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# Mazaya Qatar Real Estate Development Q.S.C

Insider Trading  
Guidelines Policy

ENV1 Final

28 January 2013

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## 1. Purpose

The purpose of this policy is to outline guidelines and policies as it relates to insider trading activities at Mazaya Qatar Real Estate Development Q.S.C (hereafter referred to as MQ).

## 2. Scope

This policy applies to all MQ employees and their immediate families (first degree) and Board Members who are privy to undisclosed Company information.

## 3. Insider Trading

An "insider" may be an officer, director, employee, or beneficial owner of MQ's stock who is in possession of material information regarding the Company that has not been fully disclosed to the public. From time to time, employee may have access to information about MQ's business which has not been disclosed to shareholders and the investing public.

Material undisclosed information about MQ's business is defined as "inside" information and can be financial information, operational initiatives, pricing decisions, or other information that could affect the share price of MQ. Trading stock on the basis of inside information, regardless of how small or large the trade, is a serious violation of the Company's ethical standards and policies (Article 13.4 of the QFMA Code).

If an employee has material inside information about MQ, the employee may not trade in the Company's stock from the moment the employee receives that information until after the close of the second trading day following public disclosure of the information. Additionally, the employee must not assist anyone else to trade in the stock by improperly disclosing inside information to them.

All MQ employees who have access to internal financial statements, or to material information concerning anticipated quarterly financials that has not yet been made public, are strongly recommended not to trade in the Company's stock during the 30 calendar days prior to the end of any fiscal quarter and ending at the close of business on the second trading day following public disclosure of financial results for the fiscal quarter.

All Board Members and Executive Management and people who are exposed to Company's financial results and obtain remuneration from the Company are prohibited from trading in MQ stock (QE Bylaws Article 173) and the following practices more specifically apply to MQ:

- A. 1<sup>st</sup> and 3<sup>rd</sup> Quarter – One week prior to closing the quarter until disclosure date of the financials
- B. 2<sup>nd</sup> Quarter and Year-end– Between the period of calling the Board Meeting and date of disclosure which is usually the date the Board Meeting is convened
- C. Insider trading rules are strictly enforced, even in instances when the financial transactions seem small.

## 4. Prohibited Activity

### Tipping Non-Insiders

The person who trades or "tips" information violates MQ's policy and ethical standards if he she has a fiduciary duty or other relationship of trust and confidence not to use the information.

### Utilization of Insider Information for Benefit

Trading is also prohibited when a person who receives information through a confidential relationship uses ("misappropriates") the information for his or her own trading or tips to others.

### Controlling Persons

Corporations, brokerage firms, or other "controlling persons" who supervise a person who violates the insider trading rules may also be liable. A "controlling person" can be penalized if he knew or recklessly disregarded the fact that the controlled person was likely to engage in insider trading and failed to take steps to prevent it.

Directors and officers are prohibited from being involved in the investment approval process of insiders who may benefit directly or indirectly from the decision to grant a service. Relatives of the first degree may not trade in MQ stock based on insider information.

## 5. Personal Account Transactions

MQ may restrict certain employees/s (investment, finance...etc) from trading in the Company's stock or in stocks owned by MQ to prevent personnel from using the Company's information for personal gain. The list of employees covered by this policy will be determined by the Management and approved by the Board.

- 1 MQ may at any time, and without giving any reason:
  - A. Restrict employee dealings by any employee;
  - B. Impose special conditions or restrictions on staff dealing; or
  - C. Decline to give permission to staff dealing when it is requested.

In general, MQ will place controls on personal account transaction on employees involved in investments (liquid publicly traded investments) treasury activities only. Such employees will be requested to open accounts with an approved broker.

- 2 Additionally, MQ will ensure that restrictions with regard to personal account transactions are included in the terms of contract of the relevant employees.
- 3 MQ will, by writing, inform employees on restrictions on personal account transactions, and any general permission to execute personal account transactions.
- 4 MQ will maintain a list of relevant investments in relation to which MQ and its staff may have inside information and ensuring that only relevant employees/s have access to this list.
- 5 MQ employees may not undertake personal account transactions in relation to investments on the restricted list unless:
  - A. The transaction is for the purposes of realizing the cash value of a holding or position not related to MQ's business; and
  - B. The firm has given its express written permission for the transaction.

## **6. Board Disclosures**

In accordance with transparency requirements, all MQ Board Members' holdings (executive or non-executive) will be made available to the public on the Company's website. Any changes to Board Members' ownership will also be disclosed on the website.

For this purpose, the Audit Committee will have access to Board Member accounts used to trade in MQ's stock and notify Board Secretary of any changes in holdings for publication on the Company's website.

## **7. Disciplinary Action**

Insiders may be subject to internal penal prosecution for trading (purchase or sale) in MQ stock when they know material information concerning the Company that has not been fully disclosed to the public.

Penal prosecution in addition to penal action taken by Qatar Exchange for insider trading can and often result in termination from employment for the violating employee.