



Compilation of Amendments to Attestation Periods

S&P/NZX 20 Index Futures Relaunch Consultation

July 2024



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Participant Rules

20.5 FINANCIAL STATEMENTS

20.5.1 Subject to Rule 20.5.3, each Market Participant shall provide to NZX when they are complete and in an event no later than 90 days ~~of its balance date~~after the end of each financial year:

- (a) copies of its financial statements prepared in accordance with the requirements of the Companies Act 1993 the Financial Reporting Legislation, and any other legislation or regulatory requirement applicable to the Market Participant;
- (b) such certificates signed by or approved by the Managing Principal or Responsible Executive, as the case may be, of the Market Participant relating to the conduct of the Market Participant's business during the accounting period for which the financial statements referred to in Rule 20.5.1(a) are prepared, as NZX may require;
- (c) a copy of the audit report in respect of the financial statements referred to in Rule 20.5.1(a) having the content required by applicable audit and assurance standards within the meaning of the Auditor Regulation Act 2011 and addressing such matters in relation to the preparation of the certificate referred to in Rule 20.5.1(b) as NZX may require; and
- (d) any other information as requested by NZX from time to time.

20.14 MONTHLY REPORTING REQUIREMENTS

20.14.1 Within 10 Business Days ~~after~~ref the end of each calendar month, each Market Participant Requiring Capital must deliver to NZX in the manner and the form as prescribed by NZX from time to time:

- (a) a copy of a trial balance as at the last day of the ~~preceding~~-month. Such trial balance must provide details as to the name or nature of each balance, must be provided in each separate currency and consolidated to NZ\$ equivalents determined using the prevailing spot rate of exchange for the relevant currency to NZ\$ on or about the close of business on the date of such trial balance (and such spot rate must be specified to NZX) or such other rate of exchange as agreed with NZX;
- (b) financial statements of the Market Participant Requiring Capital for the ~~previous~~-month (which may be those prepared for internal management purposes);

(c) a copy of the Market Participant Requiring Capital's Capital Adequacy Calculations for the last Business Day of the ~~previous~~ calendar month in the form and including the information and supporting documents specified by NZX from time to time for that purpose; ~~and~~

(d) a summary of the Market Participant Requiring Capital's Capital Adequacy Calculations for each Business Day of the ~~previous~~-month showing the amounts calculated and recorded as required by Rule 19.3.1; ~~and~~

~~(e) along with the monthly internal control checklist for the month and certificate in the form of Appendix A signed by or approved by the Market Participant Requiring Capital's Managing Principal or Responsible Executive and the Market Participant Requiring Capital's chief financial officer.; and~~

Where a Market Participant Requiring Capital has an exemption under Rule 19.1.2 ~~and has complied with Rule 19.1.3(b)~~, ~~thate~~ Market Participant Requiring Capital ~~is not required to provide the information set out in (a) to (d) but~~ must still provide the information set out in (e).

20.14.2 ~~Within 10 Business Days after the end of each quarter, each Market Participant Requiring Capital must deliver to NZX in the manner and the form as prescribed by NZX from time to time:~~

~~an ~~quarterly~~monthly internal control checklist ~~for the -calendar quarter~~ and certificate in the form of Appendix ~~BA~~ signed by or approved by the Market Participant Requiring Capital's Managing Principal or Responsible Executive and the Market Participant Requiring Capital's chief financial officer.~~



Appendix A – Monthly Internal Control Checklist Capital Adequacy

Completing this checklist

If you need assistance with your checklist, please contact NZX Participant Compliance on compliance@nzx.com or +64 4 498 2279.

All information provided to NZX in relation to this checklist will be kept confidential, except to the extent that disclosure of any or all of the information provided is necessary for the exercise of NZX's regulatory functions, or as required by law.

Completed checklists (together with any supporting information) should be emailed to compliance@nzx.com or uploaded to the NZX Participant reporting platform within 10 Business days of the end of each calendar month.

This checklist is required to be completed by all Market Participants Requiring Capital under NZX Participant Rules 19.3.2 and 20.14. Please respond Yes, No or Not Applicable and include details where relevant. For questions relating to notifications to NZX, please respond "N/A" if notifications were unnecessary.



Name of Market Participant: _____

Month ended: _____

The Market Participant confirms that:

Rule	Internal Control Questions	Y, N, N/A	Comment
Sections 19 and 20	Capital Adequacy and Monthly Reporting (all Market Participants Requiring Capital)		
19.1.3	Where an exemption is held from the NZX capital adequacy requirements, the Market Participant: (a) provided NZX with copies of any reports from the Alternative Regulator relating to the compliance or non-compliance with the requirements of the Alternative Regulator's prudential supervision regime; and (b) notified NZX as soon as reasonable practicable after becoming aware that the Market Participant ceased to be subject to the regulation of an Alternative Regulator.		
19	During this month, the Market Participant Requiring Capital has met the requirements of Rule 19 at all times (including at all times during each day).		
19.3.4	The Market Participant notified NZX immediately (and as soon as reasonably practicable after becoming aware) that its Net Tangible Current Assets were less than 120% of its Prescribed Minimum Capital Adequacy.		
19	The figures in the trial balance were in agreement with the general ledger.		



19	The Capital Adequacy Calculations for each Business Day of the previous month were calculated according to the requirements of the Rules.		
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CONFIRMATION

The Market Participant's Managing Principal and Chief Financial Officer (or equivalent) confirm that the responses provided in the Internal Control Checklist are true and correct.

Managing Principal/Responsible Executive Signature _____ **Date**

Chief Financial Officer Signature _____ **Date** _____



Appendix **BA** – **Quarterly**~~Monthly~~ Internal Control Checklist

Completing this checklist

If you need assistance with your checklist, please contact NZX Participant Compliance on compliance@nzx.com or +64 4 498 2279.

All information provided to NZX in relation to this checklist will be kept confidential, except to the extent that disclosure of any or all of the information provided is necessary for the exercise of NZX's regulatory functions, or as required by law.

Completed checklists (together with any supporting information) should be emailed to compliance@nzx.com or uploaded to the NZX Participant reporting platform within 10 Business days of the end of each calendar ~~quarter~~**month**.

This checklist is required to be completed by all Market Participants Requiring Capital under NZX Participant Rules ~~19.3.2 and~~ 20.14. Please respond Yes, No or Not Applicable and include details where relevant. For questions relating to notifications to NZX, please respond "N/A" if notifications were unnecessary.



Name of Market Participant: _____

QuarterMonth ended: _____

Part A

The Market Participant confirms that:

Rule	Internal Control Questions	Y, N, N/A	Comment
Section 3	Market Participants (all Market Participants)		
3.3.4	During this <u>quartermonth</u> , the Market Participant notified NZX in writing of any change to the Market Participant's Managing Principal and provided NZX with an executed undertaking for the Managing Principal.		
3.5.1 and 3.6.1	During this <u>quartermonth</u> , the Market Participant notified NZX in writing of the appointment of any Director or Partner within 5 Business Days of that appointment and provided NZX with an executed undertaking for the Director or Partner.		
3.5.2	NZX was provided with a copy of any filings that the Market Participant made to the Registrar of Companies during the <u>quartermonth</u> , such as an annual return, financial statements, change in share capital, or changes to the Market Participant's constitution.		



3.5.3 and 3.6.2	During this <u>quartermonth</u> , the Market Participant notified NZX in writing of the resignation of any Director or Partner within 5 Business Days of that resignation.		
3.8.4	During this <u>quartermonth</u> , the Market Participant's Principal Broking Office was under the direct full time control of a Managing Principal or a Responsible Executive, as applicable.		
3.8.4(a)	During this <u>quartermonth</u> , each Broking Office of the Market Participant was at all times overseen by the appropriately qualified and experienced Employee previously notified to NZX as having oversight of that Broking Office.		
3.8.4(b)	During this <u>quartermonth</u> , the Market Participant notified NZX of any Employee appointed under Rule 3.8.4(a) in relation to each Broking Office within one Business Day of that appointment.		
3.10.3	During this <u>quartermonth</u> , the Market Participant notified NZX in writing of any changes to its Management arrangements/structure within 5 Business Days of that change being made.		
3.11.2	During this <u>quartermonth</u> , the Market Participant notified NZX in writing of the resignation, appointment or change of the Market Participant's Compliance Manager within 1 Business Day of that change being made.		
3.12.2	During this <u>quartermonth</u> , the Market Participant notified NZX in writing of any changes to any of the entities to which Rule 3.12(a) and (b) applies, within 5 Business Days of the changes being made.		
3.21	During this <u>quartermonth</u> , the Market Participant notified NZX of any intention to: <ul style="list-style-type: none"> (a) Open a further Broking Office in addition to its Principal Broking Office and/or its current Broking Offices within 15 Business Days of such intention to do so; (b) Join in partnership or to become formally associated with another Market Participant within 15 Business Days of such intention to do so. 		
3.26.2	The Market Participant continues to have the following insurances: <ul style="list-style-type: none"> (a) Professional indemnity insurance; and (b) Directors' and officers' liability insurance (when applicable to the legal structure of the Market Participant). 		



3.26.3(f)	During this <u>quartermonth</u> , the Market Participant notified NZX in writing of any material change to the amount of the Market Participant's insurance.		
3.26.4	During this <u>quartermonth</u> , the Market Participant notified NZX of any material claim on any insurance policy that is relevant to the Broking Business of that Market Participant.		
3.28.2	During this <u>quartermonth</u> , the Market Participant updated NZX in writing of any change to its emergency contact details within 1 Business Day of the change being made.		
3.29(a)	During this <u>quartermonth</u> , the Market Participant notified NZX of any change to its accounting software vendor (if applicable) within 10 or 20 Business Days' (as determined by the impact on the Trading System, the Clearing House System, or the Depository System) of the change being made.		
3.29(b)	During this <u>quartermonth</u> , the Market Participant notified NZX of any change to the Market Participant's name within 10 Business Days of the change being made.		
3.29(c)	During this <u>quartermonth</u> , the Market Participant notified NZX of any change to the location of the Market Participant's Broking Offices within 10 Business Days of the change being made.		
Section 4	Trading Participants (all Trading Participants)		
4.6(c)	During this <u>quartermonth</u> , the Trading Participant notified NZX in writing of any changes to the Trading Participant's Dealer(s) within 5 Business Days of the change being made.		
Section 5	Client Advising Participants (all Client Advising Participants)		
5.2	During this <u>quartermonth</u> , the Client Advising Participant ensured that all persons who provided advice to clients on transactions relating to NZX Listed Products (except those quoted on the NZX Derivatives Market for which a separate designation is required) were designated NZX Advisers.		
5.7.1	During this <u>quartermonth</u> , the Client Advising Participant immediately notified NZX whenever an Adviser had: (a) Commenced employment or contractual relations with; or (b) Ceased to be employed by or contracted to, that Client Advising Participant.		
Section 6	Clearing Arrangements		



6.3.1	During this <u>quartermonth</u> , the Trading Participant (not being a Clearing Participant) was party to and maintained a separate written agreement with each of its Clearing Participant(s) and had given NZX a copy of each of its C&S Agreements.		
6.3.2	During this <u>quartermonth</u> , the Trading Participant notified NZX of any amendments to any of its C&S Agreements at least 10 Business Days before the amendments became effective.		
Section 8	General Obligations (all Market Participants)		
8.7.3	During this <u>quartermonth</u> , the Market Participant notified NZX of any change in the: (a) Legal or Beneficial Ownership of any shares in the Market Participant that is a company; or (b) Partners of a Market Participant that is a partnership, within 5 days of the change being made.		
8.12.3	During this <u>quartermonth</u> , there was no emergency which resulted in the Market Participant being unable to comply with its obligations under the NZX Participant Rules.		
Section 10	Trading – General Obligations when Trading on the Markets Provided by NZX		
10.5.11	During this <u>quartermonth</u> , the Trading Participant took reasonable steps to ensure that: (a) It did not operate an account for a Prescribed Person of another Trading Participant or NZX Advising Firm; and (b) It's Prescribed Persons did not have accounts with any other Trading Participant or NZX Advising Firm. Except as provided under Rule 10.5.11.		
Section 15	Trading on behalf of a Client (all Client Advising Participants)		
15.16.1	During this <u>quartermonth</u> , all contract notes were made available to Clients as per Rule 15.16 and within the required timeframe.		
Section 18	Client Assets (all Market Participants Accepting Client Assets)		



18.4.1	The Market Participant has at all times during this quartermonth ensured that the Total Client Assets held (including any Buffer) equalled or exceeded the total Outstanding Obligations.		
18.4.2	The Market Participant has at the end of each Business Day during this quartermonth ensured that the Total Client Assets held (excluding any Buffer) equalled the total Outstanding Obligations.		
18.6.1 (a)	In respect of all Client Funds Accounts (not being Depository Accounts), the Market Participant holds a written acknowledgement from the Bank in relation to the trust status of the account and confirming that the words “Client Funds Account” appear in the Client Funds Account name.		
18.6.1(b)	During this quartermonth , the Market Participant did not deposit Client Funds into an account which was not a designated Client Funds Account.		
18.6.1(c)	During this quartermonth , the Market Participant notified NZX immediately of any changes to any of its Client Funds Accounts.		
18.6.1 (e)	During this quartermonth , each Client Funds Account held by the Market Participant was not overdrawn at any time in either the general ledger bank book or the physical Bank account.		
18.6.1 (g)	During this quartermonth , the Market Participant reconciled the records for each Client Funds Account held by the Market Participant with the records of CDO or the Bank holding the Client Funds Account in all currencies on a daily basis.		
18.6.1 (i)	During this quartermonth , the Market Participant immediately notified NZX if, for any reason, the Market Participant was unable to perform a daily reconciliation.		
18.6.2	During this quartermonth , the Market Participant immediately notified NZX if: (a) its bank ledger balance, Depository Account balance, or physical Bank account balance, in relation to any Client Funds Account became overdrawn for any reason; (b) any reconciliation performed under Rule 18.6.1(h) reveals any non-compliance with Rule 18.4.2; (c) there has been a breach of Rule 18.6.1(b); or (d) there has been a breach of Rule 18.4.1		<i>Please list all overdraw instances.</i>



18.7.1	During this <u>quartermonth</u> , all payments of funds to the Market Participant for Securities bought on behalf of all clients were made directly into the Market Participant's designated Client Funds Account.		<i>Please provide details if this was not performed.</i>
Section 21	NZX Powers (all Market Participants)		
21.7.1	During this <u>quartermonth</u> , the Market Participant promptly notified NZX in writing, where it became aware that it or another Market Participant breached or was likely to breach any of its obligations under the Rules and that breach or likely breach was significant.		

CONFIRMATION

The Market Participant's Managing Principal confirms that the responses provided in Part A of the Internal Control Checklist are true and correct.

Managing Principal/Responsible Executive Signature _____ Date _____



Part B

The Market Participant confirms that:

Rule	Internal Control Questions	Y, N, N/A	Comment
Sections 19 and 20	Capital Adequacy and Monthly Reporting (all Market Participants Requiring Capital)		
19.1.3	Where an exemption is held from the NZX capital adequacy requirements, the Market Participant: (a) provided NZX with copies of any reports from the Alternative Regulator relating to the compliance or non-compliance with the requirements of the Alternative Regulator's prudential supervision regime; and (a) notified NZX as soon as reasonable practicable after becoming aware that the Market Participant ceased to be subject to the regulation of an Alternative Regulator.		
19	During this month, the Market Participant Requiring Capital has met the requirements of Rule 19 at all times (including at all times during each day).		
19.3.4	The Market Participant notified NZX immediately (and as soon as reasonably practicable after becoming aware) that its Net Tangible Current Assets were less than 120% of its Prescribed Minimum Capital Adequacy.		
19	The figures in the trial balance were in agreement with the general ledger.		
19	The Capital Adequacy Calculations for each Business Day of the previous month were calculated according to the requirements of the Rules.		



CONFIRMATION

~~The Market Participant's Managing Principal and Chief Financial Officer (or equivalent) confirm that the responses provided in Part B of the Internal Control Checklist are true and correct.~~

~~Managing Principal/Responsible Executive Signature _____ Date _____~~

~~Chief Financial Officer Signature _____ Date _____~~

Derivatives Rules

13.2 Reporting requirements

13.2.1 **Annual reporting:** Each Participant (other than an NZX Derivatives Adviser who is Employed by an Advising Participant) shall provide to NZX when they are complete and in any event no later than 90 days ~~after~~ the end of ~~each~~ its financial year (other than the requirement in 13.2.1(d)):

- (a) copies of its financial statements prepared in accordance with the requirements of Rule 13.4 and as specified by the Procedures;
- (b) such certificates signed by the Responsible Executive, as the case may be, of the Participant relating to the conduct of the Participant's business during the accounting period for which the financial statements provided under Rule 13.2.1(a) relate, as NZX may require;
- (c) a copy of the audit report in respect of the financial statements referred to in Rule 13.2.1(a) which is given by a Person required, and having the content specified, by Rule 13.6 (unless that Participant does not accept Client Funds, in which case this requirement shall not apply);
- (d) for the purposes of the Client Funds Regulations, if the obligation contained in the Client Fund Regulations to obtain an audit report on Client records applies to the Participant, copies of the audit report on its Client records required under the Client Funds Regulations (or in respect of an Overseas Participant, the audit report on its Client records required by its home jurisdiction's client funds requirements) immediately following finalisation of those audited client records; and
- (e) any other information as specified by the Procedures or as requested by NZX from time to time.

13.2.2 **Monthly Reporting requirements:** Within 10 Business Days ~~after~~ the end of each ~~calendar month~~ reporting period:

- (a) each Participant Requiring Capital must deliver to NZX in the manner and in the form prescribed by the Procedures, the information specified by the Procedures;
 - (b) each Participant who is required for the purposes of the Client Funds Regulations to report on its Participant's obligations under Derivatives Contracts with respect to Client Funds held as at the last day of the preceding month, must supply a copy of such report to NZX.
-

Derivatives Procedures

13.2. **Monthly**~~Periodic~~ reporting

13.2.1. The information which must be provided to NZX by a Participant Requiring Capital for the purposes of Rule 13.2.2 for the reporting period that ends on the last day of the month is:

- (a) a copy of a trial balance as at the last day of the ~~preceding~~ month. Such trial balance must provide details as to the name or nature of each balance, must be provided in each separate currency and consolidated to NZ\$ equivalents determined using the prevailing spot rate of exchange for the relevant currency to \$NZ, in or about the close of business on the date of such trial balance (and such spot rate of exchange must be specified to NZX) or such other rate of exchange as agreed with NZX from time to time;
- (b) financial statements of the Participant Requiring Capital for the ~~previous~~ month (which may be those prepared for internal management purposes);
- (c) a copy of the Participant Requiring Capital's Capital Adequacy Calculations for the last Business Day of the ~~ate previous~~ calendar month in the form and including the information and supporting documents specified by NZX from time to time for that purpose; and
- (d) a summary of the Participant Requiring Capital's Capital Adequacy Calculations for each Business Day of the ~~ate previous~~ calendar month stating the amounts calculated and required by Rule 4.28.1; and
- (e) an internal control checklist and certificate for the month in the form required by Appendix Five - Part B to the Procedures signed by the Participant Requiring Capital's Responsible Executive and the Participant Requiring Capital's chief financial officer.

Where a Participant Requiring Capital has an exemption under Rule 16.1.2 and has complied with Rule 16.1.3(b), that Market Participant Requiring Capital is not required to provide the information in (a) to (d), but must still provide the information set out in (e).



13.2.2 ~~(e) a quarterly~~ monthly The information which must be provided to NZX by a Participant Requiring Capital for the purposes of Rule 13.2.2 for the reporting period that ends on the last day of the calendar quarter is an internal control checklist and certificate for the quarter in the form required by Appendix Five - Part A to the Procedures signed by the Participant Requiring Capital's Responsible Executive ~~and the Participant Requiring Capital's chief financial officer.~~



Appendix Five - Part A Monthly Internal Control Checklist

Completing this checklist

If you need assistance with your checklist, please contact NZX Regulation Limited (**NZ RegCo**) Participant Compliance on participant@nzregco.com or +64 4 498 2279.

All information provided to NZX in relation to this checklist will be kept confidential, except to the extent that disclosure of any or all of the information provided is necessary for the exercise of NZX's regulatory functions, or as required by law.

Completed checklists (together with any supporting information) should be emailed to participant@nzregco.com or uploaded to the NZX Participant reporting platform within 10 Business days ~~after~~of the ~~end~~last day of each calendar ~~month~~quarter.

Part A of this checklist is required to be completed by all ~~Advising Participants as defined in the NZX Derivatives Market Rules~~ Participants Requiring Capital in accordance with NZX Derivatives Market Rule 13.2 and NZX Derivatives Procedure 13.2.2.

~~and Part B is required to be completed by all Participants Requiring Capital under NZX Derivatives Market Rule 13.2.2 and Procedure 13.2.1.~~

Please respond Yes, No or Not Applicable and include details where relevant. For questions relating to notifications to NZX, please respond "N/A" if notifications were unnecessary.

Name of Participant: _____

Month ended: _____

Part A



The Participant confirms that:

Rule	Internal Control Questions	Y, N, N/A	Comment
Section 3	Application, Designation and Accreditation, Responsible Executives and Compliance Managers (all Participants)		
3.7	During this <u>quartermonth</u> , the Participant notified NZX in writing of: <ul style="list-style-type: none"> the appointment of any Director within 5 Business Days of that appointment and provided NZX with an executed undertaking for the Director or Partner. the resignation of any Director within 5 Business Days of that resignation. 		
3.8.1	During this <u>quartermonth</u> , the Participant notified NZX in writing of any changes to its Management arrangements/structure within 5 Business Days of that change being made.		
3.11	During this <u>quartermonth</u> , the Participant notified NZX in writing of the resignation, appointment or change of the Participant's Compliance Manager within 1 Business Day of that change being made.		
3.22.2	During this <u>quartermonth</u> , the Participant notified NZX in writing, details of all entities to which Rule 3.22.1(a) or 3.22.1(b) applies and of any changes to any of those entities within five 5 Business Days of the Rule beginning or ceasing to apply to that entity.		
Section 4	Business Conduct of Participants (all Participants)		
4.5.1	During this <u>quartermonth</u> , the Participant notified NZX of the following promptly after becoming aware of the same: <ol style="list-style-type: none"> the Insolvency of the Participant or of any of its Directors, or other Person holding an analogous position in that Participant; any change in Control of the Participant, such Notice to give full details of the change of Control; any breach of the Rules by the Participant and the occurrence of any event referred to in Rule 14.15 of the Rules; where the Participant or any of its Directors is charged or convicted of an indictable offence; 		

	<ul style="list-style-type: none"> (e) where any emergency arises (including the failure of that Participant's accounting system or ability to connect to the Trading System), which results in that Participant being unable to comply with the requirements as set out in these Rules applicable to that Participant. As part of that notification, that Participant must advise NZX of the specific steps that Participant is undertaking to deal with, and if possible remedy, that emergency; (f) where that Participant, due to circumstances outside its control, is unable to comply or it is impractical for that Participant to comply with any requirement of these Rules. As part of that notification, that Participant must advise NZX of the specific steps that Participant is undertaking to deal with, and if possible remedy, that situation; (g) the details of any litigation, arbitration or administrative proceedings, claims or action (including disciplinary or enforcement actions) taken, threatened or pending against the Participant or any Director, or partner, as the case may be, Employees, agent or Person acting on the Participant's behalf by any Regulatory Authority, Alternative Regulator, exchange, market operator, clearing and settlement facility or any other Person which, if adversely determined, would reasonable be likely to have a Material Adverse Effect; (h) where that Participant is an Overseas Participant, that its Alternative Regulator: <ul style="list-style-type: none"> i. has commenced or notified that Overseas Participant that is intends to commence any disciplinary proceeding; ii. has requested further information from the Overseas Participant; iii. has commenced a disciplinary proceeding against that Overseas Participant or notified that Overseas Participant that it intends to do so; (i) where that Participant is and Overseas Participant, of any event of which its Alternative Regulator requires immediate notification; (j) any material change in information concerning the Participant or the Participant's business from that previously provided to NZX. 		
4.5.2	<p>During this <u>quartermonth</u>, the Participant notified NZX in writing of any changes to the Trading Participant's Dealer(s) within 5 Business Days:</p> <ul style="list-style-type: none"> (a) the proposed appointment or resignation of its auditor; (b) any proposed Major Transaction, (or analogous transaction under the law of another jurisdiction) or material change in the nature or scope of its business or any proposed cessation of its business as a Participant; 		



	<p>(c) the change of its name or the name in which it carries on business, or any change in the address at which the Participant carries on business or stores or maintains records or other information required to be stored or maintained by these Rules;</p> <p>(d) the change to the contact details for the Participant, the Responsible Executive or any Director, Employees, agent or other Person acting on behalf of the Participant, which the Participant has previously provided to NZX;</p> <p>(e) any proposed issue, re-purchase or redemption of securities issued by the Participant (including the purchase of all or any of the shares of a share holder following receipt by the Participant of a notice by that shareholder pursuant to section 111(1) of the Companies Act 1993), any proposed amalgamation or reconstruction of the Participant, any proposed provision of financial assistance for the acquisition of securities issued by the Participant or its Holding Company, or any release of its security holders from liability to the Participant, including the obligation to pay uncalled consideration on securities; or</p> <p>(f) any proposed change in its legal or corporate structure, change to its constitution or place, jurisdiction or nature of incorporation, domicile or residence.</p>		
4.6	At any time in this quartermonth that the Participant has filed an annual return, financial statements, or a notice of a change in its share capital, its Directors or its Constitution with the Registrar of Companies, or in the respect of an Overseas Participant, such Alternative Regulator or person holding an analogous office to the Registrar of Companies in its home jurisdiction, the Participant also sent a copy of such return or notice to NZX.		
4.16.2	<p>The Participant continues to have the following insurances:</p> <p>(a) Professional indemnity insurance; and</p> <p>(b) Directors' and officers' liability insurance (when applicable to the legal structure of the Market Participant).</p>		
4.16.3	During the quartermonth , the Participant has notified NZX of any material change made to the amount of insurance that the Participant has cover for.		
4.16.5	<p>During the quartermonth, the Participant has notified NZX of:</p> <p>(a) any material claim on any insurance policy that Participant has in relation to Directors' and officers or professional indemnity cover of any other policy that is relevant to its business as a Participant; and</p>		



	(b) any event or circumstance that has or would be likely to result in any cover (in whole or in part) under an insurance policy disclosed to NZX ceasing to be available.		
4.19.1	<p>During this <u>quartermonth</u>, the Participant took reasonable steps to ensure that:</p> <p>(c) It did not operate an account for a Prescribed Person of another Participant; and (d) Its Prescribed Persons did not have accounts with any other Participant.</p> <p>Except as provided under Rule 4.19.1.</p>		
Section 6	Business Conduct of Advising Participants (all Advising Participants)		
6.3.1(d)	<p>During the <u>quartermonth</u>, the Advising Participant has immediately notified NZX whenever an NZX Derivatives Advisor has:</p> <p>(a) commenced Employment with; or (b) ceased to be Employed by, that Advising Participant.</p>		
6.7	During the <u>quartermonth</u> , the Participant, has at all times ensured that all persons who provide advice to clients on transactions in relation to Derivatives Contracts are approved by NZX as an NZX Derivatives Advisor.		
Section 7	Clearing Arrangements (all Trading Participants)		
7.3.1	During this <u>quartermonth</u> , the Trading Participant (not being a Clearing Participant) was party to and maintained a separate written agreement with each of its Clearing Participant(s) and had given NZX a copy of each of its C&S Agreements.		
7.3.3	During this <u>quartermonth</u> , the Trading Participant notified NZX of any amendments to any of its C&S Agreements at least 10 Business Days before the amendments became effective.		
Section 8	Trading Participants - General Obligations (all Market Participants)		
8.3.2.& 8.3.3	During this <u>quartermonth</u> , the Participant has at all times ensured that all persons who use the trading functionality available in the Trading System are approved by NZX as a Dealer and/or DMA Authorised Person.		
8.3.5	During this <u>quartermonth</u> , the Trading Participant notified NZX in writing of any changes to the Trading Participant's Dealer(s) within 5 Business Days of the change being made.		



Section 9	Trading with a Client (all Client Advising Participants)		
9.9.1	During this <u>quartermonth</u> , all contract notes were made available to Clients as per Rule 9.9.1 and within the required timeframe.		
Section 11	Accepting and Holding Client Funds (all Trading and Advising Firms)		
11.3.1	The Participant has, at all times during this <u>quartermonth</u> , complied with its obligations (to the extent such obligations apply to that Participant) under (a) the Client Funds Regulations (as though all references in the Client Funds Regulations to “futures contracts” were to include Derivatives Contracts), and (b) any other law or regulation regulating acceptance, holding and disbursement of Client Funds (including for the avoidance of doubt those that apply to an Overseas Participant in its home jurisdiction).		
Section 12	Placing F&O Orders and Facilitating Trades off exchange		
12.2.1	We confirm that The Participant has maintained records of the time and date of: (a) receipt of each instruction to place a F&O Order on a F&O Exchange or facilitate a trade Off-Exchange received from a Client; (b) each F&O Order placed with a F&O Executing Participant of a F&O Exchange as a result of the Client’s instructions; (c) each facilitation of trading Derivatives Contracts Off-Exchange as a result of those instructions as part of the account records required by these Rules.		
Section 14	NZX Powers (all Market Participants)		
14.6	During this <u>quartermonth</u> , the Participant promptly notified NZX in writing, where it became aware that it or another Participant breached or was likely to breach any of its obligations under the Rules and that breach or likely breach was significant.		

CONFIRMATION



The Market Participant’s Responsible Executive confirms that the responses provided in Part A of the Internal Control Checklist are true and correct.

Responsible Executive Signature _____ **Date** _____

Appendix Five - Part B Internal Control Checklist

~~Part B~~

Completing this checklist

If you need assistance with your checklist, please contact NZX Regulation Limited (**NZ RegCo**) Participant Compliance on participant@nzregco.com or +64 4 498 2279.

All information provided to NZX in relation to this checklist will be kept confidential, except to the extent that disclosure of any or all of the information provided is necessary for the exercise of NZX’s regulatory functions, or as required by law.

Completed checklists (together with any supporting information) should be emailed to participant@nzregco.com or uploaded to the NZX Participant reporting platform within 10 Business days after the last day of each month.

Part B is required to be completed by all Participants Requiring Capital under NZX Derivatives Market Rule 13.2.2 and Procedure 13.2.1. Please respond Yes, No or Not Applicable and include details where relevant. For questions relating to notifications to NZX, please respond “N/A” if notifications were unnecessary.

The Participant confirms that:

Rule	Internal Control Questions	Y, N, N/A	Comment
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Section 16	Capital Adequacy and Monthly Reporting (all Participants Requiring Capital)		
16.1.3	Where an exemption is held from the NZX capital adequacy requirements, the Participant: provided NZX with copies of any reports from the Alternative Regulator relating to the compliance or non-compliance with the requirements of the Alternative Regulator's prudential supervision regime; and notified NZX as soon as reasonable practicable after becoming aware that the Market Participant ceased to be subject to the regulation of an Alternative Regulator.		
16	During this month, the Participant Requiring Capital has met the requirements of Rule 16 at all times (including at all times during each day).		
16.3.4	The Participant notified NZX immediately (and as soon as reasonably practicable after becoming aware) that its Net Tangible Current Assets were less than 120% of its Prescribed Minimum Capital Adequacy.		
16	The figures in the trial balance were in agreement with the general ledger.		
16	The Capital Adequacy Calculations for each Business Day of the previous month were calculated according to the requirements of the Rules.		

CONFIRMATION

The Participant's Responsible Executive and Chief Financial Officer (or equivalent) confirm that the responses provided in Part B of the Internal Control Checklist are true and correct.

Responsible Executive Signature

Date



Chief Financial Officer Signature

Date



Clearing & Settlement Procedures

2.33 Periodic Certifications

2.33.1 Each Responsible Person of a Clearing Participant must deliver to CHO on or ~~before the 10th within 10 Business Days of each calendar month~~ after the last day of a ~~calendar month~~, a ~~monthly~~ compliance report in the form set out in Appendix A of this Procedure signed by the Responsible Person and chief financial officer.

2.33.2 Each Responsible Person of a Clearing Participant must deliver to CHO within 10 Business Days after the last day of a calendar quarter, a compliance report in the form set out in Appendix B of this Procedure signed by the Responsible Person.

2.33.~~32~~ Each Responsible Person of a Clearing Participant must deliver to CHO ~~on or before the 10th day of~~ no later than 90 days after the end of each financial year, an annual compliance report in the form set out in Appendix CB of this Procedure signed by the Responsible Person.

2.33.~~43~~ Each Responsible Person of a Lending Clearing Participant must deliver to CHO:

(a) [Nothing presently required]

Appendix A – Monthly Compliance Certificate

Clearing Participant

Month Ended:

~~Part One~~

~~Part Two~~

1. To the best of my knowledge, except to the extent disclosed in writing to CHO, the Clearing Participant has met the requirements of Rule 9.1 at all times (including at all times during each day) during the period.
2. The figures in the trial balance have been taken from a trial balance summary and are in agreement with the general ledger.
3. The figures in the Capital Adequacy Calculations for the last Business Day of the previous month and the summary calculations for each Business Day of the month, are in agreement with the general ledger and have been calculated according to the requirements of the Rules.

Name:

Responsible

Person: Date:

Name:

Chief Financial Officer:



Date:

**If this statement cannot be made, the certificate should identify any Potential Credit Event that is continuing and the steps, if any, being taken to remedy it.*

Appendix B - Quarterly Compliance Certificate

Clearing Participant:

Quarter Ended:

Having made due and careful enquiry, to the best of my knowledge, I hereby certify and represent that, except to the extent disclosed in writing to CHO:

1. The representations and warranties set out in Rule 2.11.1 and Rule 2.11.2 are true and accurate in all material respects.
2. The Clearing Participant continues to satisfy the requirements of Rule 2.2.
3. The Clearing Participant has made all notifications to CHO required by Rule 2.9.
4. No Potential Credit Event is continuing as at the date of this

certificate.* Name:

Responsible Person:

Dated:

Appendix CB - Annual Compliance Certificate

Clearing

Participant: Year

Ended:

Having made due and careful enquiry, to the best of my knowledge, I hereby certify and represent that during the period:

1. The Clearing Participant has developed and implemented its compliance plan as required by Rule 2.7.2(a) and the compliance plan is operating effectively and is adequate having regard to the nature and extent of the Clearing Participant's clearing and settlement activities to ensure compliance with applicable Securities Legislation relevant to the business as a Clearing Participant and the Rules.
2. All matters of material non-compliance with the Securities Legislation relevant to the business as a Clearing Participant and the Rules that have been identified by the compliance plan have been notified to CHO.
3. The Clearing Participant has developed and implemented a training plan as required



by the Rules and the training plan is operating effectively and is adequate having regard to the nature and extent of the Clearing Participant's clearing activities.

4. The Clearing Participant has developed and maintains a business continuity plan as required by the Rules and the plan is operating effectively and is adequate having regard to the nature and extent of the Clearing Participant's clearing activities.
5. The Clearing Participant has met the requirements of Rule 9.1 at all times (including at all times during each day) during the period.
6. The Clearing Participant has maintained the records required by the Rules.
7. Except to the extent disclosed in writing to CHO, the representations and warranties set out in Rules 2.11.1 and 2.11.2 are true and accurate in all material respects.
8. The Clearing Participant continues to satisfy the requirements of Rule 2.2.
9. I have completed the following continuing education courses:

Course	Provider	Duration
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10. I have retained copies of the relevant documentation on which this representation is based and this is available for inspection by CHO.
11. The Clearing Participant has made all notifications to CHO required by Rule 2.9.
12. No Potential Credit Event is continuing as at the date of this certificate.*

Name: (Responsible Person)

Dated:

** If this statement cannot be made, the certificate should identify any Potential Credit Event that is continuing and the steps, if any, being taken to remedy it.*

Depository Operating Procedures

2.13 Periodic Certifications

- 2.13.1 Each Responsible Person must deliver to CDO within 10 Business Days after the last day or before the 10th day of each calendar quartermonth, a monthly compliance report in the form set out in Appendix A of this Procedure signed by the Responsible Person.
- 2.13.2 Each Responsible Person must deliver to CDO no later than 90 days after the end of or on or before the 10th day of each financial year, an annual compliance report in the form set out in Appendix B of this Procedure signed by the Responsible Person.



Appendix A QuarterlyMonthly Compliance Certificate

Depository Participant:

QuarterMonth Ended:

Having made due and careful enquiry, to the best of my knowledge, I hereby certify and represent that, except to the extent disclosed in the writing to CDO:

- 1 The representations and warranties of the Depository Participant contained in Rule 2.8.1 and/or repeated pursuant to Rule 2.8.2 during the previous calendar quartermonth were, at the time they were given, true and accurate in all material respects and all information which the Depository Participant has given to CDO during that time was complete, accurate and not misleading in any material respect.
- 3 During the previous calendar quartermonth the Depository Participant satisfied and continues to satisfy the requirements of Rule 2.2.
- 4 The Depository Participant has made all notifications to CDO required by Rule 2.7.
- 5 No Potential Default Event is continuing as at the date of this certificate. *

Signed:

Name:

Responsible Person:

Dated:

**If this statement cannot be made, the certificate should identify any Potential Default Event that is continuing and the steps, if any, being taken to remedy it.*

Appendix B Annual Compliance Certificate

Depository Participant:

Year Ended:

Having made due and careful enquiry, to the best of my knowledge, I hereby certify and represent that during [previous year]:

- 1 The Depository Participant has developed and implemented a compliance plan as required by Rule 2.5.1(b) and the compliance plan is operating effectively and is adequate having



regard to the nature and extent of the Depository Participant's activities as a Depository Participant to ensure compliance with applicable Securities Legislation and the Rules.

- 2 All matters of non-compliance with the Securities Legislation and Rules that have been identified by the compliance plan have been notified to CDO.
- 3 The Depository Participant has maintained the records required by the Rules.
- 4 Except to the extent disclosed in writing to CDO, the representations and warranties of the Depository Participant contained in Rule 2.8.1 and/or repeated pursuant to Rule 2.8.2 during the previous year were, at the time they were given, true and accurate and all information which the Depository Participant has given to CDO during that time was complete, accurate and not misleading.
- 5 The Depository Participant continues to satisfy the requirements of Rule 2.2.
- 6 I have completed the following continuing education courses:

Course	Provider	Duration
- 7 I have retained copies of the relevant documentation on which this representation is based and this is available for inspection by CDO.
- 8 The Depository Participant has made all notifications to CDO required by Rule 2.7.
- 9 No Potential Default Event is continuing as at the date of this certificate.*

Signed:

Name:

Responsible Person:

Dated:

**If this statement cannot be made, the certificate should identify any Potential Default Event that is continuing and the steps, if any, being taken to remedy it.*