



**Australian Market Licence (BGC Partners (Australia) Pty Limited)
Variation Notice 2022 (No. 1)**

Corporations Act 2001

I, Nathan Bourne, Senior Executive Leader, Australian Securities and Investments
Commission make this variation under subsection 796A(1) of the *Corporations Act 2001*
(the Act).

Dated 22nd December 2022

A handwritten signature in black ink, appearing to be 'Nathan Bourne', written over a horizontal line.

Signed

as a delegate of the Minister under section 1101J of the Act

1. Name

This is the *Australian Market Licence (BGC Partners (Australia) Pty Limited) Variation Notice 2022 (No. 1)*.

2. Commencement

This instrument commences on 1 January 2023.

3. Variation

The *Australian Market Licence (BGC Partners (Australia) Pty Limited) 2006* (as varied by *Australian Market Licence (BGC Partners (Australia) Pty Limited) Variation Notice 2010 (No 1)*) is varied as described in the Schedule.

Schedule Variation

[1] Section 1

At the end of section 1, add:

Note: This instrument should be read in conjunction with the Corporations (BGC Partners (Australia) Pty Limited) Exemption Notice 2022.

[2] Section 3

Repeal the following definitions:

- (a) definition of *Australian participant*;
- (b) definition of *BGC's senior supervisory staff*;
- (c) definition of *debenture*;
- (d) definition of *government in Australia*.

[3] Section 3

Insert:

Legal Entity Identifier means a legal entity identifier code in the format and structure specified in ISO 17442.

Licensee means BGC Partners (Australia) Pty Limited ACN 092 873 099.

[4] Section 3 (definition of *market*)

Repeal the definition and substitute:

Market means a financial market the Licensee is authorised to operate under this Licence.

[5] Section 3 (definition of *participant*)

Repeal the definition.

[6] Section 3

Insert:

reporting period means each period of 3 months, or part thereof, during which a Market is operated in Australia, ending on 31 March, 30 June, 30 September, or 31 December.

[7] Section 3 (note)

Repeal the note, substitute:

Note: the following terms are defined in the Act:

- (a) ASIC;*
- (b) clearing and settlement facility;*
- (c) deal;*
- (d) debenture;*
- (e) derivative;*
- (f) financial market;*
- (g) financial product;*
- (h) financial service;*
- (i) financial services licensee;*
- (j) participant;*
- (k) professional investor.*

[8] Section 4

Repeal the section, substitute:

4. Grant of licence

The Licensee is granted a licence to operate the financial markets specified in column 2 of the table, for the financial products specified in column 3 of the table.

Item	Financial market	Financial products
1	The BGCA Market	(a) debenture or bond issued or proposed to be issued by an Australian government (b) derivatives that are credit derivatives (c) derivatives that are interest rate derivatives (d) derivatives that are foreign exchange derivatives
2	The Fenics Market	derivatives that are equity derivatives

[9] Section 5

Repeal the section, substitute:

5. Participants

- (1) It is a condition of this Licence that the Licensee must ensure that each Australian participant:
 - (a) is a professional investor; and
 - (b) only deals on the Market on their own behalf or on behalf of a professional investor.

[10] Section 6

Repeal the section, substitute:

6. Trading on market - operator

It is a condition of this Licence that the Licensee must not make or accept offers to acquire or dispose of financial products on the Market.

[11] Section 7

Repeal the section, substitute:

7. Information about the operation of the Market

It is a condition of the Licence that the Licensee must at all times make available to participants information, including updated information, about the operations of the Market.

[12] Section 8

Repeal the section, substitute:

8. Clearing and settlement arrangements

- (1) It is a condition of this Licence that the Licensee must:
 - (a) clearly inform participants of the Market of their respective responsibilities in relation to the clearing and/or settlement of trades entered into on the Market; and
 - (b) have in place adequate arrangements to facilitate the efficient clearing and/or settlement of trades entered into on the Market, which must be arrangements of one or more of the following types:
 - (i) arrangements for the clearing and settlement of the trades with a clearing and settlement facility; or
 - (ii) arrangements to:

- (A) notify each party to a trade entered into on the Market of the identity of the other party to the trade; or
- (B) otherwise be satisfied that each party to a trade entered into on the Market knows the identity of the other party to the trade,

so that the parties to the trade can settle the trade in accordance with arrangements agreed between them.

[13] At the end of the Licence

Add:

9. Operating rules

It is a condition of this Licence that the Licensee must notify ASIC of the details of any proposed changes to its operating rules, within a reasonable period before implementing any such changes.

10. Quarterly notifications

- (1) It is a condition of this Licence that the Licensee must notify ASIC of the details of the following matters, within 30 days after the end of each reporting period:
 - (a) any kind of disciplinary action taken by the Licensee against a participant including the participant's name and the reason for and nature of the action taken;
 - (b) if the Licensee became aware of:
 - (i) a matter that the Licensee considers has adversely affected, is adversely affecting, or may adversely affect the ability of a participant, who is a financial services licensee, to meet the participant's obligations as a financial services licensee; or
 - (ii) a matter, concerning a participant who is a financial services licensee, that is of a kind prescribed under regulation 7.2.01 of the Corporations Regulations 2001;
 - (c) if the Licensee became aware that a person had come to have, or had ceased to have, more than 15% of the voting power in or in a holding company of the Licensee.
 - (d) if a person became or ceased to be a director, secretary or senior manager of the Licensee or of a holding company of the Licensee (including when a person changes from one of those positions to another).

11. Periodic trade reporting

- (1) It is a condition of this Licence that the Licensee must give to ASIC, in a machine-readable format, the following information within 30 days after the end of each reporting period, for each of the products specified in column 2 of the following table:

Category	Products known as
Credit derivatives	Index derivatives, Index Tranche derivatives, Single Name derivatives, Swaptions, Total Return Swap, Total Return Swap Index, Exotic derivatives
Equity derivatives	Swap, Portfolio Swap, Contract for Difference, Option, Forward, Other derivatives
Foreign exchange derivative	Swap, Forward, Vanilla Option, NDF, NDO, Continuous FX, Simple Exotic, Exotic, Complex Exotic
Interest rate and inflation derivatives	FRA, Interest Rate Swap, Cross Currency, Inflation Swap, Forward Debt, CapFloor, Swaption, Debt Option, Inflation CapFloor, Exotic
Interest rate financial products other than interest rate derivatives	Australian Commonwealth government debt instruments, Australian state or local government debt instruments, supranational and foreign government debt instruments

- (a) the total number of trades and the total value, in AUD-equivalent terms, of trades during the reporting period by all participants; and
- (b) the total number of trades and the total value, in AUD-equivalent terms, of trades during the reporting period by each Australian participant, identifying each Australian participant by their registered name and, if applicable, their branch name and, if available, their Legal Entity Identifier;
- (c) the total number of trades and the total value, in AUD-equivalent terms, of trades during the reporting period by each foreign participant but only in relation to the trades that the Licensee believes to be trades on behalf of one or more Australian clients, identifying each foreign participant by their registered name and, if applicable, their branch name and, if available, their Legal Entity Identifier; and
- (d) the total number of trades and the total value, in AUD-equivalent terms, of the trades that are included in the information in (b) and (c) above and which are trades between any two participants listed in (b) and (c) above.

12. Annual report

It is a condition of this Licence that the Licensee must include in its annual report to ASIC under section 792F of the Act, details of any new class of financial services provided by the Licensee that is incidental to the operation of the Market.

13. Record keeping

- (1) It is a condition of this Licence that the Licensee must have adequate arrangements in place for the recording of order information and trades entered into through the Market.
- (2) It is a condition of this Licence that the Licensee must keep for a period of at least 7 years the records of order information and trades entered into through the Market.

14. Market ceases to operate

- a. It is a condition of this Licence that, where the Licensee intends to cease operating the Market in this jurisdiction, the Licensee must:
 - i. establish, document and implement adequate arrangements for ensuring, as applicable, the orderly cessation of the Market;
 - ii. notify ASIC:
 - (i) that the Licensee intends to cease operating the Market in this jurisdiction, as soon as reasonably practicable;
 - (ii) of the arrangements referred to in paragraph (a), as soon as reasonably practicable before ceasing to operate the Market in this jurisdiction; and
 - (iii) of any changes to the arrangements referred to in paragraph (a) following the notification in subparagraph (ii), as soon as reasonably practicable after making those changes.



**Corporations (BGC Partners (Australia) Pty Limited) Exemption
Notice 2022**

Corporations Act 2001

I, Nathan Bourne, Senior Executive Leader, Australian Securities and Investments
Commission make this notice under subsection 791C(1) of the *Corporations Act 2001* (the
Act).

Dated 22nd December 2022

A handwritten signature in black ink, appearing to be 'N. Bourne', followed by a long horizontal line extending to the right.

Signed

as a delegate of the Minister under section 1101J of the Act

1. Name

This is the *Corporations (BGC Partners (Australia) Pty Limited) Exemption Notice 2022*.

Note: This instrument should be read in conjunction with the *Australian Market Licence (BGC Partners (Australia) Pty Limited) 2006*.

2. Authority

This instrument is made under subsection 791C(1) of the *Corporations Act 2001*.

3. Commencement

- (1) This instrument commences on the later of:
 - (a) the time that is immediately after the commencement of the *Australian Market Licence (BGC Partners (Australia) Pty Limited) Variation Notice 2022 (No. 1)*; and
 - (b) the date of execution.

4. Definitions

In this instrument unless the contrary intention appears, terms defined in the Act have the same meaning in this instrument and:

Act means the *Corporations Act 2001*.

Corporations Regulations means the *Corporations Regulations 2001*.

Licensee means BGC Partners (Australia) Pty Limited ACN 092 873 099.

Market means a financial market operated by the Licensee under the *Australian Market Licence (BGC Partners (Australia) Pty Limited) 2006*.

Note: the following terms are defined in the Act:

- (a) ASIC;
- (b) deal;
- (c) financial market;
- (d) financial service;
- (e) financial services licensee;
- (f) participant;
- (g) professional investor.

5. Exemption - Notifications to ASIC

- (1) The Licensee does not have to comply with any of the following provisions of the Act in relation to the Market:
 - (a) paragraph 792B(2)(a) – relating to notifying ASIC of a new class of financial service incidental to the operation of the Market;
 - (b) paragraph 792B(2)(b) – relating to notifying ASIC of disciplinary action taken against a participant;
 - (c) paragraph 792B(3)(a) – relating to notifying ASIC of a matter that has (or may) adversely affect the ability of a participant, who is a financial services licensee, to meet the participant's obligations as a financial services licensee;
 - (d) paragraph 792B(3)(b) – relating to notifying ASIC of a matter concerning a participant who is a financial services licensee, of a kind prescribed by the regulations made for the purposes of paragraph 792B(3)(b);

Note: See Corporations Regulation 7.2.01 for the matters prescribed for the purposes of paragraph 792B(3)(b).
 - (e) paragraph 792B(5)(a) – relating to notifying ASIC of a person becoming or ceasing to be a director, secretary or senior manager of the Licensee or of a holding company of the Licensee; and
 - (f) paragraph 792B(5)(b) – relating to notifying of voting power of more than 15% in the Licensee or in a holding company of the Licensee.

6. Exemption - Changing the operating rules

The Licensee does not have to comply with section 793D of the Act in relation to changes to the operating rules of the Market.

7. Exemption - Content of operating rules

- (1) The Licensee does not have to comply with any of the following in relation to the Market:
 - (a) Corporations Regulation 7.2.07(b)(ii) – relating to operating rules for the the monitoring of participants' compliance with the operating rules;
 - (b) Corporations Regulation 7.2.07(b)(v) – relating to operating rules for the expulsion or suspension of a participant for breaches of Chapter 7 of the Act or regulations made under that Chapter;
 - (c) Corporations Regulation 7.2.07(b)(vii) – relating to operating rules for the expulsion or suspension of, or enforcement action against, a participant for failing to meet obligations under commitments entered into on the Market;
 - (d) Corporations Regulation 7.2.07(f) – relating to operating rules dealing with the the terms of the contract formed between participants;

- (e) Corporations Regulation 7.2.07(h) – relating to operating rules to deal with mechanisms for settling market-related disputes between participants; and
 - (f) Corporations Regulation 7.2.07(i) – relating to operating rules to deal with assessment and investigation of market-related disputes between participants.
- (2) The Licensee is exempt from the requirement to have market operating rules that comply with paragraph 798DA(2) of the Act.

8. Exemption - Content of written procedures

The Licensee does not have to comply with Corporations Regulation 7.2.08 relating to written procedures for the Market for the matters specified under the regulation.