



ASX OTC Participant Application Form

How to Apply

This form should be used by entities seeking authorisation to clear OTC Transactions as an 'OTC Participant' under the ASX Clear (Futures) Operating Rules. An entity seeking such authorisation will either be:

- an existing Clearing Participant in ASX Clear (Futures) ("Existing Clearing Participant"); or
- any other party that seeks authorisation to clear OTC Transactions as an OTC Participant, and is not seeking to clear futures products ("OTC-only Participant").

Prior to lodging a completed application for admission as an OTC Participant, we recommend that applicants hold a confidential preliminary discussion with ASX Customer Acquisition about their application.

The sections of the application should be completed by applicants as follows:

	Existing Clearing Participants	OTC-only Participants
Part 1	☒	☒
Part 2		☒
Part 3	☒	☒

To ensure the hyperlinks within the application function correctly – please ensure you 'Enable Macros' when prompted upon opening the document. The hyperlinks in this application need to be double-clicked to launch (unless otherwise stated).

This Application Form should be completed with direct reference to 'A Guide to Becoming an ASX OTC Participant'. The Guide contains the following information:

- Outline of the Participant application process and key contact points within ASX
- Information to help applicants accurately complete the ASX Participant Application Form
- Links to other relevant documents

The Guide to Becoming an ASX Participant is also available in the Participant Application Kit at:

www.asxonline.com/Participants/Welcome

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Part 2 – Compliance requirements and settlement / BCP arrangements

Part 3 – Applicant agreement



Part 1 – Applicant Details

No.	Requirement	Response
1.1 Applicant Details		(If Not Applicable, indicate N/A)
1.1.1	Company Name	
1.1.2	Registered Office Address	
1.1.3	Principal Place of Business	
1.1.4	Principal Contact: • Name • Phone number • Email address	
1.1.5	Incorporation details: • Is the applicant incorporated in Australia? • If so, indicate ABN/ACN • If incorporated offshore, indicate place of incorporation	
1.1.6	Provide certified copy of Certificate of Registration or Certificate of Registration of foreign company (Annexure 1)	☐
1.1.7	Please confirm that the applicant is either: • an Australian Bank; or • an Australian subsidiary of an Australian Bank. Please confirm that: • the applicant is either regulated by APRA; or • is the holder of an appropriate AFSL. Please provide evidence of licensing, including a certified copy of each licence, registration or authorisation. (Annexure 2)	☐ ☐ ☐ ☐
1.1.8	Are you applying in the capacity of a trustee under a trust?	No
1.1.9	Please provide the name(s) and Business Identifier Code(s) (BIC) to be used by the applicant in MarkitWIRE messaging when submitting OTC Transactions to ASX Clear (Futures) for clearing.* *Names and BIC(s) are subject to the approval of ASX Clear (Futures)	



No.	Requirement	Response
1.1.10	Please provide the following contact details: • Name • Role • Direct reporting line • Phone number • Email address For the following key contacts: • CEO/MD • CFO • COO • Head of Technology • Head of Operations (if different to COO) • Head of Trading • Head of Risk • Head of Compliance • Business Continuity Manager • Other key compliance staff (Annexure 3)	☐
1.2 Corporate Governance		
1.2.1	Provide a group structure chart (Annexure 4)	☐
1.2.2	Provide an organisation chart showing personnel, their title and their reporting lines as related to the running of your OTC and ASX 24 businesses (where applicable). (Annexure 5)	☐
1.2.3	Submit an infrastructure diagram incorporating trading, clearing and settlement connectivity arrangements and order flow as related to the running of your OTC and ASX 24 businesses (where applicable). See Guide for an example. (Annexure 6)	☐



No.	Requirement	Response
1.2.4	Provide details of your Supervisory, Risk and Compliance framework including: • all OTC Operations Procedures; • a risk matrix assessment of the risks associated with the OTC business; and • an executed copy of the OTC Rule 6 Default Attestation . Please note that the OTC Operations Procedures can be provided in draft format provided a final version is provided prior to admission. See Application Guide for details regarding scope and details required. (Annexure 7)	☐
1.2.5	Provide a Key Risk Statement signed by 2 authorised signatories See the Application Guide for what is covered under this statement and when the statement is required to be provided. (Annexure 8)	☐
1.3 Authorised Signatories		
1.3.1	Please submit list of signatories authorised to make operational requests to the Exchange, such as Position transfers, adjustments etc - Authorised Signatory List (Annexure 9)	☐
1.4 Location of Business Activities		
1.4.1	List all locations of Trading/Clearing/Settlement of ASX OTC Operations outside of your principal place of business	



No.	Requirement	Response
1.4.2	Will any of your proposed Trading / Clearing/ Settlement of ASX OTC operations be performed outside of Australia by the applicant or a third party (either related body corporate or unrelated third party service provider)? If yes please provide details outlined in the Guide to Becoming an ASX Participant (Section C)	
1.5 Operational Support		
1.5.1	ASX Margin Control Please submit a Margin Control Administrator Request Form. Login details and digital certificates will be provided to you by ASX Customer Service Desk <u>Annexure 10</u>	☐
1.5.2	ASX Margin Simulator Please submit a Margin Simulator User Request Form for each nominated user of the Margin Simulator <u>Annexure 11</u>	☐
1.5.3	Please nominate an Administrator for access to the OTC Clearing Reports that are located within the Market Information section of ASX Online Login details will be provided to the Administrator by the Market Information team	Name: Email Address:
1.6 Authorised deposit-taking institution (ADI) applicants		
1.6.1	Confirm in writing that the applicant as an ADI is aware of and has met the conditions set out in APRA's "APRA Letter to ADIs" dated 4 June 2013 <u>Annexure 12</u>	☐
1.7 Business Continuity Arrangements (Existing ASX Clear (Futures) Participants)		
1.7.1	Provide a copy of the applicant's Business Continuity Plan updated to cover its ASX Clear (Futures) OTC clearing business <u>Annexure 13</u>	☐



Part 2 –Compliance requirements and settlement / BCP arrangements

No.	Requirement	Response
2.1 Participant Type		
2.1.1	ASX Clear (Futures) Clearing Participant	Yes
2.2 Authorisation Type		
2.2.1	ASX Clear (Futures) OTC Participant	Yes
2.3 Futures Clearing Arrangements		
2.3.1	Provide evidence of arrangements with a Futures Participant under which the Applicant may require the Futures Participant to provide clearing services in respect of the Applicant's Market Contracts (futures positions) – i.e a Clearing Agreement. (Annexure 14)	☐
2.4 Compliance Requirements		
2.4.1	Director details: • Name • Email address	
2.4.2	Company Secretary details: • Name • Email address	
2.4.3	List the names of each entity that controls the applicant (as defined by Corporations Act – referenced in Guide) Indicate the number of shares allocated to each holding	
2.5 Capital Requirements		
2.5.1	Indicate applicable capital regime: • Net Tangible Assets (Non-Bank ADIs) • Bank ADIs	☐ ☐

September 2013



No.	Requirement	Response
2.6 Authorised Signatories		
2.6.1	For ASX Clear (Futures) Applicants - If the applicant wishes to appoint authorised signatories to authorise NTA returns/Bank Participant Quarterly Capital Statements on behalf of directors, they will need to complete the authorised signatories form (Annexure 16)	☐
2.7 Other ASX Group Participation		
2.7.1	Indicate if the entity making this application has an existing relationship with the ASX Group • ASX • ASX Clear • ASX Settlement • ASX 24 • ASX Clear (Futures) • Austraclear • ASX Listed Entity • Related Body Corporate to an ASX Listed Entity	☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐
2.8 Other Registrations		
2.8.1	Indicate if the entity making this application is licensed, registered, or subject to regulation in Australia or overseas as any of the following: • Market Operator (including exchange, or regulated trading venue) • Clearing or Settlement Facility • Authorised Deposit-taking Institution (ADI) • Name of Corporate Group if applicant is not the ADI holder • Margin Lending subsidiary of ADI • Name of Corporate Group if applicant is not the ADI holder • Trustee Company • Custodian • Nominee	☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐



No.	Requirement	Response
2.8.2	If any options are selected above, provide further information in relation to each option • Country • Name of regulator • License or regulation type	
2.9 Risk Management Arrangements		
2.9.1	Contact Details Form Clearing Participant Contact Details Form (Annexure 17)	☐
2.9.2	If <u>not</u> an existing ASX Clear (Futures) Participant: Risk Management Survey (Annexure 18)	☐
2.9.3	Cash Settlement with ASX Clear Futures via Austraclear (Annexure 19)	☐
2.10 Business Continuity Arrangements		
2.10.1	Complete Business Continuity Self-Assessment form in relation to your business continuity arrangements (Annexure 20)	☐



Part 3 – Applicant Agreement

3.1 Disclosure Statement

This application form may be used to apply to be a Participant of any or all members of ASX Group (as the case may be). If you are using this application to apply to be a Participant of only one or two entities of the ASX Group and subsequently seek to apply to be a Participant of another ASX Group entity, the information you have provided in relation to this application may be used in respect of any subsequent application and you may be required to verify that the information is still correct. You may also be required to provide additional information, depending on the circumstances. However until such application is made, your information will not be provided to another ASX Group entity, unless it is authorised in accordance with the relevant Rules or Corporations Act or is appropriate disclosure.

3.2 Privacy Statement

As part of this application, you are required to submit personal information about those who have control or substantial control of the applicant. This information is required to assess whether the applicant will satisfy obligations pursuant to the relevant Operating Rules. If your information is to be used for a purpose other than an Appropriate Disclosure, the relevant person's consent will be obtained as provided under the Privacy Act 1988 (Cth).

This information may be disclosed in the following manner, each known as an 'Appropriate Disclosure':

- (i) to any person where that disclosure is permitted by, and made in accordance with, the relevant Rules;
- (ii) where that disclosure is required to comply with any legal, statutory or regulatory requirement.

Your personal information will be held securely and will be kept only for as long as necessary, as required under the relevant Rules. An authorised person of the Participant is able to access this personal information, make enquiries and request any corrections, by contacting: ASX Equity Markets by email: participants@asx.com.au

You acknowledge that you have obtained consent from any relevant third parties whose personal information may be required for the purposes of this application or participation on ASX.



3.3 Applicant's Acknowledgement

Name of organisation (The applicant):
ABN, ARBN or ARSN:

Part A: (Applies to All Applicants)

- (a) acknowledges that this application is upon the terms of, and subject to the ASX Operating Rules, ASX 24 Operating Rules, ASX Clear Operating Rules, ASX Clear (Futures) Operating Rules, ASX Settlement Operating Rules (as the case may be) (the "Rules") as varied from time to time (and terms used below which are defined in the relevant Rules or this application form have the same meaning in this Part 1);
- (b) represents and warrants to ASX Limited, Australian Securities Exchange Limited, ASX Clear Pty Limited, ASX Clear (Futures) Pty Limited, ASX Settlement Pty Limited (as the case may be) that the information the applicant has provided or will provide to ASX, ASX Clear, ASX Clear (Futures), and/or ASX Settlement, which includes any annexure, (as the case may be) in connection with this application is true and correct;
- (c) acknowledges that ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be) relies on the information provided in considering this application and acknowledges that any wilful omission or misstatement on a material point in or in connection with this application may lead to rejection of the application or, if the application is approved, subsequent cessation of the applicant's status as a Participant;
- (d) indemnifies ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be) and its related bodies corporate and their respective Employees to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of this agreement by the applicant or resulting from reliance on the information contained in this application;
- (e) consents to ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be) obtaining any additional information it considers relevant to this Applicant or application (including personal, credit, credit worthiness or other information) from an investigative agency, a credit agency, or any other source as permitted by law in Australia or elsewhere and acknowledges that this application authorises such a source to release information to the relevant ASX Group Entity and its related bodies corporate;
- (f) represents and warrants that the applicant is aware of and understands the relevant Rules at the date of this application and the applicant is aware of and understands the provisions of the Corporations Act and the ASIC Market Integrity Rules as they relate to the business of the applicant as an ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement Participant (as the case may be);
- (g) undertakes to ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be) to comply with the relevant Rules that are in force from time to time, even if the status of the Participant is suspended;
- (h) agrees that ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be) may make available to the relevant Appeals Tribunal the reasons for its decision in the event that ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be) rejects this application, or approves this application and subsequently action is taken against the applicant in respect of which there is a right of appeal Appeals



Tribunal and it authorises the Appeals Tribunal to make available to the ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement board (as the case may be) and to the Australian Securities and Investments Commission ('ASIC') the reasons for its decision if it rejects such an appeal;

- (i) agrees to obtain any necessary licence(s), or otherwise relief, from ASIC and to provide a copy to ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be) prior to the commencement of trading activities and no later than 3 months after ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be) accepts this application, if a copy is not attached to this application;
- (j) represents and warrants to ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be) that the applicant has no reason to believe that any Employee or other person who is or will be involved in the business of the applicant in connection with the ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be), or any person who has control or substantial control of the applicant, is not of good fame and character and high business integrity, having regards to the relevant Rules;
- (k) represents and warrants to ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be) that the applicant is of high business integrity in accordance with the relevant Rules and Procedures;
- (l) acknowledges that this deed of undertaking applies only in respect of ASX Clear (Futures). If subsequent application is made to another ASX Group entity, this undertaking and acknowledgement is made in favour of that ASX Group entity from the date of the subsequent notification;
- (m) represents and warrants to ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be) that it is not aware of anything that may impact on its ability to comply, as applicable, with its obligations;
 - As a financial services licensee; and/or
 - As a foreign Participant under the rules and regulations of its home jurisdiction
- (n) undertakes to comply with terms and conditions as notified by ASX, Australian Securities Exchange Limited, ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be) from time to time.

Part B: (Applies to All Applicants except ASX Participants, Australian Securities Exchange Limited Participants and ASX Settlement Participants)

- (o) represents and warrants to ASX Clear and/or ASX Clear (Futures), (as the case may be) that after due enquiry and to the best of its knowledge and belief, no events have occurred since the date the Income Statement and Balance Sheet (provided as Annexure 8 or otherwise a previously provided Income Statement and Balance sheet that is deemed by ASX Clear and/or ASX Clear (Futures) as sufficient for this purpose) were prepared that are in its opinion:
 - likely to result in a significant deterioration in the financial stability of the applicant,
 - there are reasonable grounds to believe the applicant will be able to meet its obligations as and when they fall due; and
 - no material liabilities of a contingent nature have arisen, including those arising by reason of a guarantee or cross guarantee given by the applicant.

Part C: (Applies to ASX Clear, ASX Clear (Futures), ASX Settlement Pty Limited Applicants)

- (p) represents and warrants to ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be) that the applicant has developed processes and procedures that are reasonably designed and that when implemented will function, so as to achieve compliance by the applicant with the applicable Rules; and
- (q) represents and warrants to ASX Clear, ASX Clear (Futures), and/or ASX Settlement (as the case may be)



that the applicant will continue to maintain such compliance measures that are appropriate for it to comply with its obligations under the applicable Rules.

Part D: (Applies to ASX Clear Pty Limited Applicants)

- (r) Represents and warrants to ASX Clear Pty Limited that it has provided full details of any arrangement where any part of its proposed business as a Clearing Participant (including, without limitation, any personnel and Gateway or other appropriate means of communicating Clearing Messages) will be located outside Australia (the "Overseas Activity"). And that the applicant has obtained all necessary regulatory approvals from any relevant governmental agency or regulatory authority in Australia, and in their home jurisdiction, concerning the supervision of the Overseas activity including, without limitation, Overseas Activity of a type which would result in the Exchange, without the prior written consent of the Exchange, becoming subject to the jurisdiction of any relevant governmental agency or authority outside Australia.

Part E: (Applies to ASX Clear (Futures) Pty Limited Applicants)

- (s) (i) Undertakes, subject to ASX Clear (Futures) Operating Rule 4.11(b), to be bound by the ASX Clear (Futures) Operating Rules in its dealings with ASX Clear (Futures) and with each other Clearing Participant and each Clearing Participant agrees that the provisions of those Rules shall be binding on the Clearing Participant as between the Clearing Participant and ASX Clear (Futures) and as between the Clearing Participant and every other Clearing Participant. Each Clearing Participant shall also comply in full with any undertaking given, or condition imposed by the ASX Clear (Futures) Operating Rules. Further, each Clearing Participant must comply with any condition imposed by ASX Clear (Futures) on the admission of a Participant.
- (ii) Represents and warrants that all OTC Transactions submitted to ASX Clear (Futures) containing a Business Identifier Code matching any of those contained in this application form (and subsequently approved by ASX Clear (Futures)) have been submitted by the Applicant.
- (iii) Acknowledges that an OTC Participant must comply with its obligations in connection with the Default Management Provisions of the OTC Rulebook and OTC Handbook, including in certain circumstances the obligation to provide ASX Clear (Futures) with mandatory bids for Auction Units (as defined in the OTC Rulebook and OTC Handbook).

Part F: (Applies to ASX and/or Australian Securities Exchange Limited Applicants)

- (t) consents to ASX and/or Australian Securities Exchange Limited (as the case may be) obtaining details about any refusal of an application for Market Participant and/or Trading Participant status (or equivalent status) on another exchange or market operator from the relevant exchange or market operator); and
- (u) Represents and warrants to ASX and/or Australian Securities Exchange Limited (as the case maybe) that it has provided full details of any arrangement where any part of its proposed business as a Market Participant and/or Trading Participant (including, without limitation, personnel, an Open Interface Device or a computer or other device connected to an Open Interface Device) will be located outside Australia (the "Overseas Activity"). And that the applicant has obtained all necessary regulatory approvals from any relevant governmental agency or regulatory authority in Australia, and in their home jurisdiction, concerning the supervision of the Overseas activity including, without limitation, Overseas Activity of a type which would result in the Exchange, without the prior written consent of the Exchange, becoming subject to the jurisdiction of any relevant governmental agency or authority outside Australia.
- (v) Represents and warrants to ASX and/or Australian Securities Exchange Limited (as the case maybe) that the applicant has provided details of any service level agreements, if the applicant is out sourcing functions to a third party, which are material to the applicant's compliance with the Rules.



Executed in accordance with section 127(1) of the Corporations Act.

Director

Director/Company Secretary

Name

Name

Date

Date

OR (if sole Director/Company Secretary)

Sole Director and Sole Company Secretary

Name

Date

OR (if signed by Power of Attorney)

Signed for and on behalf of

Applicant Name:

Applicant ACN
by:

Name of signatory

Signature of signatory

who is authorised by Power of Attorney

and who declares that he/she has at the time of
execution of this document no notice of its
revocation.



In the presence of:

Name of witness

Signature of witness

5.4 Direct Debit Form


ASX

AUSTRALIAN SECURITIES EXCHANGE

DIRECT DEBIT REQUEST FORM

CUSTOMERS DETAILS		
I/We (Customer's name)		
(ACN/ABN/ARBN)		
of (business address)		
request ASX Limited to draw money from my/our account described below and authorise our nominated Financial Institution to transfer such money to ASX.		
DIRECT DEBIT FACILITY DETAILS		
Customer Number:		
Customer Name:		
Name of Financial Institution:		
Name of Account:		
BSB Number:		
Account Number:		
BILLING		
Contact Person:		
Address Line 1:		
Address Line 2:		
City:		
Postal Code:	State	City:
Telephone:	Fax Number:	
Email:		
AUTHORISED SIGNATORIES	NAME (please print)	DATE day/month/year
1.		/ /
2.		/ /

Note: Invoices will be direct debited on the last business day of the month.



ASX Contacts

For more information, please contact ASX Customer Acquisition at +61 (0)2 9227 0787 or Participants@asx.com.au

For Market Access/Operational assistance please contact ASX Participant Operations at +61 (0)2 9227 0528 or Participant.Operations@asx.com.au

Useful Websites

[ASX Public Website](http://www.asx.com.au) <http://www.asx.com.au>

[ASXOnline](https://www.asxonline.com/participants/index.html) <https://www.asxonline.com/participants/index.html>

Admission

Completed applications should be returned to the attention of ASX Customer Acquisition at:

ASX Limited
Level 5, Exchange Centre
20 Bridge Street
Sydney NSW 2000
Australia

Please also send soft copy of the Application and all supporting documentation to participants@asx.com.au



Checklist of Supporting Annexure

Part 1 – All Participant Types	✓
1. Certificate of Registration or Certificate of registration of foreign company	☐
2. Evidence of Licensing, Registration or Authorisation	☐
3. Key Contact Details	☐
4. Group Structure Chart	☐
5. Organisation Chart	☐
6. Infrastructure/connectivity diagram	☐
7. Supervisory, Risk & Compliance Framework (inc. Default Attestation)	☐
8. Key Risk Statement	☐
9. Authorised signatories List	☐
10. Margin Control Administrator Request Form	☐
11. Margin Simulator User Request Form	☐
12. Authorised deposit-taking institution (ADI) confirmation	☐
13. Business Continuity Arrangements (Existing ASX Clear (Futures) Participants)	☐
Part 2 – OTC –only Participants	✓
14. Client Clearing Agreement	☐
15. Last Audited Income Statement and Balance Sheet	☐
16. NTA/Quarterly Return Authorised Signatories	☐
17. Participant Contact Details	☐
18. Risk Management Survey	☐
19. Cash Settlement via Austraclear	☐
20. Business Continuity Self-Assessment	☐