange shall determine any additional guarantees that the foreign company must provide before signing the market making agreement. Before issuing its final approval for the interconnection registration, the Stock Exchange must ensure that the company fulfills the regulatory and technical requirements issued by the depository and approved by the Authority.

#### **Article (15) bis**

The company's board of directors or board of partners in the foreign company, as the case may be, shall be responsible towards third parties for damages that may result from its failure and those in charge of it to comply with the legislation, regulations, decisions and systems in force in the Sultanate of Oman, which regulate trading operations and market making activity, whether those issued by the FSA or the Stock Exchange.

#### **Article (16) bis**

Foreign companies that wish to apply for interconnected registration to provide a remote liquidity service must submit an application to the stock exchange, after completing the data and documents required to register the remote market making activity stipulated in this regulation, taking into account the nature of the license granted to the foreign company by the counterparty.

The same obligations stipulated for the liquidity provider mentioned in this regulation shall be applicable to remote liquidity supply service.

#### **Article (30)**

A foreign company may file a grievance against the decisions issued by the Stock Exchange against it in accordance with the following provisions:

1. The grievance must be submitted via a letter explaining its reasons to the Securitas Market within a period not exceeding (5) five working days from the date of issuance of the decision subject to the grievance.
2. The Securitas Market has the right to analyze the grievance, and it may as the case maybe, contact the stock exchange, if necessary, to consult on the subject of the grievance, within a period not exceeding (10) ten working days from the date of receipt of the grievance.
3. In the event that the Securitas Market addresses the stock exchange regarding the content of the grievance, both of them shall hold a consultative session



between them to consider the grievance, within a period not exceeding (15) working days from the date of receipt of the grievance.

4. The Stock Exchange must decide on the grievance within a period not exceeding (10) working days from the date of holding the consultative session referred to in Paragraph No. (3) of this Article.

In all cases, the Stock Exchange must, before deciding on the grievance, take into account the legislation in force in the Sultanate of Oman, including the provisions of this regulation and the agreements concluded in this regard.