



# **COOPERATION AND EXCHANGE OF INFORMATION WITH OVERSEAS AUTHORITIES MODULE**



<b>MODULE</b>	<b>ICO: Cooperation &amp; Exchange of Information with Overseas Authorities</b>
<b>CHAPTER</b>	<b>Table of Contents</b>

		Date Last Changed
<b>ICO-A</b>	<b>Introduction</b>	
	ICO-A.1 Purpose	02/2009
	ICO-A.2 Module History	02/2009
	ICO-A.3 Interaction with Other Modules	02/2009
<b>ICO-B</b>	<b>Scope of Application</b>	
	ICO-B.1 Scope	02/2009
	ICO-B.2 Definitions	02/2009
<b>ICO-1</b>	<b>General Principles</b>	
	ICO-1.1 General Principles	02/2009
<b>ICO-2</b>	<b>Scope of and Requests for Assistance</b>	
	ICO-2.1 Scope of Assistance	02/2009
	ICO-3.1 Requests for Assistance	02/2009
	ICO-3.2 Information Provided by Licensees Directly to Overseas Authorities	02/2009
<b>ICO-3</b>	<b>Confidentiality, Unsolicited Assistance and Penalties</b>	
	ICO-3.1 Permissible Use of Information	02/2009
	ICO-3.2 Confidentiality	02/2009
	ICO-3.3 Unsolicited Assistance	02/2009
	ICO-3.4 Penalties	02/2009

<b>MODULE</b>	<b>ICO: Cooperation &amp; Exchange of Information with Overseas Authorities</b>
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## **ICO-A.1 Purpose**

### *Executive Summary*

ICO-A.1.1 Module ICO sets out the regulatory framework for providing and securing mutual assistance and exchange of information with overseas authorities and exchanges for the purpose of enforcing and ensuring compliance with the respective laws and regulations of the CBB and the respective jurisdictions of the overseas authorities.

ICO-A.1.2 This Module imposes an obligation on capital market participants and intermediaries to provide information to the CBB as and when required by it in relation to overseas authorities covered under section ICO-B.1.

### *Legal Basis*

ICO-A.1.3 Article 122 of the CBB Law provides the CBB with the power to provide assistance upon request by an overseas authority and to investigate and obtain information and documents for this purpose.

ICO-A.1.4 Article 111 of the CBB Law provides the CBB with the power to obtain information from licensees.

ICO-A.1.5 Article 112 of the CBB Law provides the CBB with the power to obtain information from others, including companies listed on a licensed exchange.

ICO-A.1.6 Article 123 of the CBB Law provides the CBB with the power to obtain information or documents in the possession of a third party and to compel such person to produce such information or documents and to take a copy or extract thereof.

ICO-A.1.7 This Module contains the CBB's Directives relating to the provision of information and documents pursuant to a request made by the CBB for providing and securing mutual assistance and exchange of information with overseas authorities and is issued under the powers available to the CBB under Articles 38 and 122 of the CBB Law. The Directive in this Module is applicable to all market participants and any persons who are in possession of information or documents, or who has information about the whereabouts of documents that are covered by the scope of this Module.

## **ICO-A.2 Module History**

This Module was first issued in November 2008. Any material changes that are subsequently made to this Module are annotated with the calendar quarter date in which the change is made; Chapter UG-3 provides further details on Rulebook maintenance and version control.



<b>MODULE</b>	<b>ICO: Cooperation &amp; Exchange of Information with Overseas Authorities</b>
---------------	---

### ICO-A.3 Interaction with Other Modules

The obligations of CBB licensees with respect to the maintenance of books, records and information shall be governed by the respective licensing framework provided under the relevant CBB Rulebook.

### ICO-B.1 Scope

This Module shall apply to:

- (a) Mutual assistance and exchange of information with signatories of the International Organization of Securities Commissions (IOSCO) Multilateral Memorandum of Understanding Concerning Consultation and Cooperation and the Exchange of Information (MMOU);
- (b) Mutual assistance and exchange of information pursuant to other multilateral or bilateral arrangements;
- (c) Mutual assistance and exchange of information with any overseas authority on a reciprocal basis based on a bilateral agreement or otherwise; and
- (d) Unsolicited assistance.

### ICO-B.2 Definitions

ICO-B.2.1 For the purpose of this Module, the following terms shall, unless the context determines otherwise, have the meanings assigned hereunder:

ICO-B.2.2 “Foreign or Overseas Authority” means:

- (a) the authority involved in the regulation of the financial service markets in another country; or
- (b) any foreign central bank or body with the authority of issuing money or responsible for supervising payment systems, clearances, or cheques and financial papers settlement.

ICO-B.2.4 “IOSCO MMOU” means the International Organization of Securities Commissions Multilateral Memorandum of Understanding Concerning Consultation and Cooperation and the Exchange of Information.

ICO-B.2.5 “Laws and Regulations” means the provisions of the laws of the jurisdictions of the overseas authorities, the regulations promulgated thereunder, and the other regulatory requirements that fall within the competence of the overseas authorities, concerning the following:

- (a) insider dealing, market manipulation, misrepresentation of material information and other fraudulent or manipulative practices relating to securities and derivatives, including solicitation practices, handling of investor funds and customer orders;
- (b) the registration, issuance, offer, or sale of securities and derivatives, and reporting requirements related thereto;



<b>MODULE</b>	<b>ICO: Cooperation &amp; Exchange of Information with Overseas Authorities</b>
---------------	---

- (c) market intermediaries, including investment and trading advisers who are required to be licenced or registered, collective investment schemes, brokers, dealers, and transfer agents; and
- (d) markets, exchanges, and clearing and settlement entities.

ICO-B.2.7 “Persons” means a natural or legal person, or unincorporated entity or association, including corporations and partnerships.



<b>MODULE</b>	<b>ICO: Cooperation &amp; Exchange of Information with Overseas Authorities</b>
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## **ICO-1.1 General Principles**

ICO-1.1.1 Mutual assistance and exchange of information and documents with an overseas authority, who is also a signatory to the IOSCO MMOU, shall be governed by the provisions of the IOSCO MMOU.

ICO-1.1.2. Mutual assistance and exchange of information and documents with an overseas authority, pursuant to a multilateral or bilateral arrangement to which the CBB and the overseas authority are parties, shall be governed by the respective multilateral or bilateral arrangements.

ICO-1.1.3 In respect of mutual assistance and the exchange of information and documents with an overseas authority who is not a party to the IOSCO MMOU, or any other multilateral or bilateral arrangement, the CBB may consider the following while deciding on the request received from an overseas authority for assistance:

- (a) Whether the country or territory of the overseas authority is adopting the basis of reciprocity in its relation with the Kingdom;
- (b) The seriousness of the case and its importance to persons in the Kingdom;
- (c) Whether it is otherwise appropriate in the public interest to give the assistance requested.

ICO-1.1.4 The CBB may decide to reject the request stated in paragraph ICO-1.1.3, unless the overseas authority undertakes to make contributions towards the cost of exercising such powers as the CBB considers appropriate.

### ***Other Measures to Obtain Information***

ICO-1.1.5 This Module does not prohibit the CBB from taking measures other than those identified herein to obtain information necessary to ensure enforcement of, or compliance with the laws and regulations applicable in the Kingdom of Bahrain.

ICO-1.1.6 This Module does not confer upon any person other than an overseas authority, the right or ability, directly or indirectly to obtain, suppress or exclude any information, or to challenge the execution of a request for assistance under this Module.

### ***Complaints Regarding Violations***

ICO-1.1.7 This Module does not restrict the ability of any person to provide unsolicited assistance to the CBB by way of provision of information, questions, complaints, or enforcement tips related to institutions or products operating or offered in Bahrain.



<b>MODULE</b>	<b>ICO: Cooperation &amp; Exchange of Information with Overseas Authorities</b>
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## **ICO-2.1 Scope and Basis of Assistance**

ICO-2.1.1 The scope and basis of assistance in respect of mutual assistance and the exchange of information and documents with any overseas authority, who is a signatory to the IOSCO MMOU, shall be governed by the provisions of the IOSCO MMOU.

ICO-2.1.2 In respect of mutual assistance and the exchange of information and documents with any overseas authority, pursuant to a multilateral or bilateral arrangement to which the CBB and the overseas authority are parties, the scope and basis of assistance shall be governed by such arrangements, and in cases where such arrangements do not specify the scope or basis of assistance, the scope or basis of assistance shall be as set determined by the CBB.

<b>MODULE</b>	<b>ICO: Cooperation &amp; Exchange of Information with Overseas Authorities</b>
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## **ICO-2.2 Requests for Assistance**

ICO-2.2.1 The procedures for the requests for assistance and execution of requests for assistance in respect of requests received from signatories to the IOSCO MMOU shall be as set out in the IOSCO MMOU.

ICO-2.2.2 The procedures for the requests for assistance and execution of requests for assistance in respect of requests received from an overseas authority, pursuant to a multilateral or bilateral arrangement to which the CBB and the overseas authority are parties, will be governed by the respective multilateral or bilateral arrangements.

ICO-2.2.3 Unless otherwise provided in the IOSCO MMOU or other multilateral or bilateral arrangements to which the CBB and overseas authority are a party, the CBB may determine the procedures for the execution of requests for assistance.

**ICO-2.2.4 Upon request by the requesting overseas authority, the CBB may require the production of documents from any designated person or any other person who may possess the requested information or documents. Upon request, the CBB may obtain other information relevant to the request.**

**ICO-2.2.5 Upon request, the CBB may seek responses to questions and/or a statement (or where permissible, testimony under oath) from any person involved, directly or indirectly, in the activities that are the subject matter of the request for assistance or who is, or purported to be in possession of information that may assist in the execution of the request.**

ICO-2.2.6 Information and documents requested will be gathered in accordance with the procedures applicable in the Kingdom of Bahrain and by persons designated by the CBB.





<b>MODULE</b>	<b>ICO: Cooperation &amp; Exchange of Information with Overseas Authorities</b>
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**ICO-2.3 Information Provided by Licensees Directly to Overseas Authorities**

When information has been provided by a CBB licensee directly to an overseas authority, the details of the request and the information provided must be sent to the CBB simultaneous to the provision of information to the overseas authority.



<b>MODULE</b>	<b>ICO: Cooperation &amp; Exchange of Information with Overseas Authorities</b>
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### **ICO-3.1 Confidentiality**

The CBB shall, unless otherwise required by law, keep confidential requests made, the contents of such requests and any matters arising under this Module, including correspondence between or among the CBB and overseas authorities.



<b>MODULE</b>	<b>ICO: Cooperation &amp; Exchange of Information with Overseas Authorities</b>
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### **ICO-3.2 Unsolicited Assistance**

ICO-3.2.1 The CBB may provide, without prior request, overseas authorities with any information that it considers is likely to be of assistance to those overseas authorities.

ICO-3.2.2 Reciprocity requirements should not be a strict precondition for the exchange of information.



<b>MODULE</b>	<b>ICO: Cooperation &amp; Exchange of Information with Overseas Authorities</b>
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### **ICO-3.3 Penalties**

Any person who fails to provide information or documents, or any material pursuant to a request made by the CBB, or by a CBB appointed investigator or inspector shall be liable to penalties prescribed under Part 11 of the CBB Law.