

	<b>Project Overview</b>	
© CAPMEX	2	CAPMEX

### EBRD: KASE Capacity Building Project

### ✤ Project is financed by



#### Global objective of the project

 Contribute to the development of a reliable and transparent capital market in Kazakhstan through upgrading the professionalism and capacity of the Exchange's personnel by providing specific, direct advice and training.

#### Specific objectives of the project

 Design practical and feasible liquidity provision measures for KASE and contribute to increased market transparency by addressing trading data availability and data dissemination issues. Furthermore, provision of training to exchange personnel and preparation of a self-study handbook to increase KASE 's institutional capacity.

3 |

#### Project duration

© CAPMEX

• Start: July 2010 – Project Finish: November 2010

### **Team Composition & Work Approach**

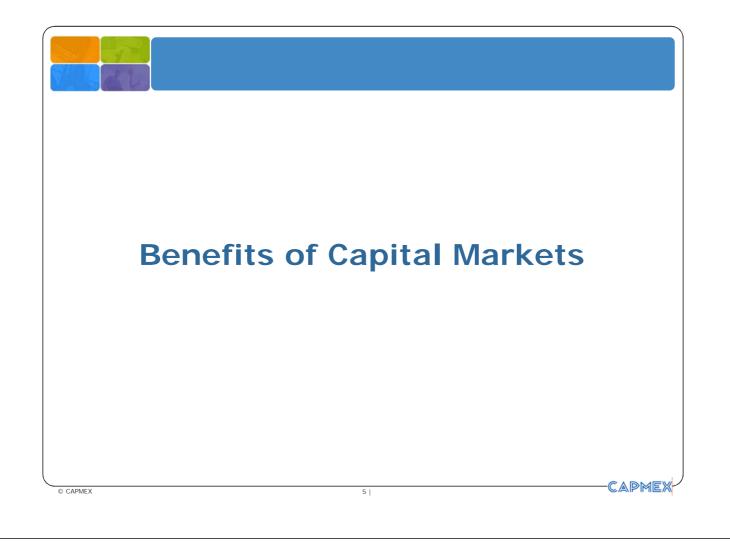
#### ✤ Team composition

- Team consists of current and former managers, CEOs and board members of Europe based exchanges
- Team has experience in building-up, restructuring and advising exchanges and/or financial market authorities in Russia, China, Czech Republic, Slovakia, Bosnia, Croatia, Romania, Serbia, Egypt, Germany, Austria, Greece, Hungary, Vietnam, Mongolia, ...

### Work approach – defining liquidity measures

- Focus is on selected feasible and practical solutions
- Interaction with market participants
  - More than 50 meetings with stakeholders were conducted jointly with KASE.
- Only those measure will be highlighted, which have proved to be successful in improving stock market liquidity in other markets

© CAPMEX



### Valuable Effects of Developed Capital Markets

#### ✤ Macro-economic effects

- Economic growth
- Better developed financial sector
- Better developed productive and service sector
- Increased productivity and capital growth
- Lower unemployment rates
- Poverty reduction

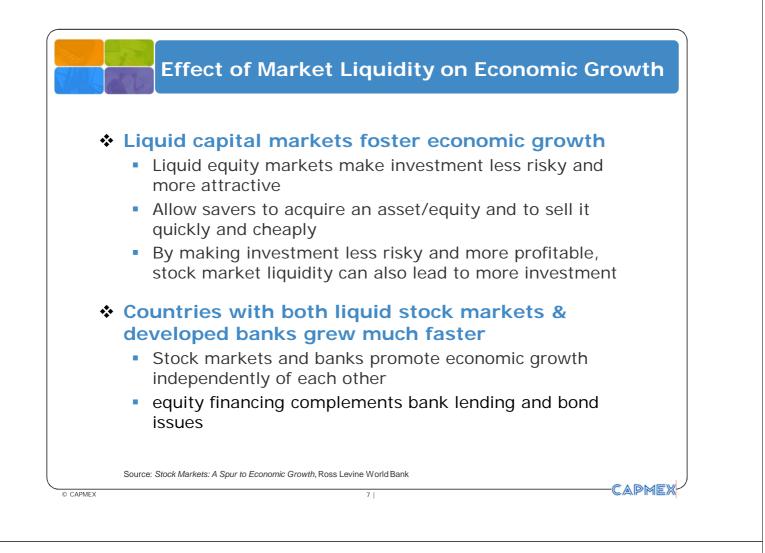
#### Micro-economic effects

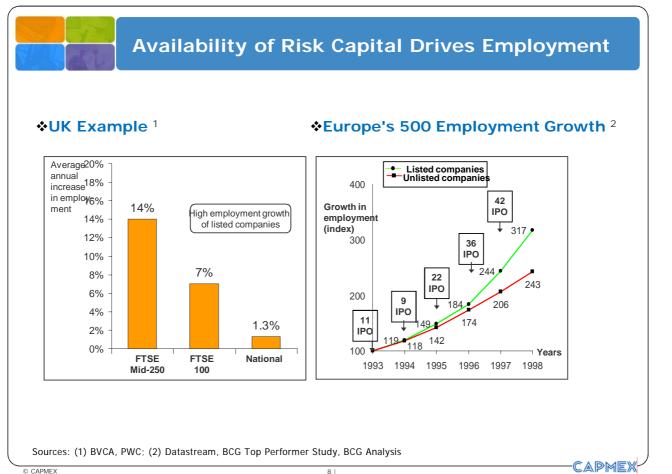
- Easier and cheaper access to risk capital, resulting in more flexible financing for enterprises
- Improved governance structures
- Higher research & development power
- Increased mergers & acquisition power

CAPMEX

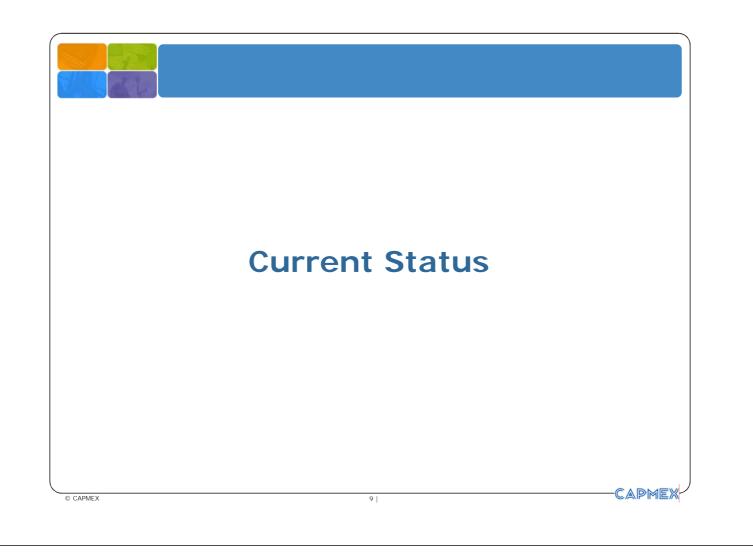
- Increased "entrepreneurial spirit"
- Wealth creation for private investors

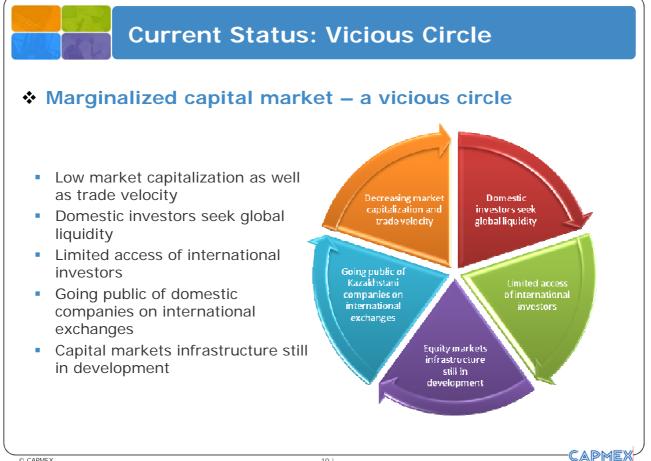
A reliable, efficient, liquid and safe capital market is essential to provide Kazakhstan's companies with an additional access to finance





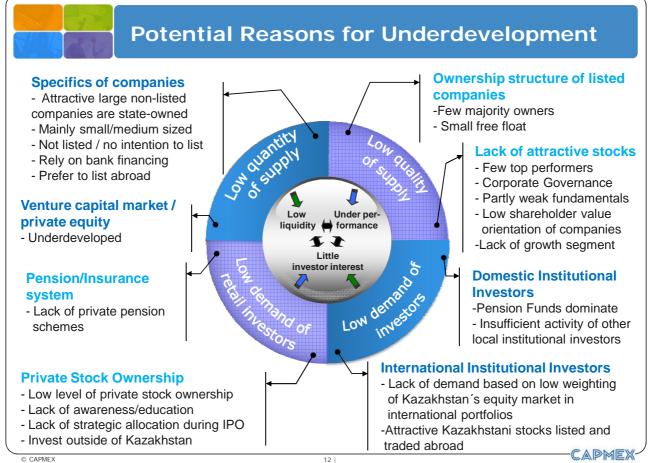
8 |



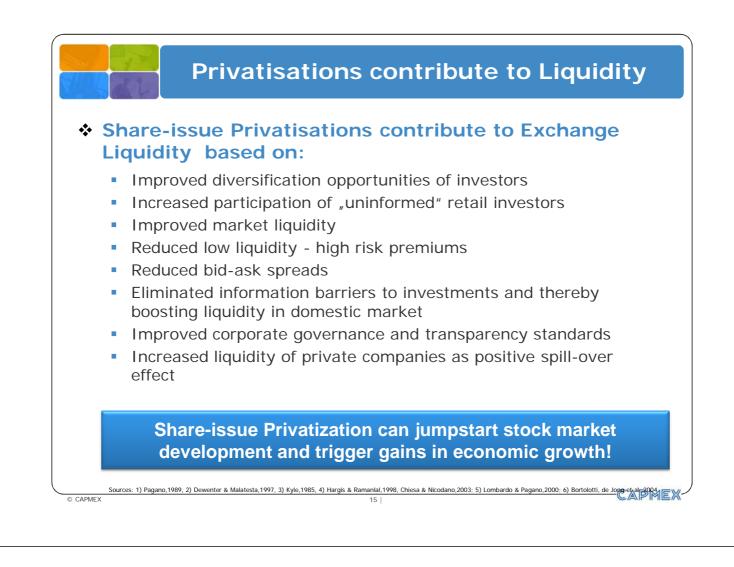


10 |









### Privatization and IPOs

#### IPO pipeline

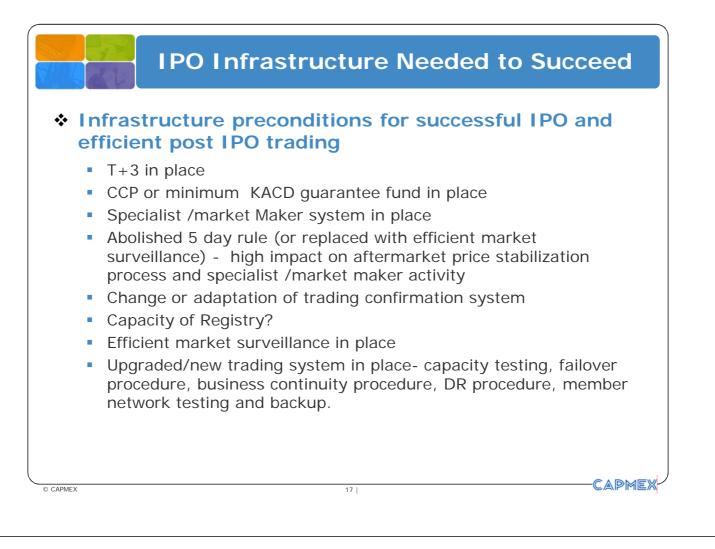
Potential IPO candidates:

Kazakhstan's top 10 companies in terms of sales in 2009\*

Company	Already Listed	Planned IPO <sup>**</sup>	Open
National Company KazMunayGaz JSC		√	
Tengizchevroil LTD			1
ENRC	√		
Corporaton Kazakhmys Plc			1
Mangist aumunaigaz JSC	√		
National Company Kazakhstan Temir Zholy		√	
PetroKazakhstan JSC			1
BTA Bank JSC			1
CNPC-International Aktobe Petroleum JSC			1
Kazkommertsbank JSC	×		

\* According to information of ranking "Expert-100-Kazakhstan", made by rating agency "Expert RA", 2009

\*\* According to information obtained from various mass media





#### Selection of Company decides on IPO Success

- Must be one of "best" state assets to attract worldwide investor attention
- Company selection determines IPO sucess
- Pricing has important impact on further market development
  - Increases credibility of capital market and activates retail investor base

#### IPO on KASE increases local market attractiveness

- Company should be listed <u>only</u> on Kazakhstan Stock Exchange
   Capability of infrastructure has to be ensured
- Double listing should be avoided
- Will attract international investor to local market
- Increases liquidity and investment activity on KASE
- 'Motivates' international participants to become KASE remote members



#### \* Strategic allocation to increase domestic demand



•• T Hrvatski Telekom

CAPMEX

isting: end of 2006	T-HT Telecom	isting: end of 2007
17%	<ul> <li>Privatization of</li> </ul>	32,5%
400 mEUR	<ul> <li>Total issued value</li> </ul>	940 mEUR
2,7 bEUR	<ul> <li>Total demand</li> </ul>	5 bEUR
700 mEUR	•Total domestic demand	2,3 bEUR
200 mEUR	<ul> <li>Total retail demand</li> </ul>	1,7b EUR
	17% 400 mEUR 2,7 bEUR 700 mEUR	17%•Privatization of400 mEUR•Total issued value2,7 bEUR•Total demand700 mEUR•Total domestic demand

20 |

© CAPMEX

Issuer	Size of IPO	Demand	Retail	% retail alocation
Magma*	40m EUR	240mEUR	9.500	40%
Ingra*	47mEUR	135mEUR		0
Veterina	25mEUR	107mEUR	7.600	30%
Atlantic Grupa*	100m EUR	400m EUR	20.000	25%
<ul> <li>✓ Private IPO s</li> <li>✓ 7 IPO s in 2 s</li> </ul>		exit,		



22 |





#### Status quo

- KASE is planning to introduce a financial derivatives market
- Planned products: FX Futures, Index Futures

#### Pre-requisites for successful launch of derivatives

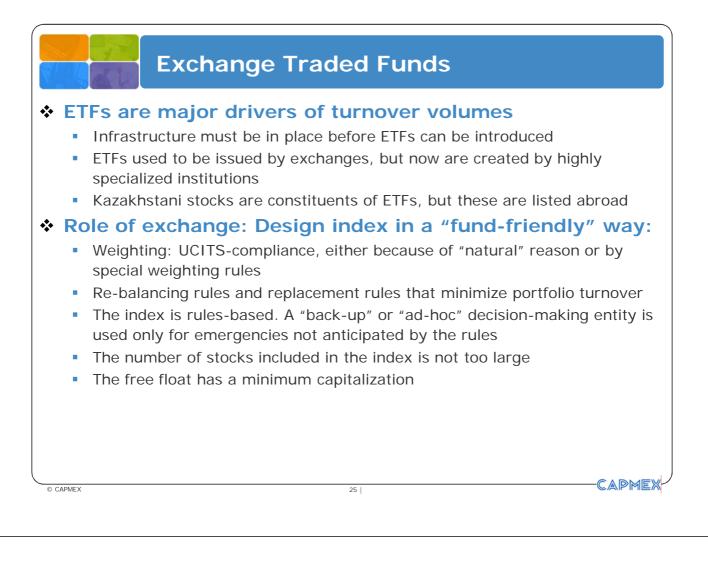
- Regulation in place
- Adequate trading system
- CCP operative
- Short-selling and stock lending possible
- Sufficient base liquidity on underlying stock market
- Trained traders and investors

#### Recommendation

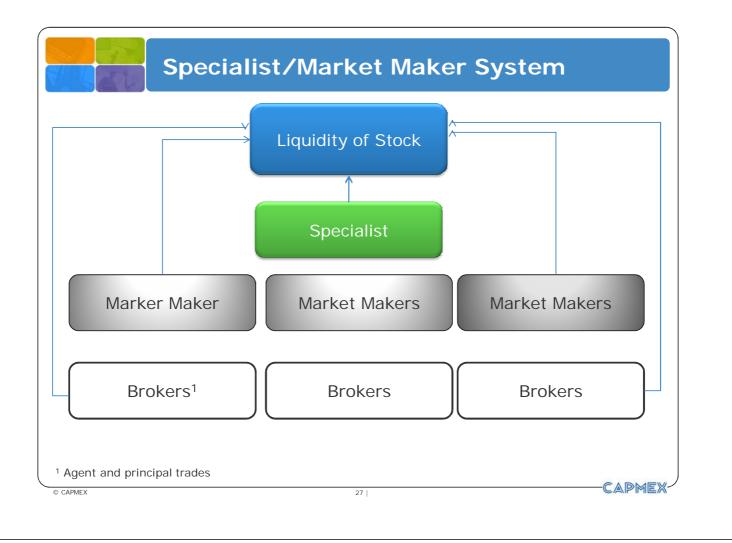
- Ensure that pre-requisites are in place
- Start with index futures, followed by single stock futures and options

#### Impact

- Derivatives markets increase trading volumes on underlying market
  - Example: In 1H2010 the single stock futures' proportion in cash market turnover was approximately 20% at one of European stock exchanges







### Specialists as "Super" Market Makers

#### Description

- Specialists are "super market makers" with better (more stringent) minimum size and maximum quote obligations than regular market makers
- In exchange for more stringent obligations, specialists enjoy certain benefits:
  - No transaction fees
  - Bonus: Specialists may receive a certain percentage of the fees (agent and principal) in the stock volume they create
  - Optional: Issuer may also pay a lump sum to the specialist
- Each year, a tender procedure determines who will become specialist for a certain stock
  - Tender is effected in terms of minimum size and maximum quantity

# **Specialists and Market Makers** Impact Stocks with <u>market makers and a specialist</u> are more liquid than shares with regular market makers only • Result: Narrower spreads and higher minimum size Spread and size are determined by <u>competitive forces</u> (tender) rather than by the exchange itself Specialists participate in transaction fess generated by them Exchange fee income from specialist trades is lower than from regular market makers, but will be more than offset by higher turnover CAPME © CAPMEX 29 |

# Attract International Remote Members

### [Demand Side]

### **International Remote Members**

#### Background

- Currently, no investment bank/broker domiciled outside of Kazakhstan is remote member of KASE 's equity market
- It is not possible to become RFCA member without opening a subsidiary in Almaty
- Securities Law, AFN Resolution 360 and KASE Regulation allow foreign financial institutions to become KASE members without opening a subsidiary in Kazakhstan
- According to AFN Resolution 360 a foreign legal entity can become KASE member if it complies with one of the following conditions:
  - Member of an exchange, which is member of World Federation of Exchanges
  - Has a qualifying license of the home country's authorized body for carrying out brokerage/dealer activities. Admission is subject to MoU between the home country regulator and AFN

CAPMEX

KASE decides on granting membership according to its regulation

#### International remote members are liqudity providers in many markets

31 |

© CAPMEX

### **International Remote Members**

#### Increasing importance of international remote members

	Domestic	Members	Int. Remote	e Members
Stock Exchange	2005	2010	2005	2010
Budapest Stock Exchange	26	22	4	4
EURONEXT – Brussels	31	17	83	140
EURONEXT - LISBON	17	16	22	74
Irish Stock Exchange	11	9	5	14
Nasdaq OMX - Riga (Latvia)	10	12	5	18
Nasdaq OMX - Tallin (Estonia)	8	5	9	26
Nasdaq OMX - Vilnius (Lithuania)	19	12	0	22
Oslo Stock Exchange	21	26	14	34
Vienna Stock Exchange	44	41	22	53
Warsaw Stock Exchange	23	28	7	19
Total of selected exchanges	210	187	171	404
Source: FESE, internal analysis	32			C
	32			

### **International Remote Members**

#### Recommendations

- KASE starts actively promoting remote membership
- RFCA allows KASE foreign remote members to become also RFCA members without being located in Almaty
  - Would mean a paradigma shift in RFCA's policy
  - Is a regional financial centre a place where a majority of companies is located or where investors and issuers find a high level of market liquidity?
  - It can be assumed that an increasing number of foreign remote members may later on decide to open a subsidiary in Almaty if sufficient market liquidity is present
- KASE prepares remote membership application kit
  - · List of required documents and minimum requirements
  - Market information and technical connectivity requirements
  - KASE-Membership application form
  - KACD CCP Clearing contract (or agreement with GCM in case of NCM)

#### Impact on Trading Volume

Additional trading volume is depending on number of remote members

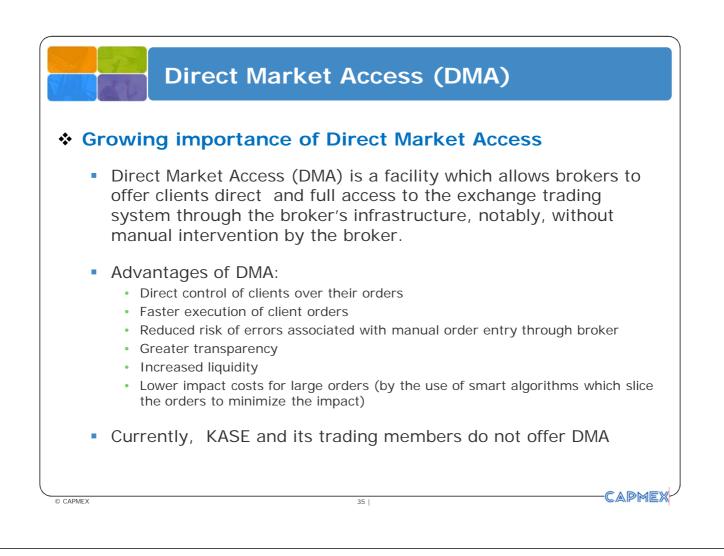
33 |

• E.g. In Austria foreign remote members contribute 50% to the trading volume

CAPMEX

© CAPMEX





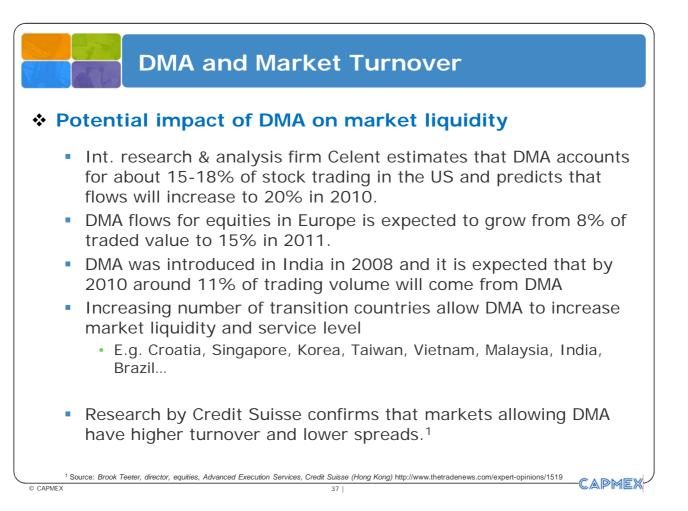


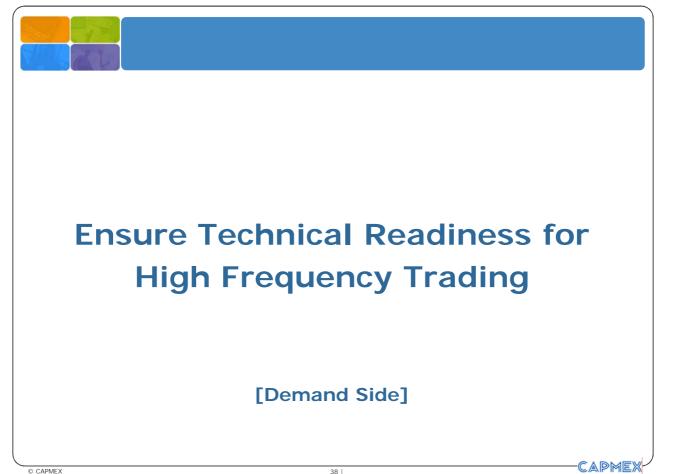
#### Regulatory requirements for Direct Market Access

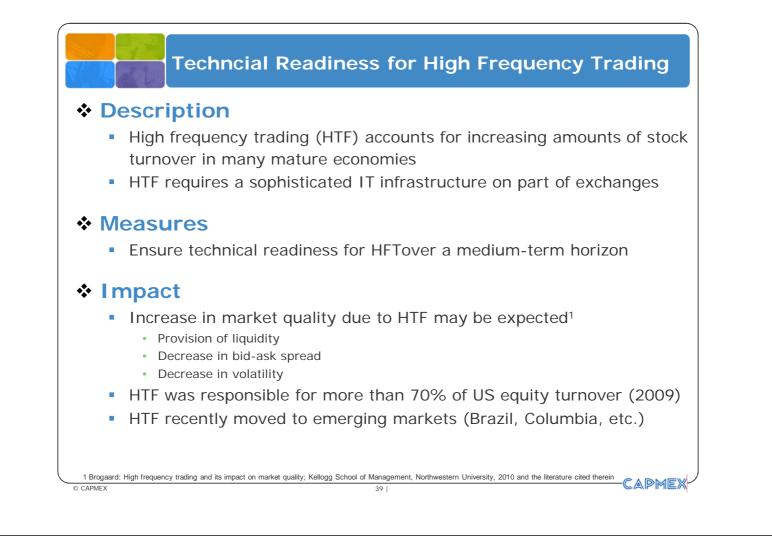
- IOSCO issued "Principles for Direct Electronic Access" (08/2010)
- Pre-conditions for DMA
  - Principle 1: Minimum customer standards
  - Principle 2: Legally binding agreement between FMI and client
  - Principle 3: Intermediary's responsibility for trades
- Information flow
  - Principle 4: Customer identification (responsibility of FMI)
  - Principle 5: Pre- and post-trade transparency (provided by market to FMI)
- Adequate systems and controls
  - Principle 6: Markets should ensure that appropriate systems/controls are in place
  - Principle 7: Intermediaries should use controls, including pre-trade control, which can limit or prevent DMA clients from placing an order exceeding existing position/credit limits.
  - Principle 8: Adequacy of systems FMIs (including clearing firms) should have adequate operational/technical capabilities to manage appropriately the DMA risks.

CAPMEX

#### Specific regulation is needed for KASE DMA









### **Trade Confirmation** Description Pension funds transaction: Obligation of custodian to verify all transactions concluded by pension funds slows down investment activity – there is no finality of the trades KACD trade confirmation due to T+0 principles –transaction uncertainty Measure Abolish trade confirmation system- Law on Pensions, Section 3, Chapter 7, Article 26. Proper asset allocation should be solely obligation of pension fund management company. Subject to AFN supervision and detailled reporting CAPME © CAPMEX 41 |

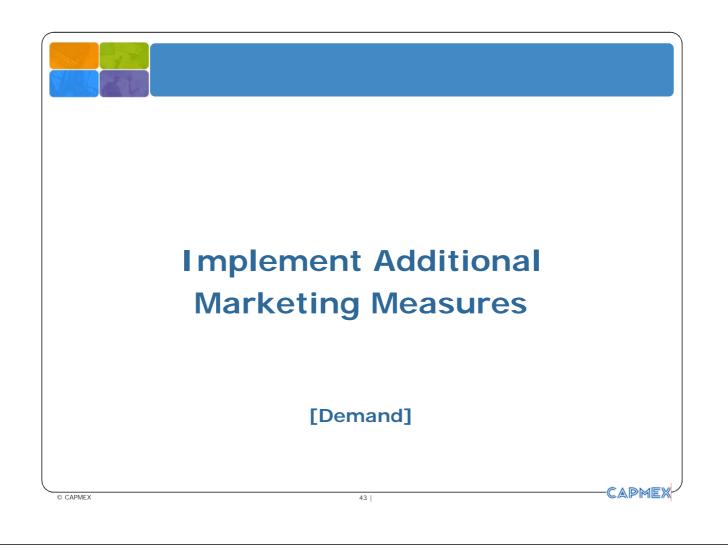
## **Trade Confirmation**

### Impact

- With removal of this administrative barrier, you will achieve the following positive effects:
  - Increase investors activities
  - Eliminate transaction uncertainty
  - Step by step introduction of day traders and high frequency trading ( also connected to DMA and technical infrastructure)
  - Improving of market maker activity
  - Increase of investor confidence

### Final outcome

Increase in market attractiveness and liquidity



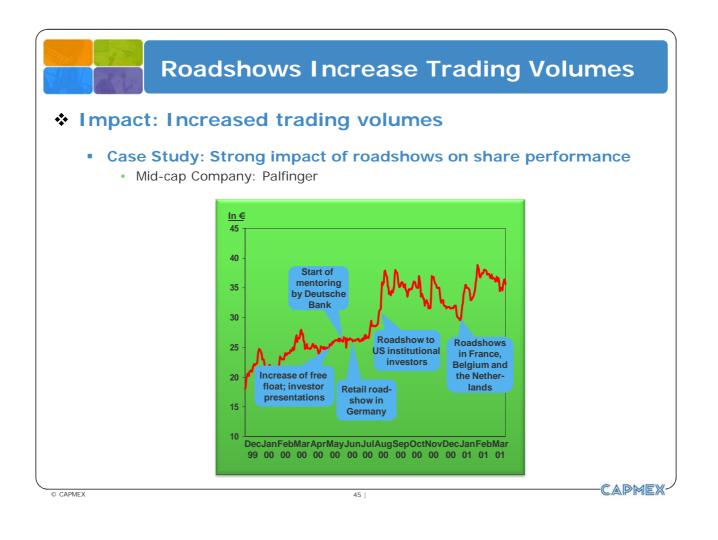


#### ✤ Guiding principles

- CEOs, CFOs and IROs of KASE listed companies present the company to institutional investors
- Target groups: renowed international institutional investors
- Key destinations: London, Frankfurt, New York, Paris, Moscow and Tokyo
- Organised in cooperation with investment banks/brokers & companies
- Company will have to cover their travel costs
- KASE organises meeting space
- Investment bank/broker invites investors and promotes event/companies
- RFCA support is highly appreciated as it will leverage the efforts of KASE

#### Impact of road shows & investor conferences

- Roadshows increase awareness of institutional investors
- Increased analyst coverage
- Resulted in higher trading volumes in shares of participating companies



### **RFCA-KASE Research Report Scheme**

#### Current situation

- Low level of liquidity in mid & small caps with a number of negative effects
  - Overall market reputation
  - Cost of capital for issuers
  - Profitability of the exchange
- Research coverage of mid & small caps is rare

#### Measure: Company research coverage scheme

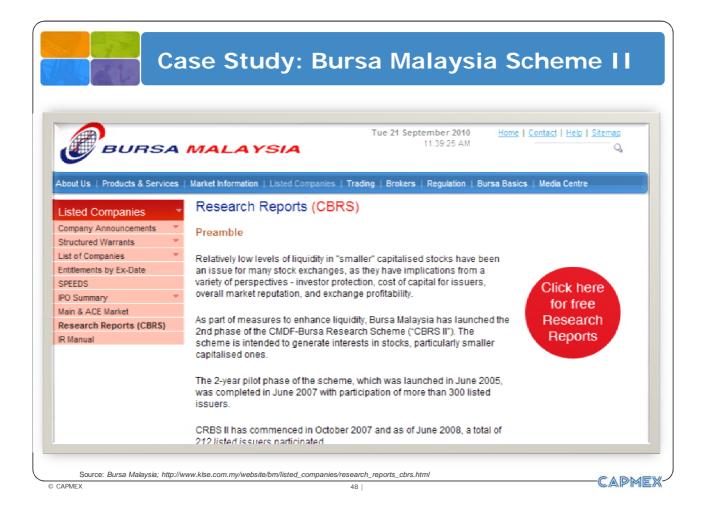
- Scheme to enhance research coverage of KASE listed stocks
- Raise profiles of listed companies
- Speed-up learning curve of listed companies regarding value of transparency
- Provide investors with more information to facilitate investment decisions
- Research reports will be published on KASE 's website free of charge
- Partly or full coverage of research reports costs by RFCA

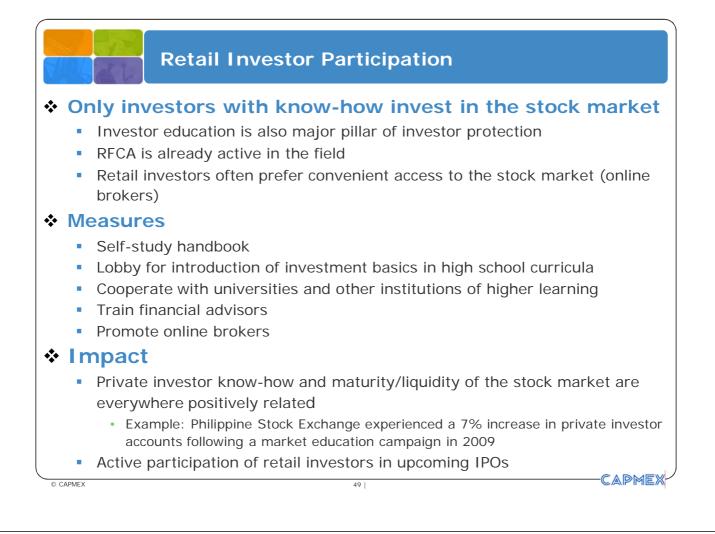
#### Available company research increases trading volume

© CAPMEX



	Source: Bursa Malaysia and http://biz.thestar.com.my/news/story.asp?file=/2010/8/7/business/6806376&sec=business	
© CAPMEX	47	CAPMEX



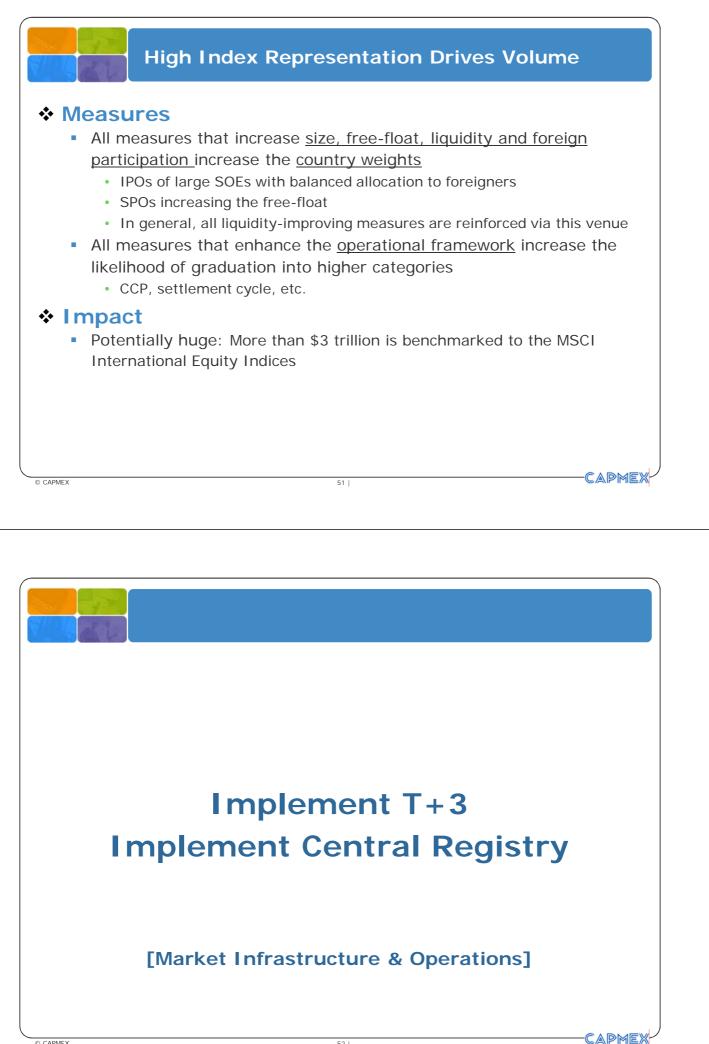




#### Trillions of funds are tied to international benchmark indices

#### Example: MSCI Index

- Both <u>country weight</u> in an index and <u>category of index</u> (mature vs. emerging market vs. frontier index) are important
- Kazakhstan is in frontier index (= low end category)
- Kazakhstan has weight of 4,4% in frontier index
- Comparison Nigeria 10%, United Arab Emirates 12%



### Introduction of T+3 settlement cycle

#### T+0 settlement

- Understandable for transition countries due to insufficient financial market infrastructure, poor market liquidity and implied counterparty risks
- Pre-funding of transaction required. Settlement date for crossborder is shifted to T-3 or requires special agreement with custodian and this increases overall transaction costs
- T+0 in repo, bond and money market
- Has negative impact on trading activity
- Shifts settlement risk to stock exchange member
- Slows down investment process
- Not in line with FX spot settlement T+2- imposes additional currency risk

53 |

### Introduction of T+3 settlement cycle

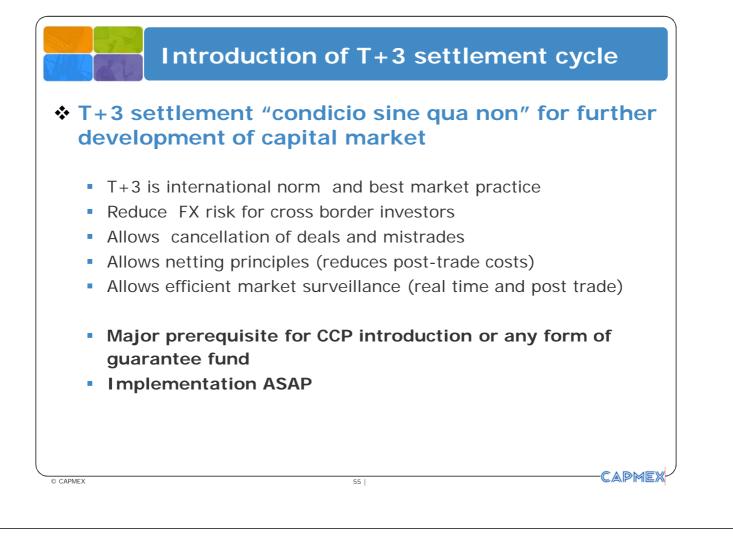
CAPME

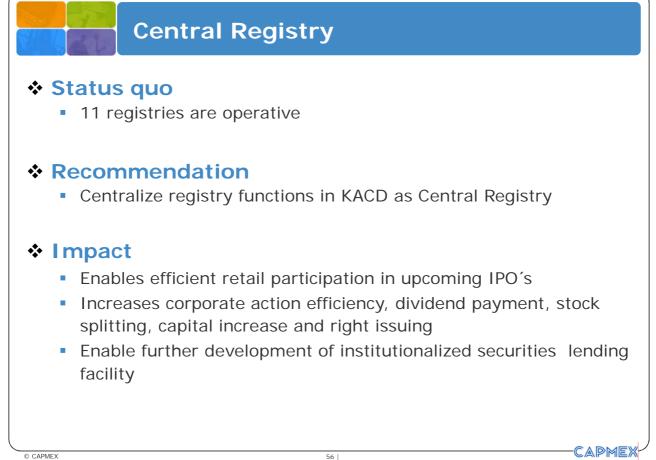
CAPME

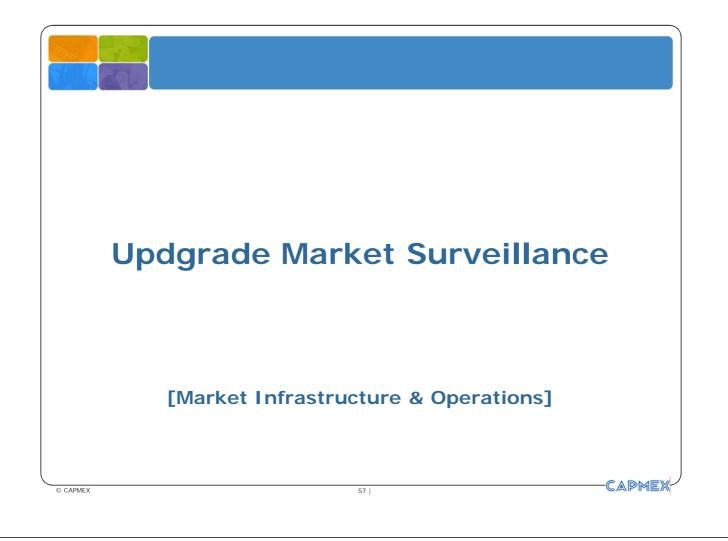
### International norm & best practice

	Bond	Equity		Bond	Equity
Austria	T+3	T+3	Italy	T+2 for BOT and T-bill T+3	T+3
Belgium	T+3	T+3	Latvia	T+3	T+3
Cyprus	T+3	T+3	Lithuania	T+3	T+3
Czech Republic	T+3 to T+5	T+3	Luxemburg	T+3	T+3
Denmark	T+2 and T+3	T+3	Malta	T+0	T+0
Estonia	T+3	T+3	Netherlands	T+3	T+3
Finland France	T+3 T+3	T+3 T+3	Poland Portugal	T+2 for t-bills and T+3 T+3	T+3 T+3
Germany	T+2	T+2 to T+5	Slovak Republic	T+1 for T-bills and T+3	T+3
Greece	T+3	T+3	Slovenia	T+2	T+3
Hungary	T+2	T+5	Spain	T+3	T+3
Ireland	T+3	T+3	Sweden UK	T+2 for t-bills and T+3 T+1(Gilts)	T+3 T+3

© CAPMEX







# Efficient Market Surveillance

#### Functions and goals

 Effective market surveillance has the primary function of ensuring effective and independent marketplace integrity, investor protection and building of investor's confidence in the capital market in general

#### Recommendations

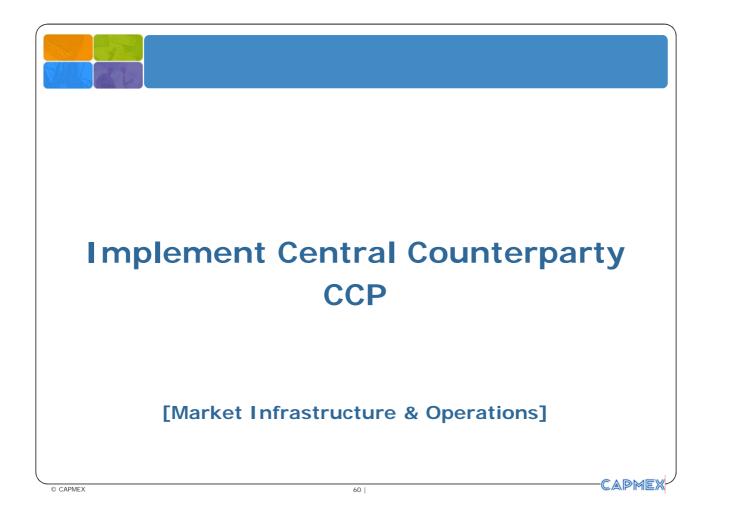
- In order to prevent market manipulation, the stock exchange must be an effective first "defense" line
- Current market surveillance practice must be improved through an efficient market surveillance IT system
- IT system must ensure effective real-time and post-trade market surveillance
- Fine adjustment of market surveillance regulation to current market condition with purpose to increase investment activity. Review of 5 days rule (Law No.461 art. 56/3/1)
- Appropriate KASE market surveillance regulation and procedures can fully replace this article, which now creates uncertainty among market players

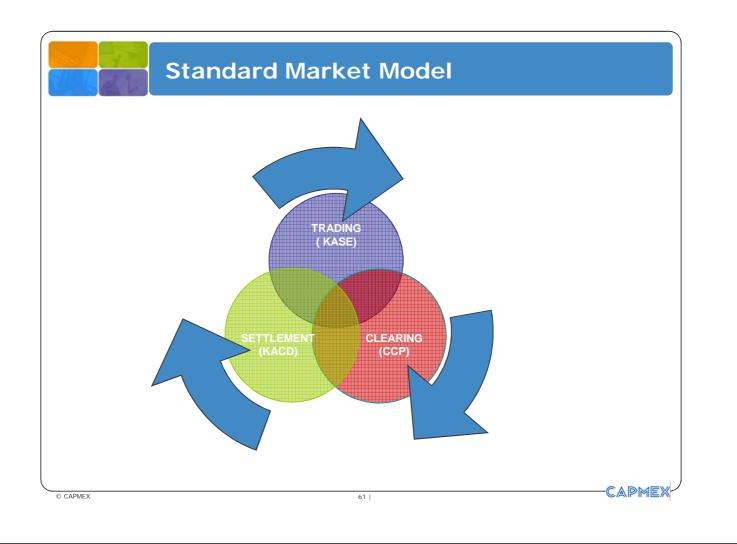
## Efficient Market Surveillance

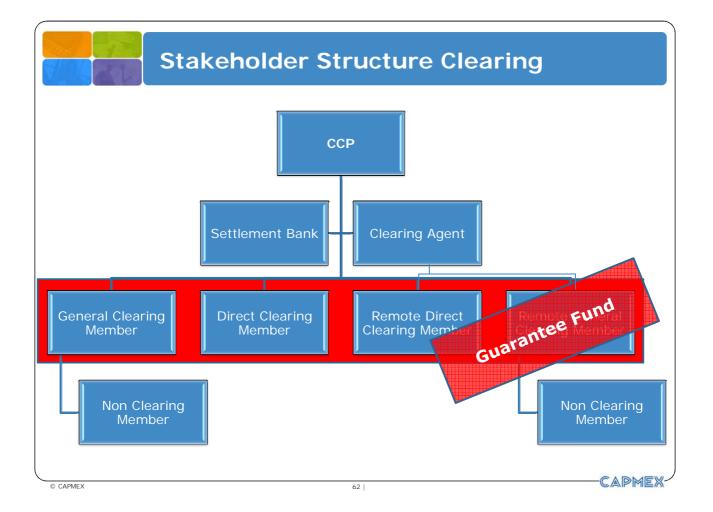
#### Impact

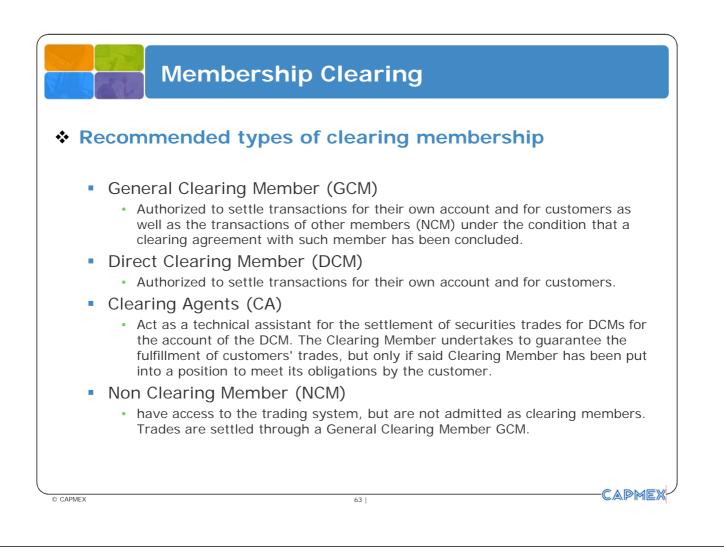
- Overall increasing of investor's confidence and credibility of Kazakhstan capital market
- Improving of capital market attractiveness
- Efficient market surveillance is additional infrastructure set up for further development of day trading, high frequency trading, market making, short selling, development of structured products and derivatives market

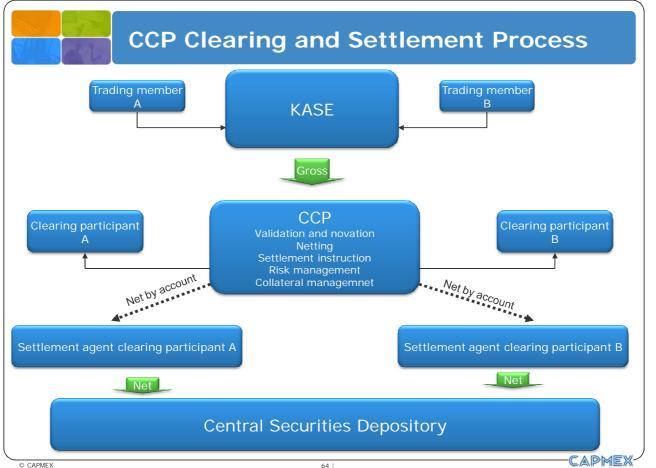
59 I











### Lines of Defense – KACD CCP

#### ✤ General provisions

- Sound rules & regulations
- Distinct membership circle
- Strong capital Requirements
- Intra-day margin
   Calculation
- Regular member ratings
- Pledged collateral

© CAPMEX

#### Risk management

- LoD1: Daily margin requirement
- LoD2: Minimum collateral
- LoD3: Risk premium (Rating)
- LoD4: Haircuts on collateral
- LoD5: Guarantee fund
- LoD6: KACD CCP own funds
  - LoD7: Ownership structure

CAPME

CAPME

Upgrade KASE Trading System

65 |

### [Market Infrastructure & Operations]

# **Trading System**

#### Measure

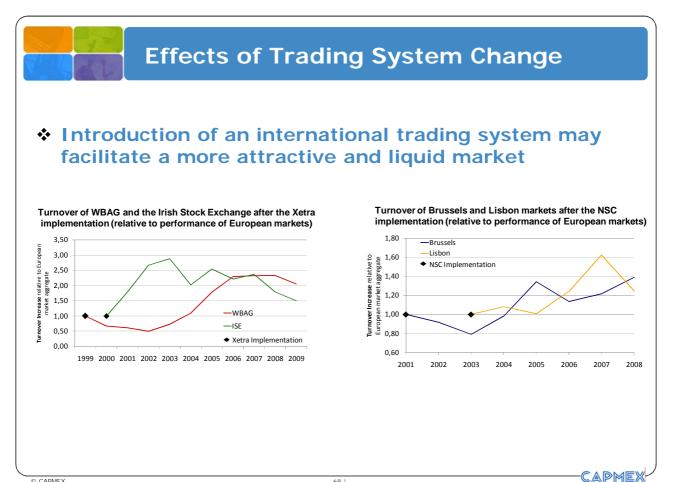
#### Upgrade KASE trading system

- Ensure technical support for introduction of new markets and instruments, new trading methods
- Ensure high capacity due to upcoming IPO's
- Ensure stability and business continuity
- Standardized IT connectivity & capacity for: remote members, Direct Market Access, high frequency trading, algorithmic trading, efficient market surveillance

67 |

CAPME

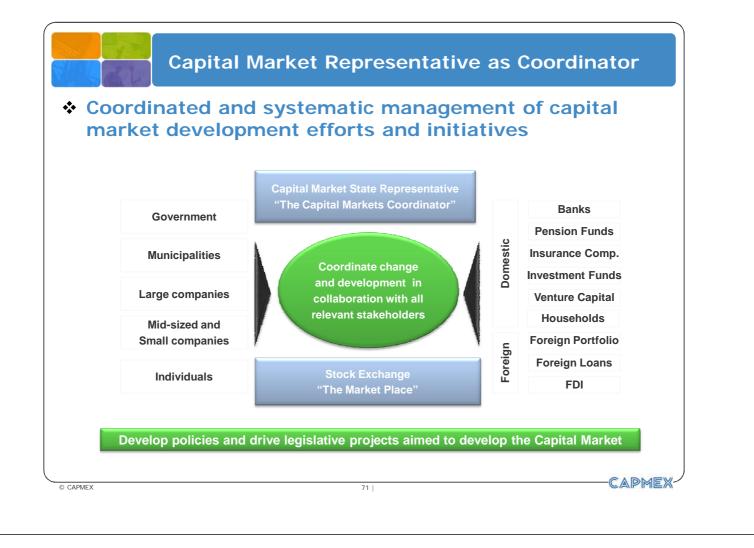
Fast and efficient time-to-market implementation 



© CAPMEX







### The State Capital Market Representative

#### ✤ Measure

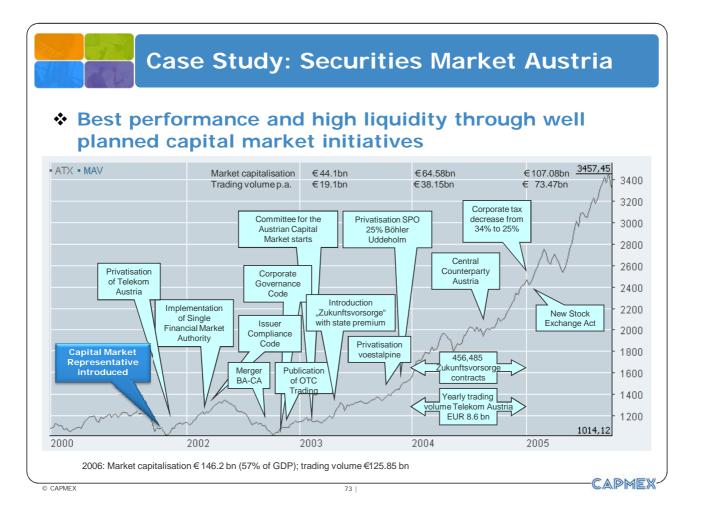
- Create the position of a State Capital Market Representative
- Responsibility: representation of capital market needs at a high level
   Planning, channelling, counselling, driving all necessary changes

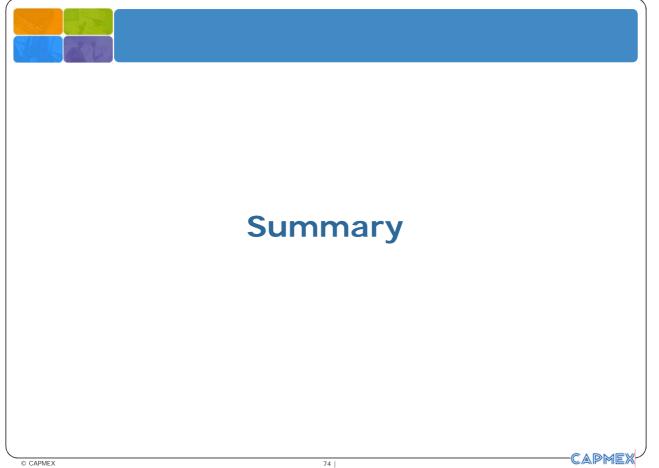
#### Objectives and benefits

- Integrate and consolidate actions to support entire capital market infrastructure
- Eliminate inconsistencies and barriers limiting growth
- Speed-up change processes, especially regulatory

#### \* Role

- Grow the breadth and depth of the capital market and support RFCA and market initiatives
- Develop policies and projects of regulations concerning capital market in collaboration with RFCA
- Exert influence over regulations that affect capital market
- Lead critical projects on government level





# Potential Levers to Strengthen Kazakhstan's Equity Market

#### Increase quantity of supply

- IPOs of SoEs on KASE
- -Initiate PR-campaign and
- educational program
- Identify & approach companies for new listings
- Support IPO process
- Foster high growth sectors
- Develop Venture Capital
- industry

## Increase demand of retail investors

- -Investor education
- (handled by RFCA Academy) - Start PR-campaign
- -Target selected distribution channels
- Introduce specialist/market maker system
- Consider higher retail
- allocation at SoE IPOs



#### Leverage market infrastructure

- Implement CCP (t+3, guarantee fund)
- Upgrade trading system
- Implement market surveillance system
- State Capital Market Representative

75 I

#### Improve quality of supply

- Promote value management initiatives for the industry
- Encourage companies to increase free float
- Educate company managers
- -Train corporate advisers
- Promote Corporate Governance
- Organize road-shows

#### Increase demand of institutional investors

- Introduce specialist/market maker system to enhance liquidity
- Enhance general IR-activities by organizing road-shows and analyst conferences
- Focus on defined target groups (local and int.)
- Improve data services
- -Support Analyst Report coverage

CAPMEX

CAPMEX

© CAPMEX

### Selected Liquidity Improvement Levers for Kazakhstan by Type

Measure	Liquidity	Difficulty of	Responsible
	Impact	Implementation	Institutions
INFRASTRUCTURE AND OPERATIONS			
Upgrade Trading System	Low	High	KASE
Central Counter Party	High	High	KASE/KACD
Surveillance System at KASE	Low	Low	KASE
Implement T+3	Medium	Medium	KACD/KASE
Implement Guarantee Fund	Medium	Medium	KACD
Short selling/stock lending	Medium	Medium	AFN
Rethink 5-day rule	Low	Medium	AFN
Rethink Trade Confirmation	Low	Medium	AFN
DEMAND SIDE			
International Remote Members	High	Low	KASE
Specialist/Market Maker System	High	Medium	KASE
Direct Market Access	Medium	Low	AFN/KASE/Members
HFT & capability of trading system	Medium	Medium	Members/KASE
Investor Education	Medium	Medium	RFCA/KASE
RFCA-KASE Research Scheme	Medium	Low	RFCA/KASE/Issuers
Specialist/Market Maker System	High	Medium	KASE
SUPPLY SIDE			
Conduct SoE IPOs on KASE	High	Medium	Government
New Products/Derivatives	High	High	AFN/KASE/Members
Roadshows/ IR Companies	Medium	Low	KASE/Issuers

Measure	Liquidity Impact on Equities	Difficulty of Implementation	Pre-requisite Linked to	Responsible Institutions
International Remote Members	High	Low	T+3, guarantee fund, trading system	KASE
Conduct SoE IPOs on KASE	High	Medium	KASE readiness	Government
Specialist/Market Maker System	High	Medium	T+3, guarantee fund,	KASE/Members
Central Counter Party	High	High	T+3, guarantee fund	KACD/KASE
New Products/Derivatives	High	High	Upgrade trading system	AFN/KASE/Members
Direct Market Access	Medium	Low	Upgrade trading system T+3, guarantee fund	AFN /KASE/Members
RFCA-KASE Research Scheme	Medium	Low		RFCA/KASE/Issuers
Roadshows/IR Companies	Medium	Low		KASE/Issuers
Implement t+3	Medium	Medium	Guarantee fund	KACD/KASE
Implement Guarantee Fund	Medium	Medium	T+3	KACD
Short selling/stock lending	Medium	Medium	Regulatory approval New Products/Derivatives	AFN
Investor Education (Increase Financial Literacy)	Medium	Medium		RFCA
HFT + HFT capability of trading system	Medium	Medium	Upgrade trading system, Remote members	KASE/Members
Surveillance System at KASE	Low	Low		KASE
Rethink Trade Confirmation	Low	Medium	Regulatory approval,	AFN
Rethink 5-day rule	Low	Medium	Regulatory approval, DMA, Remote members	AFN
Upgrade Trading System	Low	High	Prerequisite for most measures	KASE