

Law n° 2013-48 dated 9 December 2013, relating to the Investment Islamic Funds (1).

In the name of the People,

The National Constituent Assembly having adopted,

The President of the Republic enacts the following law:

Article one- The investment Islamic funds may be established whether as undertaking for collective investment in transferable securities or as investment companies or expert funds or non-resident corporations practising the activity with shareholding interest in the capital of the existing or corporations or in a creation phase provided for by article 147 of the code of financial services provision to the non-residents, on condition that they shall perform in accordance with the Sharia law. It is designated, hereafter, by "funds"

Art. 2- The provisions of the collective investment code enacted by law n° 2001-83 dated 24 July 2001, law n° 2005-58 dated 18 July 2005, relating to the seed funds, law n° 88-92 dated 2 August 1988 relating to the investment companies and the code of financial services provisions to the non-residents enacted by law n° 2009-64 dated 12 August 2009, are applicable to the investment Islamic funds as long as the provisions of the law herein have not been repealed.

Art. 3- Each fund shall provide a Sharia control committee charged of issuing fatwa and control in order to make sure of the conformity of the funds' transactions with Sharia law. The decisions of the aforesaid committee shall be enforceable.

The committee is composed of at least three members who are chosen among experts specialized in Islamic transactions doctrine, having Tunisian nationality except for the members of the funds' committees exercising within the framework of the code of financial services provision to the non-residents.

The members of the committee are appointed for a mandate of three years renewable twice.

The internal regulation or the status of the fund shall fix the conditions of integrity and expertise that shall be held by the members of the committee.

Art.4- The committee of Sharia control is charged of submitting an annual report about its activities to the general assembly of the company or the manager.

Shall be applicable to the annual report of the committee, all the provisions related to the financial statements dealing with the methods and deadlines of their availability to the shareholders or unitholders, their diffusion and their deposit to the financial market council, in accordance with the legislation in force, related to each form of fund.

(1) Preparatory works :

Discussion and adoption by the National Constituent Assembly during its session held on 22 November 2013.

The board of directors or the supervisions council shall provide to the committee, all the necessary documents and explanations to perform its missions.

Art. 5 - The committee of Sharia control shall be independent and the appointment of its members, their revocation and the fixing of their schedule shall be carried out by the general assembly of the company or the manager and shall be approved by the financial market council in case the fund represents an entity that offers securities to the public or subject of control from the financial market council.

The general assembly may not dismiss one of the members of the committee before the expiry of the mandate terms, unless it has been proven that he/she has committed serious misconduct while practising his/her missions and in this case, he/she shall be replaced by a new member.

Art. 6- The members of the committee of Sharia control are bound by professional secrecy regarding all the documents and informations that have been obtained during the performance of their duties.

The provisions of the criminal code related to the violation of professional secrecy, shall apply to them.

Art. 7- The members of the committee of Sharia control shall take all the necessary measures to avoid conflict of interests during the period of their mandate.

Shall be considered as conflict of interest, every direct or indirect personal interest or direct or indirect personal relationship likely to harm the commitment of the concerned member to meet the conditions and duties entrusted to him/her, and haring the orderly functioning of the committee, as he/she is a member of the board of directors or member of the supervision council or the directory or receiving an income from the company or the manager, or as he/she may be a subscriber or shareholder of the fund or as he/she may provide services dealing with the interest of the fund apart from those provided within the committee.

The member concerned with the status of conflict of interests shall notify it to the board of directors or the supervision council, and shall refrain from taking part in the committee meetings or deliberations or decisions dealing with the conflict of interests, and this, till the board of directors or the supervision council rules on it within the ten (10) days following the date of notification.

In case it is proved that the conflict of interests is temporary, a notification shall be submitted to the concerned member calling him/her to refrain from taking part in the committee meetings or deliberations or decisions dealing with the conflict of interests till the end of impediment.

In case it is proved that the conflict of interests is permanent, a notification shall be submitted to the concerned member calling him/her to remit a resignation to the president of the general assembly within the forty eight (48) hours following the aforesaid notification and shall be replaced by a new member.

In case of realizing a situation of conflict of interests, the board of directors or the supervision council shall proceed to the investigation of the case and the hearing of the concerned member. And in case a deliberate concealing of the conflict of interests is raised, the general assembly shall have the case before it and shall proceed to his/her dismissal and replace him/her by a new member.

Art. 8 - Each fund shall provide an internal Sharia audit unit charged of examining and controlling the compliance of the fund with Sharia standards in accordance with the fatwa and decisions of Sharia control committee, and to draw-up periodical reports to be delivered to the committee and the board of directors or to the supervision council.

The internal Sharia audit unit is composed of one or many members specialized in Islamic transactions doctrine. The composition of the aforesaid unit shall be approved by Sharia control committee.

The Sharia control committee shall periodically ensure the effectiveness of the system of the internal Sharia audit.

Art. 9 - The status or the internal regulation of the fund and in case of entity that offers securities to the public, the prospectus shall mention the following informations :

- The fund has been created and operates in accordance with Sharia standards.

- The Sharia control committee and its composition.

- The internal Sharia audit unit and its composition.

- The management method of the incomes which do not comply with the Sharia standards, where required.

- Determining the part responsible for the payment of Zakat, whether the applicants or the shareholder or the fund. In the last case the Zakat due shall be divulged on each action or share.

Art. 10 - The investment companies practicing within the framework of law n° 88-92 dated 2 August 1988 related to investment companies may be transformed to investment Islamic funds on condition that they meet the provisions of the law herein.

Art.11 - The Islamic investment funds practicing in the date of publishing the law herein in the Official Gazette of the Republic of Tunisia, shall comply with these provisions, and this, within a deadline of one year as from the date of its publishing. The deadline may be extended in pursuance of a decree.

The law herein shall be published in the Official Gazette of the Republic of Tunisia and implemented as law of the State.

Tunis, 9 December 2013.

The President of the Republic
Mohamed Moncef Marzougui