Concerning the Administrative Penalties Regulations Concerning Acts Committed in Violation of the Provisions of Federal Decree-Law No. (32) of 2021 Concerning Commercial Companies

A. Violations and Penalties Related to Commercial Companies:

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
1	Violation of	Article	-	-	-	The fines
	the Rules of	(7)				specified by the
	Governance					Authority shall
						apply to the
						Company
						whose violation
						of the rules of
						governance is
						proven,
						provided that
						the financial
						fine does not
						exceed
						(10,000,000)
						ten million
						dirhams.
2	Failure to	Article	A fine of	A fine of	A fine of	A fine of
	Observe the	(10)	(50,000) fifty	(100,000) one	(150,000) one	(200,000) two

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SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
	Percentage of		thousand	hundred	hundred and	hundred
	the		dirhams shall	thousand	fifty thousand	thousand
	Contribution		be imposed on	dirhams shall	dirhams shall	dirhams shall
	of the State's		any Company	be imposed on	be imposed on	be imposed on
	Citizens in		that violates the	any Company	any Company	any Company
	Accordance		provisions	that violates the	that violates the	that violates the
	with the		governing the	provisions	provisions	provisions
	Activities that		State citizens'	governing the	governing the	governing the
	have a		shareholding	State citizens'	State citizens'	State citizens'
	Strategic		percentage in	shareholding	shareholding	shareholding
	Impact.		the companies'	percentage in	percentage in	percentage in
			capital.	the companies'	the companies'	the companies'
				capital or the	capital or the	capital or the
				State citizens'	State citizens'	State citizens'
				percentage in	percentage in	percentage in
				companies'	companies'	companies'
				Boards of	Boards of	Boards of
				Directors.	Directors.	Directors.

3	Non-	Article	A fine of	A fine of	A fine of	A fine of
	Compliance of	(11)	(5,000) five	(7,000) seven	(10,000) ten	(50,000) fifty
	the Sharia		thousand	thousand	thousand	thousand
	Controller and		dirhams shall	dirhams shall	dirhams shall	dirhams shall
	Members of		be imposed on	be imposed on	be imposed on	be imposed on
	the Internal		the Sharia	the Sharia	the Sharia	the Sharia
	Sharia Control		Controller and	Controller and	Controller and	Controller and
	Committee		every member	every member	every member	every member
			of the Internal	of the Internal	of the Internal	of the Internal
			Sharia Control	Sharia Control	Sharia Control	Sharia Control
			Committee of	Committee of	Committee of	Committee of
			companies that	companies that	companies that	companies that
			operate in	operate in	operate in	operate in
			accordance	accordance	accordance	accordance
			with the	with the	with the	with the
			provisions of	provisions of	provisions of	provisions of
			Islamic Sharia,	Islamic Sharia,	Islamic Sharia,	Islamic Sharia,
			who fails to	who fails to	who fails to	who fails to
			comply with	comply with	comply with	comply with
			the controls for	the controls for	the controls for	the controls for
			practising their	practising their	practising their	practising their
			work, which are	work, which are	work, which are	work, which are
			issued by a	issued by a	issued by a	issued by a
			resolution of	resolution of	resolution of	resolution of
			the Cabinet.	the Cabinet.	the Cabinet.	the Cabinet.
4	Non-	Article	A fine of (500)	A fine of (500)	A fine of (1000)	A fine of (1000)
	Compliance	(12)	five hundred	five hundred	one thousand	one thousand
	with the		dirhams per	dirhams per	dirhams per	dirhams per
	Decision to		month shall be	month shall be	month shall be	month shall be
	Change the		imposed on any	imposed on any	imposed on any	imposed on any

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
	Company's		Company that	Company that	Company that	Company that
	Trade Name		fails to comply	fails to comply	fails to comply	fails to comply
			with the	with the	with the	with the
			decision to	decision to	decision to	decision to
			change the	change the	change the	change the
			Company's	Company's	Company's	Company's
			trade name.	trade name.	trade name.	trade name.
			This fine shall	This fine shall	This fine shall	This fine shall
			begin to be	begin to be	begin to be	begin to be
			calculated after	calculated after	calculated after	calculated after
			the lapse of a	the lapse of a	the lapse of a	the lapse of a
			period of (30)	period of (30)	period of (30)	period of (30)
			thirty Working	thirty Working	thirty Working	thirty Working
			Days from the	Days from the	Days from the	Days from the
			date of	date of	date of	date of
			notification of	notification of	notification of	notification of
			the decision,	the decision,	the decision,	the decision,
			provided that	provided that	provided that	provided that
			the total of such	the total of such	the total of such	the total of such
			fines does not	fines does not	fines does not	fines does not
			exceed (5,000)	exceed (5,000)	exceed	exceed
			five thousand	five thousand	(10,000) ten	(10,000) ten
			dirhams	dirhams	thousand	thousand
			annually.	annually.		

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies dirhams	Administrative Penalties for Public Joint Stock Companies dirhams
		A 1			annually.	annually.
5	Failure to	Article	A fine of	A fine of	A fine of	A fine of
	Кеер	(26)	(10,000) ten	(15,000) fifteen	(20,000)	(100,000) one
	Accounting		thousand	thousand	twenty	hundred
	Registers		dirhams shall	dirhams shall	thousand	thousand
			be imposed on	be imposed on	dirhams shall	dirhams shall
			any Company	any Company	be imposed on	be imposed on
			that fails to	that fails to	any Company	any Company
			keep its	keep its	that fails to	that fails to
			Accounting	Accounting	keep its	keep its
			Registers	Registers	Accounting	Accounting
			showing its	showing its	Registers	Registers
			transactions.	transactions.	showing its	showing its
					transactions.	transactions.
6	Publication of	Article	-	-	-	A fine ranging
	the Invitation	(32)				from (500,000)
	for Public					five hundred
	Subscription,					thousand
	without the					dirhams to
	Approval of					(10,000,000)
	the Authority,					ten million
	in any Shares,					dirhams shall
	Bonds, or any					be imposed on

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
	Other Securities,					any natural or legal person
	Regardless the					proved to have
	Means of					committed the
	Publication: in					said violation,
	Daily					in accordance
	Newspapers,					with the
	Magazines, or					circumstances
	in any Public					and conditions
	Advertising					of the incident.
	Medium in the					
	State					
7	Company's	Article	A company that	A fine of	A fine of	A fine of
	Data and	(44)	fails to keep the	(5,000) five	(10,000) ten	(100,000) one
	Documents &		following data	thousand	thousand	hundred
	Stakeholders'	And	and documents	dirhams shall	dirhams shall	thousand
	Access Denial	Article	shall be fined	be imposed on	be imposed on	dirhams shall
		(100)	an amount of	any Company	any Company	be imposed on
			(1,000) one	that refuses to	that refuses to	any Company
		And	thousand	let the	let the	that refuses to
		Article	dirhams:	Shareholder	Shareholder	let the
		(144)	1. A record	have access to	have access to	Shareholder
			containing the	the minutes of	the minutes of	have access to
			names and	the meetings of	the meetings of	the minutes of

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SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
			addresses of	the Company's	the Company's	the meetings of
			the	General	General	the Company's
			Shareholders.	Assembly,	Assembly,	General
			2. A copy of the	books and	books and	Assembly,
			Company's	documents, or	documents, or	books and
			Memorandum	any documents	any documents	documents, or
			of Association	or papers	or papers	any documents
			and any	related to a deal	related to a deal	or papers
			amendments	that the	that the	related to a deal
			thereto.	Company	Company	that the
			3. A statement	concluded with	concluded with	Company
			of the monetary	one of the	one of the	concluded with
			amounts and	Stakeholders.	Stakeholders or	one of the
			the nature and		any Company	Stakeholders or
			value of any		that fails to	any Company
			assets		publish a copy	that fails to
			contributed by		of its	publish a copy
			each		Memorandum	ofits
			Shareholder		of Association	Memorandum
			and the dates of		and Articles of	of Association
			the		Association on	and Articles of
			contributions.		its website.	Association on
			4. Any other			its website.
			data,			

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
			documents or records imposed by the provisions of the Decree-Law and its implementing decisions.			
8	Failure To Invite a Director or a Member of the Board of Directors to the Board's Meetings	Article (104) And Article (156)		A fine of (3000) three thousand dirhams shall be imposed on any Director, Chairman of the Board of Directors, or their representative in the Company who fails to invite a Member of the Board of Directors to the	A fine of (8000) eight thousand dirhams shall be imposed on any Director, Chairman of the Board of Directors, or their representative who fails to invite a Member of the Board of Directors to the	A fine of (100,000) one hundred thousand dirhams shall be imposed on any Director, Chairman of the Board of Directors, or their representative who fails to invite a Member of the Board of

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies Board's meetings.	Administrative Penalties for Private Joint Stock Companies Board's meetings.	Administrative Penalties for Public Joint Stock Companies Directors to the Board's meetings.
9	Company's Founders Subscribe to the Shares Offered for Public Subscription	Article (117)		_	_	A fine of (500,000) five hundred thousand dirhams shall be imposed on every [Company's] Founder who subscribes to Shares offered for Public Subscription.
10	Receiving Public Subscription Without the Approval of the Authority	Article (122)	-	-	-	Every entity or company that receives Subscription funds in Shares, Bonds or any other securities, in accordance

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SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
						with the conditions and circumstances of the incident, shall be fined an amount ranging from (500,000) five hundred thousand dirhams to (10,000,000) ten million dirhams.
11	Delay in Allocating the Shares to the Subscribers Within the Specified Period (5 Working Days from the Closing of the	Article (126)	-	-	-	A fine of (500,000) five hundred thousand dirhams shall be imposed on the entity that fails to allocate Shares to Subscribers

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
	Subscription) or Delay in Refunding the Amounts in Excess of the Subscription and the Accrued Returns to the Subscribers within (5) Working Days from the Date of Allocating					within the specified period or fails to refund the surplus amounts and returns accrued therefrom within the specified period.
	the Shares					
12	Failure of the Company's Board of Directors, within (10) ten Working Days from the Date of the Constituent	Article (133)	_	_	A fine of (20,000) twenty thousand dirhams shall be imposed on any Company whose Board of Directors,	A fine of (100,000) one hundred thousand dirhams shall be imposed on any Company whose Board of Directors,

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
	General				within (10) ten	within (10) ten
	Assembly				Working Days	Working Days
	Meeting, to				from the date of	from the date of
	Submit an				the Constituent	the Constituent
	Application to				General	General
	the Ministry or				Assembly	Assembly
	the Authority				meeting, fails to	meeting, fails to
	Accompanied				submit an	submit an
	with				application to	application to
	Supporting				the Ministry	the Authority
	Documents to				accompanied	accompanied
	lssue a				with supporting	with supporting
	Certificate of				documents to	documents to
	Incorporation				issue a	issue a
	of the				Certificate of	Certificate of
	Company				Incorporation	Incorporation
					of the	of the
					Company.	Company.
13	Failure of the	Article	-	-	A fine of	A fine of
	Company's	(135)			(20,000)	(100,000) one
	Board of				twenty	hundred
	Directors,				thousand	thousand
	within (10) ten				dirhams shall	dirhams shall
	Working Days				be imposed on	be imposed on

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
	from the Date the Ministry or Authority Issues the Company's Certificate of Incorporation, to Take Measures to Register it with the Competent Authority				any Company whose Board of Directors fails, within (10) ten Working Days from the date the Ministry issues the Company's Certificate of Incorporation, to take measures to register it with the Competent	any Company whose Board of Directors fails, within (10) ten Working Days from the date the Authority issues the Company's Certificate of Incorporation, to take measures to register it with the Competent
14	Company's Failure to List Itself in a Financial Market	Article (137)	-	-	Authority. -	Authority. A fine of (2000) two thousand dirhams per day shall be imposed on any Company that fails to list itself in one of the

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
						Financial Market licensed in the State. The calculation of this fine begins for each day of delay after the lapse of the specified period for listing.
15	Violation of the Authority's Regulations Governing the Company's keeping of its Shareholders' Register	Article (141)				A fine of (100,000) one hundred thousand dirhams shall be imposed on any Company proved to have violated the regulations governing the Company's keeping of its

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
16	Violation of the Provisions	Article	-	-	A fine of	Register. A fine of
	Relating to the Formation of Boards of	(143) AND Article (144)			(10,000) ten thousand dirhams shall be imposed on	(200,000) two hundred thousand dirhams shall
	Directors				any Company proved to have violated the provisions relating to the formation of Boards of Directors.	be imposed on any Company proved to have violated the provisions relating to the formation Boards of Directors.
17	Failure to Comply with the Prescribed Procedures When the Position of a Member of the Board of	Article (145)		-	A fine of (10,000) ten thousand dirhams shall be imposed on any Company that fails to comply with	A fine of (200,000) two hundred thousand dirhams shall be imposed on any Company that fails to

SN	Violation Directors Becomes Vacant	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies the prescribed procedures when the position of a Member of the Board of Directors becomes	Administrative Penalties for Public Joint Stock Companies Comply with the prescribed procedures when the position of a Member of the Board of Directors
					vacant.	becomes vacant.
18	Violation of the Procedures for Nomination to the Membership of Boards of Directors	Article (147)			A fine of (10,000) ten thousand dirhams shall be imposed on any Company proved to have violated the procedures for nomination for membership of Boards of Directors.	A fine of (200,000) two hundred thousand dirhams shall be imposed on any Company proved to have violated the procedures for nomination for membership of Boards of Directors.

SN	Violation Being a	Legal Reference Article	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies Shall be fined	Administrative Penalties for Public Joint Stock Companies Shall be fined
	Member of the	(149)			an amount of	an amount of
	Boards of				(5,000) five	(10,000) ten
	Directors of				thousand	thousand
	More than				dirhams any	dirhams any
	Five Joint-				Member of the	Member of the
	Stock				Board of	Board of
	Companies				Directors of a	Directors of a
	Based in the				Company who	Company who
	State				exceeds the	exceeds the
					maximum limit	maximum limit
					prescribed for	prescribed for
					the number of	the number of
					memberships	memberships
					of the Boards of	of the Boards of
					Directors of	Directors of
					Joint-stock	Joint-stock
					Companies	Companies
					based in the	based in the
					State.	State.
20	Same person	Article	-	-	Shall be fined	Shall be fined
	Occupying	(149)			an amount of	an amount of
	More Than				(10,000) ten	(100,000) one
	Two Positions				thousand	hundred

SN	Violation of Chairman or	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies dirhams any	Administrative Penalties for Public Joint Stock Companies thousand
	Vice-Chairman of the Board of Directors of				Member of the Board of Directors of a	dirhams any Member of the Board of
	Two Joint- Stock Companies Based in the				Company proved to have exceeded the specified	Directors of a Company proved to have exceeded the
	State				number of occupying the positions of Chairman or Vice-Chairman of the Board of	specified number of occupying the positions of Chairman or Vice-Chairman
					Directors of a Joint-stock Company based in the State.	of the Board of Directors of a Joint-stock Company based in the State.
21	Being a Managing Director of More than a	Article (149)	-	-	Shall be fined an amount of (10,000) ten thousand	Shall be fined an amount of (100,000) one hundred

SN	Violation Company	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies dirhams any	Administrative Penalties for Public Joint Stock Companies thousand
	Based in the State				Managing Director proved to have occupied more than one position as a Managing Director in a Joint-stock Company based in the State.	dirhams any Managing Director proved to have occupied more than one position as a Managing Director in a Joint-stock Company based in the State.
22	Board Member's Failure to Report an Incident of Conflict of Interest	Article (150)			Shall be fined an amount of (50,000) fifty thousand dirhams any Member of the Board of Directors of the Company who fails to report	Shall be fined an amount of (200,000) two hundred thousand dirhams any Member of the Board of Directors of the Company who

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
					an incident of conflict of interest.	fails to report an incident of conflict of interest.
23	Failure to Comply with the Prescribed Procedures Regarding the Prohibited Dispositions of Stakeholders	Article (152)			Shall be fined an amount of (50,000) fifty thousand dirhams any Stakeholder proved to have failed to comply with the prescribed procedures regarding prohibited dispositions of Stakeholders.	Shall be fined an amount of (200,000) two hundred thousand dirhams any Stakeholder proved to have failed to comply with the prescribed procedures regarding prohibited dispositions of Stakeholders.
24	Company's Board of Directors	Article (154)	-	-	A fine of (10,000) ten thousand dirhams shall	A fine of (100,000) one hundred thousand

SN	Violation Abuses its Powers	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies be imposed on any Chairman or Member of the Board of Directors of the	Administrative Penalties for Public Joint Stock Companies dirhams shall be imposed on any Chairman or Member of the Board of
					Company proved to have abused their powers.	Directors of the Company proved to have abused their powers.
25	Chairman of the Board of Directors' Absolute Delegation of Their Competencies to Any Other Member of the Board of Directors	Article (155)			A fine of (50,000) fifty thousand dirhams shall be imposed on any Chairman of the Board of Directors of the Company who has absolutely delegated all their competencies to any other	A fine of (200,000) two hundred thousand dirhams shall be imposed on any Chairman of the Board of Directors of the Company who has absolutely delegated all their competencies

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
					Member of the Board of Directors.	to any other Member of the Board of Directors.
26	Board of Directors' Absolute Delegation of its Competencies to the Chairman of the Board	Article (155)			A fine of (50,000) fifty thousand dirhams shall be imposed on any Member of the Board of Directors proved to have absolutely delegated all the competencies of the Board of Directors to the Chairman of the Board of Directors of the	A fine of (200,000) two hundred thousand dirhams shall be imposed on any Member of the Board of Directors proved to have birectors of ha competencies of the Board of Directors to the Chairman of the Board of Directors of the

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
27	Failure to	Article	-	-	A fine of	A fine of
	Comply with	(160)			(5,000) five	(100,000) one
	the Controls				thousand	hundred
	Governing				dirhams shall	thousand
	Deputizing a				be imposed on	dirhams shall
	Member of the				any Chairman	be imposed on
	Board of				or Member of	any Chairman
	Directors in				the Board of	or Member of
	Board				Directors of a	the Board of
	Meetings				Company	Directors of the
					proved to have	Company
					failed to comply	proved to have
					with the	failed to comply
					stipulated	with the
					controls	stipulated
					governing	controls
					deputizing a	governing
					Board Member	deputizing a
					to the Board's	Board Member
					meetings.	to the Board'
						meetings.
28	Failure to Call	Article	-	A fine of	A fine of	A fine of
	the Annual	(173)		(5,000) five	(30,000) thirty	(200,000) two
	General			thousand	thousand	hundred

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
	Assembly to			dirhams shall	dirhams shall	thousand
	Convene			be imposed on	be imposed on	dirhams shall
				any Director or	any Chairman	be imposed on
				Chairman of	of the Board of	any Chairman
				the Board of	Directors, or	of the Board of
				Directors, or	their	Directors or
				their	representative,	Member
				representative	who fails to	thereof who
				in the	invite the	fails to invite
				Company, who	Annual General	the Annual
				fails to invite	Assembly of the	General
				the Annual	Company to	Assembly of the
				General	convene within	Company to
				Assembly of the	the period	convene within
				Company to	specified in the	the period
				convene within	Decree-Law, or	specified in the
				the period	if they invite	Decree-Law, or
				specified in the	the Annual	if they invite
				Decree-Law, or	General	the Annual
				if they invite	Assembly of the	General
				the Annual	Company to	Assembly of the
				General	convene before	Company to
				Assembly of the	obtaining the	convene before
				Company to		obtaining the

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies convene before obtaining the approval of the Competent Authority.	Administrative Penalties for Private Joint Stock Companies approval of the Ministry.	Administrative Penalties for Public Joint Stock Companies approval of the Authority.
29	Failure to Comply with the Conditions and Controls Governing Serving the Invitation to the General Assembly Meeting	Article (174) Article		- A fine of	A fine of (10,000) ten thousand dirhams shall be imposed on any Company that fails to comply with the conditions and controls governing serving the invitation to the General Assembly Meeting.	A fine of (100,000) one hundred thousand dirhams shall be imposed on any Company that fails to comply with the conditions and controls governing serving the invitation to the General Assembly Meeting.
50	Invite the	(178)	-	(10,000) ten	(50,000) fifty	(200,000) two

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
	General			thousand	thousand	hundred
	Assembly to			dirhams shall	dirhams shall	thousand
	Convene at			be imposed on	be imposed on	dirhams shall
	the Request of			any Company	any Chairman	be imposed on
	the Authority,			Director, or	of the Board of	the any
	the Ministry or			Chairman of	Directors, or	Chairman of
	the			the Board of	their	the Board of
	Competent			Directors, or	representative,	Directors, or
	Authority			their	who fails to	their
				representative,	invite the	representative,
				who fails to	General	who fails to
				invite the	Assembly to	invite the
				General	convene after	General
				Assembly to	receiving a	Assembly to
				convene after	request to do so	convene after
				receiving a	from the	receiving a
				request to do so	Ministry.	request to do so
				from the		from the
				Competent		Authority.
				Authority.		
31	Specified Data	Article	-	-	A fine of	A fine of
	in Accordance	(189)			(5,000) five	(50,000) fifty
	with the				thousand	thousand
	Provisions of				dirhams shall	dirhams shall

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
	the Decree- Law Not Included in the Minutes of the General Assembly Meeting				be imposed on any Company that fails to include the legally specified data in the minutes of the meeting of its General Assembly.	be imposed on any Company that fails to include the legally specified data in the minutes of the meeting of its General Assembly.
32	Failure to Implement the General Assembly's Resolutions	Article (191)		-	A fine of (10,000) ten thousand dirhams shall be imposed on any Chairman of Board of Directors of a Company proved to have failed to implement the resolutions of the General	A fine of (200,000) two hundred thousand dirhams shall be imposed on any Chairman of Board of Directors of a Company proved to have failed to implement the resolutions of

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies Assembly of the said Company.	Administrative Penalties for Public Joint Stock Companies the General Assembly of the said Company.
33	Disposing of	Article	Shall be fined	Shall be fined	Shall be fined	Shall be fined
	Stocks or	(211)	an amount of	an amount of	an amount of	an amount of
	Shares in		(10,000) ten	(20,000)	(50,000) fifty	(200,000) two
	Violation of		thousand	twenty	thousand	hundred
	the Provisions		dirhams,	thousand	dirhams,	thousand
	of the Decree-		whoever	dirhams,	whoever	dirhams,
	Law		disposes of	whoever	disposes of	whoever
			Stocks in	disposes of	Shares in	disposes of
			contravention	Stocks in	contravention	Shares in
			of the rules set	contravention	of the rules set	contravention
			forth in the	of the rules set	forth in the	of the rules set
			Decree-Law.	forth in the	Decree-Law.	forth in the
				Decree-Law.		Decree-Law.
34	Breach of the	Article	-	-	A fine of	A fine of
	Rules Relating	(221)			(20,000)	(500,000) five
	to the				twenty	hundred
	Company's				thousand	thousand
	Purchase of its				dirhams shall	dirhams shall
	Own Shares				be imposed on	be imposed on
	(Treasury				any Company	any Company
	Shares)				that violates	that violates

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
					one of the rules related to the Company's purchase of its own Shares (Treasury Shares).	one of the rules related to the Company's purchase of its own Shares (Treasury Shares).
35	Company or Any of its Subsidiaries Provides Material Assistance to Any Person to Enable Such Person to Own Any Securities Issued by the Company	Article (224)			A fine of (15,000) fifteen thousand dirhams shall be imposed on any Company or any of its subsidiaries proved to have provided material assistance to any person to enable such person to own any securities	A fine of (200,000) two hundred thousand dirhams shall be imposed on any Company or any of its subsidiaries proved to have provided material assistance to any person to enable such person to own any securities

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
					issued by the	issued by the
					Company.	Company.
36	Violation of	Article	-	-	-	A fine of
	Prescribed	(229)				(200,000) two
	Share					hundred
	Certificates					thousand
	Obligations					dirhams shall
						be imposed on
						any Company
						that breaches
						the obligations
						prescribed in
						respect of Share
						Certificates.
37	Breach of	Articles	-	-	A fine of	A fine of
	Rules of	from			(50,000) fifty	(200,000) two
	Issuance of	(231) to			thousand	hundred
	Bonds or	(236)			dirhams shall	thousand
	Sukuk				be imposed on	dirhams shall
					any Company	be imposed on
					that violates	any Company
					one of the rules	that violates
					of the issuance	one of the rules
						of the issuance

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies of Bonds or	Administrative Penalties for Public Joint Stock Companies of Bonds or
					Sukuk.	Sukuk.
38	Violation of Rules of Preparation of Financial Year Accounts	Article (237)			A fine of (50,000) fifty thousand dirhams shall be imposed on any Chairman or Member of the Board of Directors of a Company proved to have violated the rules of the preparation of the Financial Year Accounts. The same fine shall be imposed on the	A fine of (100,000) one hundred thousand dirhams shall be imposed on any Chairman or Member of the Board of Directors of a Company proved to have violated the rules of the preparation of the Financial Year Accounts.
					approve such accounts.	

SN	Violation Nomination or	Legal Reference Article	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies A fine of	Administrative Penalties for Public Joint Stock Companies A fine of
	Commission of	(245)			(50,000) fifty	(200,000) two
	an Auditor Not				thousand	hundred
	Accredited by				dirhams shall	thousand
	the Ministry or				be imposed on:	dirhams shall
	the Authority				- Any Chairman	be imposed on:
					or Members of	- Any Chairman
					the Board of	or Members of
					Directors of a	the Board of
					Company	Directors of a
					proved to have	Company
					nominated or	proved to have
					commissioned	nominated or
					an unaccredited	commissioned
					Auditor.	an unaccredited
					- The	Auditor.
					unaccredited	- The
					Auditor who	unaccredited
					has been	Auditor who
					nominated or	has been
					commissioned.	nominated or
						commissioned.
40	Violation of	Articles	-	-	A fine of	A fine of
	Rules of	from			(100,000) one	(500,000) five

SN	Violation Company	Legal Reference (294) to	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies hundred	Administrative Penalties for Public Joint Stock Companies hundred
	Division	(298)			thousand	thousand
		()			dirhams shall	dirhams shall
					be imposed on	be imposed on
					any Company	any Company
					proved to have	proved to have
					violated any of	violated any of
					the provisions	the provisions
					contained in	contained in
					the rules of the	the rules of the
					division of the	division of the
					Company, in	Company, in
					addition to the	addition to the
					procedures	procedures
					decided by the	decided by the
					Ministry in	Authority in
					accordance	accordance
					with the	with the
					decisions	decisions
					issued in this	issued in this
					regard.	regard.
41	Violation of	Articles	-	-	A fine of	A fine of
	Acquisition	from			(100,000) one	(500,000) five
					hundred	hundred

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
	Rules and	(299) to			thousand	thousand
	Procedures	(301)			dirhams shall	dirhams shall
					be imposed on	be imposed on
					the person who	the person who
					violates any of	violates any of
					the provisions	the provisions
					contained in	contained in
					the acquisition	the acquisition
					rules and	rules and
					procedures, in	procedures, in
					addition to the	addition to the
					procedures laid	procedures laid
					down by the	down by the
					Ministry or the	Authority in
					Authority in	accordance
					accordance	with the
					with the	decisions
					decisions	issued in this
					issued in this	regard.
					regard.	
42	Failure to	Article	-	A fine of	A fine of	A fine of
	Invite the	(308)		(50,000) fifty	(100,000) one	(200,000) two
	General			thousand	hundred	hundred
	Assembly to			dirhams shall	thousand	thousand

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
	Convene in	And		be imposed on	dirhams shall	dirhams shall
	the Case of	Article		the Director or	be imposed on	be imposed on
	Losses	(309)		Chairman of	any Chairman	any Chairman
				the Board of	of the Board of	of the Board of
				Directors, or	Directors, or	Directors, or
				their	their	their
				representative	representative,	representative,
				in the	if its losses	if its losses
				Company, if its	amount to half	amount to half
				losses amount	of its capital	of its capital
				to half of its	and they fail to	and they fail to
				capital and they	invite its	invite its
				fail to invite its	General	General
				General	Assembly to	Assembly to
				Assembly to	convene in	convene in
				convene in	accordance	accordance
				accordance	with the	with the
				with the	provisions of	provisions of
				provisions of	the Decree-	the Decree-
				the Decree-	Law.	Law.
				Law.		
43	Refusal to	Article	A fine of	A fine of	A fine of	A fine of
	Assist	(343)	(5,000) five	(5,000) five	(10,000) ten	(200,000) two
	Inspectors		thousand	thousand	thousand	hundred

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
			dirhams shall	dirhams shall	dirhams shall	thousand
			be imposed on	be imposed on	be imposed on	dirhams shall
			the Director of	the Director or	any Member or	be imposed on
			the Company,	Chairman of	Chairman of	any Member or
			or their	the Board of	the Board of	Chairman of
			representative,	Directors of the	Directors of the	the Board of
			or the	Company, or	Company, or	Directors of the
			employee of	their	the Managing	Company, or
			the Company,	representative,	Director or	the Managing
			or the Auditor	or the	General	Director or
			who refuses to	employee of	Manager, or the	General
			provide	the Company,	employee of	Manager, or the
			information to	or the Auditor	the Company,	employee of
			the Authority's	who refuses to	or the Auditor	the Company
			inspectors to	provide	who refuses to	who refuses to
			carry out their	information to	provide	provide
			duties, or	the Authority's	information to	information to
			conceals	inspectors to	the Authority's	the Authority's
			information or	carry out their	inspectors to	inspectors to
			clarifications	duties, or	carry out their	carry out their
			from them, or	conceals	duties, or	duties, or
			provides them	information or	conceals	conceals
			with misleading	clarifications	information or	information or
			information.	from them, or	clarifications	clarifications

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
				provides them with misleading information.	from them, or provides them with misleading information.	from them, or provides them with misleading information.
44	Delayed Adjustment of Status	Article (359)	Shall be fined an amount of (500) five hundred dirhams per month any Company that fails to amend its Memorandum of Association to comply with the provisions of the Decree- Law. This fine shall begin to be calculated	Shall be fined an amount of (1000) one thousand dirhams per month any Company that fails to amend its Memorandum of Association to comply with the provisions of the Decree- Law. This fine shall begin to be calculated	Shall be fined an amount of (1,500) one thousand and five hundred dirhams per month any Company that fails to amend its Memorandum of Association and Articles of Association to comply with the provisions of the Decree-	Shall be fined an amount of (2,000) two thousand dirhams per month any Company that fails to amend its Memorandum of Association and Articles of Association to comply with the provisions of the Decree- Law. This fine
			after the lapse of a period of year from the	after the lapse of a period of year from the	Law. This fine shall begin to be calculated	shall begin to be calculated after the lapse

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
			date on which the Decree-Law entered into force, provided that the total of such fines does not exceed (5,000) five thousand dirhams annually.	date on which the Decree-Law entered into force, provided that the total of such fines does not exceed (10,000) ten thousand dirhams annually.	after the lapse of a period of year from the date on which the Decree-Law entered into force, provided that the total of such fines does not exceed (15,000) fifteen thousand dirhams	of a period of year from the date on which the Decree-Law entered into force, provided that the total of such fines does not exceed (20,000) twenty thousand dirhams
45	Violation of the Provisions of the Decree- Law and the Decisions Implementing it, for Which No Administrative Penalty was	-	Shall be fined an amount of (10,000) ten thousand dirhams whoever violates any provision of the Decree-Law for acts and other	Shall be fined an amount of (10,000) ten thousand dirhams whoever violates any provision of the Decree-Law for acts and other	annually. Shall be fined an amount of (15,000) fifteen thousand dirhams whoever violates any provision of the Decree-Law for acts and other	annually. Shall be fined an amount not less than (1,000) one thousand dirhams but not exceeding (500,000) five hundred thousand

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
	Specified in		violations not	violations not	violations not	dirhams
	this		previously	previously	previously	whoever
	Resolution		specified in this	specified in this	specified in this	violates any
			Schedule and	Schedule and	Schedule and	provision of the
			committed in	committed in	committed in	Decree-Law for
			violation of the	violation of the	violation of the	acts and other
			provisions of	provisions of	provisions of	violations not
			Federal Decree-	Federal Decree-	Federal Decree-	previously
			Law No. (32) of	Law No. (32) of	Law No. (32) of	specified in this
			2021 regarding	2021 regarding	2021 regarding	Schedule and
			Commercial	Commercial	Commercial	committed in
			Companies or	Companies or	Companies or	violation of the
			the provisions	the provisions	the provisions	provisions of
			of rules,	of rules,	of rules,	Federal Decree-
			regulations, or	regulations, or	regulations, or	Law No. (32) of
			decisions	decisions	decisions	2021 regarding
			issued in	issued in	issued in	Commercial
			implementation	implementation	implementation	Companies or
			thereof.	thereof.	thereof.	the provisions
						of rules,
						regulations, or
						decisions
						issued in

SN	Violation	Legal Reference	Administrative Penalties for Partnership & Simple Partnership Companies	Administrative Penalties for Limited Liability Companies	Administrative Penalties for Private Joint Stock Companies	Administrative Penalties for Public Joint Stock Companies
						implementation thereof.

B- Violations Related to Investment Funds

SN	Violation	Legal Reference	Administrative Penalties
1	Violation of the Rules, Decisions and Circulars Regulating Investment Funds Issued by the Authority	Article (273)	A fine ranging from (20,000) twenty thousand dirhams to (10,000,000) ten million dirhams shall be imposed on anyone whose violation is proven, in addition to the procedures decided by the Authority in accordance with the decisions issued in this regard.
2	Failure to Renew the Investment Fund Licence		The Fund Manager and the Board of Directors of the self-managed fund shall each be penalized with a delay fine of (500) five hundred dirhams for each month of delay in renewing the Investment Fund licence.

C- Violations Related to the Auditors of Joint-stock Companies

Violation	Legal Reference	Administrative Penalties
Violation of the Provisions of the Decree-Law and the Rules and Decisions Regulating the Affairs of the Auditors of Private Joint Stock Companies and the Mechanism of their Practice of their Profession	Articles (153), (173), (177), (187), (189), (237), (238), (244); Articles from (245) to (252); And Articles (254), (340) and (343)	A fine of (200,000) two hundred thousand dirhams shall be imposed on the Auditing Company that violates any of the provisions of the Decree-Law and the rules, decisions and circulars regulating the Affairs of the Auditors of Private Joint Stock Companies and the Mechanism for their Practice of their Profession.

41

D- Violations Related to the Secretariat of the Share Register

Violation	Legal Reference	Administrative Penalties
Violation of the Rules and Decisions Regulating the Work of the Secretariat of the	Article (262)	A fine of (100,000) one hundred thousand dirhams shall be imposed on the Registrar of the Shareholders' Share Register in Private Shareholding Companies proved to have violated any of the rules and decisions
Shareholders' Share Register in Private Joint-Stock Companies		regulating the work of the Shareholders' Share Register Secretariat in Private Shareholding Companies.

E- Violations Related to Foreign Companies

Violation	Legal Reference	Administrative Penalty
		Shall be fined an amount of (100,000) one
		hundred thousand dirhams any foreign
		company or its office or branch in the State
		if it fails to register itself with the Registrar
	Article (336)	and obtain a licence from the Competent
Failure to Register and License		Authority, or if it fails to submit, on an
Foreign Companies	And	annual basis, a copy of the Balance Sheet
	Article (338)	and Final Accounts with the Auditor's
		Report and a copy of the Final Accounts of
		its Holding Company, if any, to the
		Authority, the Competent Authority and the
		Ministry.

F- Violations Related to Representative Offices

Violation	Legal Reference	Administrative Penalty
		A fine of (50,000) fifty thousand dirhams
Representative Office's		shall be imposed on the foreign Company's
Practising a Commercial	Article (339)	Representative Office in the State if such
Activity		Representative Office conducts a
		commercial activity in the State.

G- Violations Related to Other Persons

Violation	Legal Reference	Administrative Penalty
		Any person who commits a violation of any
Violation by Other Persons of		of the provisions of the Decree-Law and the
the Provisions of the Decree-		decisions implementing it for which no
Law and the Decisions		administrative penalty was specified in this
Implementing it, for Which No	-	Resolution shall be fined an amount of not
Administrative Penalty was		less than (1,000) one thousand dirhams but
Specified in this Resolution		not exceeding (500,000) five hundred
		thousand dirhams.