

Pillar III – 2024

Annual disclosure



Introduction

The purpose of this document is to assemble all information that MFEX FRANCE is required to disclose annually under Article 46 of Regulation (EU) No. 2019/2033 ("IFR"). The new regulation, IFR, entered into force on June 26, 2021, with the purpose of strengthening the link between risk-taking and capital requirements, which includes requirements on risk management and disclosure of information.

Board members

MFEX France board of directors is composed of four members. The members have substantial knowledge and experience of the financial market. In the composition of the board and management, different cultures and gender, as well as experience from other financial operations are promoted. List as of Dec 31st 2024 below:

Anne Courrier (Chair)
Four Other assignments

Olivier Huby
Six other assignments

Carl Palmér
Three Other assignments

Oliver Lagerström
Nine Other assignments

Risk Committee

MFEX FRANCE's Board of Directors has established an internal Risk and Compliance Committee. This Committee, established on a voluntary basis by MFEX France, is comprised of a subset of board members. The committee reviews reports on Risk and Compliance that must be approved or reported to the Board. The group meets at least four times per year ahead of each quarterly Board meeting.

Remuneration policy

The Board of MFEX France has established remuneration guidelines that include all personnel and management in the company. The remuneration guidelines describe how remuneration is determined, paid out, verified and methods used to identify personnel who may have a significant impact on the companies' risk profile. The guidelines ensure a neutral approach with regard to all protected characteristics such as gender, religion and ethnicity. The full remuneration policy is disclosed on MFEX website www.mfex.com/legal/regulatory-publication

Remuneration

The table below shows aggregated quantitative information on remuneration, broken down by senior management and members of staff whose actions have a material impact on the risk profile of MFEX France (MRTs).

Aggregate information on remuneration during the financial year 2024

Categories	Senior management		MRT	
	Montant (kEUR)	Nbr de bénéficiaires	Montant (kEUR)	Nbr de bénéficiaires
Remuneration Fixe	361	3	786	6
Remuneration Variable	120	3	200	6
Rémunération reportées attribuées au titre des périodes de performance antérieurs repartie entre:				
i) le montant devenant acquis pendant l'exercice financier	29	1	29	1
ii) le montant devenant acquis pendant les exercices suivants	81	1	81	1
Rémunérations reportées devenant acquises au cours de l'exercice financier qui sont payées au cours de l'exercice financier	29	1	29	1
Rémunérations variables garanties attribuées au cours de l'exercice financier				
Indemnités de licenciement attribuées au cours des périodes antérieures qui ont été versées au cours de l'exercice financier	n/a	n/a	n/a	n/a
Indemnités de licenciement attribuées au cours de l'exercice financier, ventilés entre :				
i) montant versé immédiatement		n/a	n/a	n/a
ii) montant dont le versement est différé	n/a	n/a	n/a	
iii) montant le plus élevé d'indemnités attribué à une seule personne	n/a	n/a	n/a	n/a

Information on the distribution of variable remuneration is given in the table below.

Distribution of variable remuneration during the financial year 2024

Forme de rémunération	Part versée immédiatement (kEUR)	Part différée (kEUR)
Espèces	200	81
Actions	n/a	n/a
Instruments liés à des actions	n/a	n/a
Autres	n/a	n/a

Investment policy

MFEX France does not directly or indirectly own any shares that are admitted to trading on a regulated market and in which MFEX France holds more than 5% of the voting rights.

Risk management objectives and policies

Risk is inherent in the business operations of MFEX France. The risk management framework for MFEX FRANCE allows the organization to continuously evaluate and assess the risk exposure. The risk management framework is an integrated part of the decision-making process of the company and thus contribute to the fulfilment of the objectives of the organization. Furthermore, the risk management framework incorporates strategies, processes and reporting lines that are necessary to continuously identify, assess, manage, control and report the risks associated with the business. As such the risk management framework is key for a true and fair internal capital and liquidity adequacy assessment.

Risk shall be kept at the lowest level possible while considering business strategy, market sentiment, regulatory requirements and capacity to absorb losses through earnings and capital. Risks that are not supported by established business plans shall not be taken. Risk management shall be conducted according to sound practice so that the relationship between risk and expected return is optimized.

Overview of MFEX France risks and risk exposures

According to IFR, risks are to be categorized into Risk-to-Firm ("RtF"), Risk-to-Client ("RtC"), Risk-to-Market ("RtM") and Liquidity risk. MFEX France has categorized their risks according to the table below.

Assessed risks	Risk type	Risk area
Credit risk	RtF, RtC	Bank deposits and claims against fund companies
Market risk	RtF	FX positions held in trading process and FX positions held in rebates collection.
Operational risk	RtC, RtF	Identified largest operational risks
Business risk	RtF	Loss of key clients due to changing market demand
Strategic risk	RtF	Expansion to new markets and integration of new subsidiaries
Reputational risk	RtF	Damage to the MFEX brand
Concentration risk	RtF	Exposures limited to few counterparties, countries, business segments
Interest rate risk	RtF	Sensitivity to changes in interest rates due to mismatch between long/short term lending/borrowing
Liquidity risk	Liquidity	Risk that MFEX does not have liquid assets available to meet its short-term obligations.

Credit risk

Credit risk is the risk of financial loss due to a counterparty's failure to meet its obligations. MFEX France is exposed to credit risk in the form of deposits at banks and in relation to the rebates collection activity. The credit risk that arises from bank deposits is a risk that targets the firm directly and is thus recognized as a risk to firm and shall be assigned to RtF. On the other hand rebates collections is considered a risk to client since disturbances in this process

could cause delays in payments and ultimately costs for the clients. These risks will therefore be assigned to RtC.

To limit the credit risk that arises from bank deposits, MFEX France deposits funds only with institutions/banks with a minimum rating requirement equivalent to a long-term S&P rating of A or short-term minimum rating of A-1. MFEX France further continuously monitors the development of the deposit bank rating, and the risk control function provides quarterly reports to the board. To limit credit risk that arises from the rebates collection operations MFEX has a distributor agreement which allows for MFEX France not to pay rebates to distributors, if they have not been paid by the Fund Companies beforehand. Further, MFEX is also restrictive and will not enter into fund company agreements with a current or expected distressed financial situation.

Market risk

MFEX is not engaged in trading on its own books and, due to its business model, MFEX is exposed to market risk primarily in the form of FX risk, which is materialized in the Rebates collection processes. Market risk is a risk that targets the firm directly and is thus recognized as a risk to firm and shall be assigned to RtF.

Operational risk

Operational risk is the risk of losses resulting from inadequate or failed internal processes, people, and systems or from external events. It is inherent in every business organisation and covers a wide spectrum of issues, including the following categories:

- Legal Risk
- Compliance Risk
- HR Risk
- Personnel Risk
- Process and Product Risk
- IT Risk
- Third party Risk

The operational risks affect both the firm directly and the clients, depending on the individual risk. The operational risks that affect the firm are those that affect the support functions such as Finance or Human Resources and the control functions and are assigned to RtF. The operational risks that affect the clients are mainly linked to the Operations and IT functions and are assigned to RtC.

To identify and assess operational risk for MFEX France self-assessments are performed. Relevant operational risks are identified, and their materiality is assessed by determining inherent and residual risk in terms of impact and probability and taking into account the control environment in the analysis. Risks assessment is a continuous process, and it is reviewed at least annually.

Furthermore, MFEX is investing, in addition to the programme to be compliant with the Digital Operational Resilience Act (DORA), on improved resilience and enhanced cyber security risk culture. The investments made so far in the IT risk and control environment resulted in improved security arrangements in a constantly evolving cyber threat landscape.

DORA is a significant regulatory development aimed at strengthening ICT and cyber resilience in the financial sector. Effective from 17 January 2025, it provides a framework to mitigate ICT and cyber risks while enhancing operational resilience. It addresses the systemic impact of third-party service provider failures on the financial system and limits financial institutions'

dependence on them. The regulation covers incident reporting, IT risk management, ICT safety, testing requirements, and supervision of ICT service providers.

Further investment will continue in 2025 and beyond to further reduce the residual risks and ensure sustainability and resilience in line with Euroclear risk framework.

Business risk

Business risk is the risk of decreasing revenues due to business climate changes, political decisions, economic recession, and similar macro-factors inherent to an organization's operations and the environment it operate in that may impair its ability to provide returns on investment. The primary business risk for MFEX France is the loss of key clients (distributors) through changes in market demand. Business risk have an effect on the firm directly and are therefore assigned to RtF.

Reputational risk

Reputational Risk is the risk that revenues and own equity is affected negatively due to a decline of the value of the brand name. MFEX France is engaging in an industry where client expectations on transparency, control and stability are very high. The probability of a reputational risk materializing is considered to be low (MFEX France's clients being mainly composed of regulated financial institutions) but the consequences of such occurrence would be high. Reputational risks affect the firm directly and is therefore amended to RtF.

MFEX France maintains a sound internal controls environment to minimize operational incidents and mitigate reputational impacts. The risk assessment methodology and the operational incidents methodology both takes into account the impact on clients and on MFEX France reputation in the determination of the severity of a risk or incident.

Strategic risk

Strategic risk is the risk of decreased earnings and capital resulting from either a strategic decision that turns out to be defective or inappropriate, or lack of a strategic decision. This includes the Board's and the management's ability to plan, organize, govern the business and/or fail to adapt the business model to trends in new technology, increased competition and/or generally react to changes in the business conditions and environment. In its current phase MFEX Group, and therefore MFEX France, is exposed to key strategic risks in the expansion of the business to new markets, merger integrations, changed or new products and systems. Strategic risks affect the firm directly and is therefore assigned to RtF.

To mitigate strategic risks MFEX has defined a target operating model for future operations as well as a clear integration plan with a project management organisation supporting the integration within Euroclear group.

Concentration risk

Concentration Risk refers to the vulnerability inherent in the concentration of credit risk exposure to a limited number of customers, a particular sector or geographic area. MFEX France has a well-diversified customer base and its concentration in terms of contribution to total revenues is monitored on a periodical basis.

Liquidity risk

Liquidity risk is the risk that MFEX does not have liquid assets available, or available without incurring significant cost, to meet its short-term obligations. MFEX is exposed to liquidity risk primarily through its operational expenses and in the process of rebates collection where fund distributors are to an extent paid before MFEX receive payment from the fund companies. Liquidity is continuously monitored, including specific liquidity reviews before payment of non-custody rebates to distributors.

The Board has decided that the liquidity risk shall be limited and no speculative elements shall occur in the day-to-day operations. The liquidity reserve shall consist of holdings in a bank that meet the requirements of Article 43 of the IFR, which corresponds to at least one third of the requirement based on fixed expenses in accordance with Article 13 (1) of the IFR.

ESG risk

ESG risks are integrated into the MFEX risk library as underlying factors influencing the aforementioned risks, rather than being categorized as a separate risk type. Consequently, these risk definitions incorporate references to ESG factors where relevant.

The last sustainability report of the MFEX Group was published in July 2024. As of 2025, MFEX France results and activities following ESG regulations and standards are included in the ultimate parent company's annual report.

The company is however actively monitoring these regulatory developments to determine their impact for MFEX France with the support of Euroclear experts. To that end, MFEX more specifically:

- Aims at long-term resilience with respect to potential shifts in the business landscape that may result from ESG-related risks and opportunities.
- assesses short-, medium- and long-term materiality of ESG-related risks and opportunities on periodic basis.
- ensures that the actions and responses to ESG-related risks and opportunities are proportionate to the materiality of those ESG topics to MFEX France.

Capital adequacy analysis

As previous year, the ACPR requires MFEX France to produce a report on its Internal Capital and Risk Assessment Process (ICARAP).

The exercise requires to review the risks that are material to the Firm, assess the capital that need to be set aside to cover for them and compare this overall requirement with the regulatory capital requirements. The ICARAP requires also to assess our capital requirements against stress scenario. Finally, the ICARAP focuses also on the liquidity of the Firm with a similar approach of identification and assessment of liquidity risk drivers and stress test of the liquidity position.

This assessment is forward-looking and is based on the company's strategic plans. The ICARAP exercise conducted in 2025 and approved by the Board demonstrates that MFEX France has sufficient projected financial resources available to cover for material risks of the Firm, including those not captured by regulatory requirements. In the event of realization of severe stressed scenario MFEX France could require additional capital from its parent company MFEX AB to ensure it keeps meeting regulatory and internal requirements.

Capital requirement – Pillar I

According to IFR, the new Pillar I requirement is based on the highest of the Permanent minimum capital requirement, the K-factor requirement and Fixed overheads requirement. MFEX has chosen to apply the transitional provisions according to Article 57 of IFR, which limits the capital requirement to a maximum of twice the capital requirement according to CRR.

Permanent minimum capital requirement

In accordance with Article 14 of IFR, MFEX France has a minimum capital requirement corresponding to 75 k€.

K-factor requirement

The K-factor requirement is calculated for RtC, RtF and RtM in accordance with Article 15 of IFR. A summary of the company's risks related to the above categories is shown in the table below.

Risk-to-Client (RtC)	The company calculates a capital requirement based on the K-factor K-AUM in the category RtC.
Risk-to-Market (RtM)	The company has no exposures in the category RtM.
Risk-to-Firm (RtF)	The company has no exposures in the category RtF.

An evaluation of MFEX France K-factor requirements is given in the table below.

K-factor requirement, in €

Rows	Item	Factor amount 0010	K-factor requirement 0020		
0010	TOTAL K-FACTOR REQUIREMENT		9,211.22	Total K-Factor = RtC + RtM + RtF	
0020	Risk to client		9,211.22	RtC	
0030	Assets under management	46,056,110.89	9,211.22	K-AUM	0.02%
0040	Client money held - Segregated	0	0	K-CMH	0.40%
0050	Client money held - Non - segregated	0	0	K-CMH	0.50%
0060	Assets safeguarded and administered	0	0	K-ASA	0.04%
0070	Client orders handled - Cash trades	0	0	K-COH	0.10%
0080	Client orders handled - Derivatives Trades	0	0	K-COH	0.01%
0090	Risk to market		0	RtM	
0100	K-Net positions risk requirement		0	K-NPR	n/a
0110	Clearing margin given	0		K-CMG	n/a
0120	Risk to firm		0	RtF	
0130	Trading counterparty default			K-TCD	1,6% pour EC/EI sinon 8%
0140	Daily trading flow - Cash trades	0	0	K-DTF	0.10%
0150	Daily trading flow - Derivative trades	0	0	K-DTF	0.01%
0160	K-Concentration risk requirement			K-CON	Cf. art 38

Fixed overheads requirement

The capital requirement based on fixed overheads is calculated as 25% of the previous year's fixed overheads in accordance with Article 13 of IFR. A summary is given in the table below.

Fixed overheads requirement, in €

Item	Amount
	0010
Fixed Overhead Requirement	5,037,786.38
Annual Fixed Overheads of the previous year after distribution of profits	20,151,145.53
Total expenses of the previous year after distribution of profits	336,665,334.73
Of which: Fixed expenses incurred on behalf of the investment firms by third parties	
(-)Total deductions	-316,514,189.20

Total Pillar I requirement

The total capital requirement (Pillar I) is shown in the table below.

Total capital requirement, in €

Rows	Item	Amount
		0010
0010	Own Funds requirement	5,037,786.38
0020	Permanent minimum capital requirement	75,000.00
0030	Fixed overhead requirement	5,037,786.38
0040	Total K-Factor Requirement	8,878.27

Information on own funds

Composition of regulatory own funds (Investment firms other than small and non interconnected) and reconciliation to balance sheet in the audited financial statements

Rows	Item		Amount
			0010
0010	OWN FUNDS		9,532,783.48
0020	TIER 1 CAPITAL		9,532,783.48
0030	COMMON EQUITY TIER 1 CAPITAL		9,532,783.48
0040	Fully paid up capital instruments	Capital	10,463,464.00
0050	Share premium	Primes	5,607.00
0060	Retained earnings		
0070	Previous years retained earnings	RAN	-1,571,995.30
0080	Profit eligible	Résultat	
0090	Accumulated other comprehensive income		
0100	Other reserves	Autres réserves	635,707.78
0110	Minority interest given recognition in CET1 capital		
0120	Adjustments to CET1 due to prudential filters		
0130	Other funds		
0140	(-)-TOTAL DEDUCTIONS FROM COMMON EQUITY TIER 1		0.00
0150	(-) Own CET1 instruments		
0160	(-) Direct holdings of CET1 instruments		
0170	(-) Indirect holdings of CET1 instruments		
0180	(-) Synthetic holdings of CET1 instruments		
0190	(-) Losses for the current financial year	Résultat	0.00
0200	(-) Goodwill		
0210	(-) Other intangible assets	Immo	0.00
0300	ADDITIONAL TIER 1 CAPITAL		0
0420	TIER 2 CAPITAL		0

Own funds: main features of own instruments issued by the firm

		a
1	Issuer	MFEX France SA
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	N/A
3	Public or private placement	Private
4	Governing law(s) of the instrument	French law
5	Instrument type (types to be specified by each jurisdiction)	Share capital
6	Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)	10 463 464 EUR
7	Nominal amount of instrument	10 463 464 EUR
8	Issue price	10 463 464 EUR
9	Redemption price	N/A
10	Accounting classification	Equity
11	Original date of issuance	2005-10-01
12	Perpetual or dated	Perpetual
13	Original maturity date	No maturity date
14	Issuer call subject to prior supervisory approval	N/A
15	Optional call date, contingent call dates and redemption amount	N/A
16	Subsequent call dates, if applicable	N/A
	Coupons / dividends	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	N/A
19	Existence of a dividend stopper	N/A
20	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Fully discretionary
21	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Fully discretionary
22	Existence of step up or other incentive to redeem	N/A
23	Noncumulative or cumulative	N/A
24	Convertible or non-convertible	N/A
25	If convertible, conversion trigger(s)	N/A
26	If convertible, fully or partially	N/A
27	If convertible, conversion rate	N/A
28	If convertible, mandatory or optional conversion	N/A
29	If convertible, specify instrument type convertible into	N/A

30	If convertible, specify issuer of instrument it converts into	N/A
31	Write-down features	N/A
32	If write-down, write-down trigger(s)	N/A
33	If write-down, full or partial	N/A
34	If write-down, permanent or temporary	N/A
35	If temporary write-down, description of write-up mechanism	N/A
36	Non-compliant transitioned features	N/A
37	If yes, specify non-compliant features	N/A
38	Link to the full term and conditions of the instrument (signposting)	upon request
(1) Insert 'N/A' if the question is not applicable		

Paris, May 15rd 2025