



AMERICAN CHAMBER OF COMMERCE IN BULGARIA

Minutes of Meeting

Date:	March 24th, 2017
Time:	9:30 a.m. – 11:00 a.m.
Location:	Office of American Chamber of Commerce in Bulgaria

Participants:

Name	Company	Position
Svetlina Kortenska	BOYANOV & Co.	Counsel
Cristian Agalopol	Citi Romania	AmCham Romania Board Member and Chairman of the Capital Markets Committee and Director, Direct Custody & Clearing Bulgaria and Romania
Yavor Dojdevski	Citibank Europe Plc, Bulgaria Branch	Direct Custody and Clearing Head
Maria Todorova	DuPont Bulgaria EOOD	Finance Manager, Bulgaria, Romania, Moldova
Kalin Metodiev, MBA, CFA	Ernst & Young Bulgaria EOOD	Lead Advisory Services; M&A
Milen Raykov	Ernst & Young Bulgaria EOOD	Partner Tax Law
Sonia Zarkova	Ernst & Young Bulgaria EOOD	Senior Manager Audit
Radoslav Daskalov	Eurobank Bulgaria	Head Custody Department
Asya Vladimirova	Law Firm McGregor & Partners	Partner
Nikolay Bebov	Tsvetkova, Bebov & Partners	Attorney-at-law
Borislava Dimitrova	UniCredit Bulbank	Head of Brokerage & Institutional Sales

Main points of discussion:

1. Experience of AmCham Romania in the development of the capital market in Romania.

Speaker: Mr. Cristian Agalopol, AmCham Romania Board Member and Chairman of the Capital Markets Committee and Director, Direct Custody & Clearing Bulgaria and Romania, Citi Romania;

- **Recommendations for the work of the newly established AmCham Bulgaria Capital Markets Working Group (WG):**

- Consider agenda, timing/frequency and location for the meetings of the working group in advance due to their importance
- Create an own identity of the working group (in terms of advocacy; positioning vis-à-vis other stakeholders, etc.) and be a partner of the Council for Development of the Capital Market in Bulgaria (the Council) rather than a competitor
- Topics of discussions need to be proposed by the members of the group and should be prioritized
- Provide (regular) update to the AmCham Board on the work and achievements of the Capital Markets Working Group
- Establish and sustain a constructive dialogue with financial regulatory authorities and the Council;
- Focus the discussions with financial regulatory authorities on specific issues where AmCham can be influential and efficient;
- Invite the U.S. Embassy Commercial Officer to attend the meetings of the WG;
- AmCham representative to the Council should regularly update WG members on the discussions held therein;
- Appoint a “back-up” person to represent AmCham Bulgaria at the Council in order to ensure continuity;
- Capital Markets WG need to develop an advocacy strategy including different approaches: directly with the financial regulatory authorities, through the Council, independently and/or in partnership with other stakeholders;

2. Updates on the discussions of the Council for Development of the Capital Market in Bulgaria

AmCham Bulgaria is currently represented at the Council by Yavor Dojdevski, Direct Custody and Clearing Head, Citibank Europe Plc, Bulgaria Branch. The Council was established by a Memorandum of Understanding signed by 14 institutions, as AmCham Bulgaria is an associated member, with a leading institution – the Financial Supervision Commission. The European Bank for Reconstruction and Development has joint the Council recently.

In November 2016, the Council adopted its “Strategy” outlining the challenges faced by the capital market in the country and measures for its development. On subsequent Council’s meetings, members have discussed projects for implementation of the proposed measures, as well as opportunities for financing some of the initiatives with EU funds. It is important AmCham to provide feedback to the Council and advocate for following through with the proposed projects, offering the support and expertise of its members. Some of the proposed projects that may be of interest to the WG include:

- Building an online platform interfaced with relevant institutions to provide a single point of entry for issuers for filings made to the Financial Supervision Commission, Stock Exchange, Central Depository, Commercial Register;
- Development of market infrastructure –WG members needs to discuss the proposed measures therein and provide their comments to CSD and the Financial Supervision Commission.

(Yavor Dojdeviski will provide WG members with the full list of projects discussed at the Council).

3. Issues related to the operations of the WG:

- Mission of the WG: work to improve corporate governance; keep high standards and develop the capital market in the country;
- Define priority areas/scope of work/agenda of the WG covering all aspects of the capital market in the country;
- Frequency of meetings: on a monthly basis; every Tuesday second/third week of the month with the possibility to hold ad-hoc meetings (TBD);
- Duration of meetings: max. 1.5 hours;
- Location – proposition to WG members with conveniently located offices to host meetings on a rotating basis;
- Topics for discussion of next meetings: to be sent to the AmCham Committee Manager who will discuss them with WG’s chairperson and will circulate the final list of topics to WG members prior to each of the meetings;
- Invite selected stakeholders to participate in discussions within the WG on particular issues of common concern;

- Invite representatives of the Bulgarian Financial Supervision Commission (FSC), CSD, Stock Exchange, some of the largest asset management companies in the country, etc. to attend WG meetings as guests;

4. AmCham members propose the following priority areas/scope of activities for the work of the WG:

- Alignment of issuer's legislation with the Shareholder Rights Directive (SRD) with regards to proxy voting of shareholders;
- Access to local market by third countries; mutual recognition with third-country jurisdictions;
- Improve the infrastructure supporting the Bulgarian capital market;
- Overcome technical impediments to allow free trade of European products on the local market;
- Increase the level of security of the local market to prevent market abuse;
- Improve the access of Bulgarian companies to the Bulgarian Stock Exchange;
- Increase liquidity on the Bulgarian Stock Exchange;
- Promote the National Code for Corporate Governance;
- Overcome the lack of quality offerings on the Bulgarian capital market;

AmCham members are invited to provide comments and suggest other priorities for the work of the WG at iva@amcham.bg by April 10th, 2017.

The next meeting of the WG will take place on April 11th /Tuesday/, 2017, starting at the 9:00 a.m. The meeting will be kindly hosted by Ernst & Young Bulgaria EOOD and will take place at their office located at Polygraphia Office Centre, 47A, Tsarigradsko Shausse Blvd., Fl. 4.