



**Australian Market Licence (State Street Global Markets International Limited) 2022**

*Corporations Act 2001*

---

I, Greg Yanco , Executive Director Australian Securities and Investments Commission grant this Licence under subsection 795B(1) of the *Corporations Act 2001* (the Act) and impose conditions on this Licence under subsection 796A(1) of the Act.

Dated ...24 February, 2022



Signed ..... ..

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

---

**1. Name**

This is the *Australian Market Licence (State Street Global Markets International Limited) 2022*.

*Note:* This instrument should be read in conjunction with the *Corporations (State Street Global Markets International Limited) Exemption Notice 2022*.

## 2. Commencement

This Licence commences when it is granted.

## 3. Definitions

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

*Act* means the *Corporations Act 2001*.

*ASIC* means the Australian Securities and Investments Commission.

*Australian client* means, in relation to a participant in the Market, a person in this jurisdiction on whose behalf the participant deals on the Market.

*Australian participant* means:

- (a) an Australian entity that is a participant in the Market;
- (b) a foreign branch or office of an Australian entity where:
  - (i) the foreign branch or office is a participant in the Market; or
  - (ii) the Australian entity is a participant in the Market;
- (c) an Australian branch or office of a foreign entity where:
  - (i) the Australian branch or office is a participant in the Market; or
  - (ii) the foreign entity is a participant in the Market.

*Foreign participant* means a participant in the Market who is not an Australian participant.

**Fund Documents** mean information, issued or made available by a Sell-side Participant relating to the terms of any subscription or redemption of a financial product traded on the Market.

*Licensee* means State Street Global Markets International Limited ARBN 120 116 065.

*Market* means the financial market, known as Fund Connect, the Licensee is authorised to operate under this Licence.

*Sell-side Participant* means a participant who makes financial products available for subscription or redemption on the Market.

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

## 4. Grant of Licence

- (1) The Licensee is granted a licence to operate a financial market in this jurisdiction, known as Fund Connect, through which participants may make or accept offers to acquire or dispose of any of the following financial products:

- (a) interests in a managed investment scheme; and
  - (b) securities in an unlisted foreign company,
- through an electronic communication platform which facilitates transactions between investors and fund managers for bilateral execution.

## **5. Participants**

- (1) It is a condition of this Licence that the Licensee must ensure that each:
  - (a) Australian participant:
    - (i) is a professional investor; and
    - (ii) only deals on the Market on their own behalf or on behalf of a professional investor;
  - (b) Foreign participant only deals on the Market:
    - (i) on their own behalf;
    - (ii) on behalf of a person who is not a retail client; or
    - (iii) on behalf of an Australian client who is a professional investor.

## **6. Operation of the Market**

- (1) The Licensee, in all material respects, must operate Fund Connect as described in paragraphs 4(1) and 5, or as subsequently approved by ASIC.
- (2) Without limiting (1) in this paragraph, the Licensee must ensure that before any professional investors in this jurisdiction are permitted to invest in financial products using the Market:
  - (a) Sell-side Participants have represented to the Licensee that an offer of its financial products to professional investors in this jurisdiction on the Market would not contravene the laws of this jurisdiction; and
  - (b) Sell-side Participants have made the relevant Fund Documents available to professional investors on the Market.
- (3) If the Licensee has reason to believe that a Sell-side Participant is not complying with paragraph 2(a) or 2(b), the Licensee must immediately cease to allow that Sell-side Participant to offer financial products to professional investors in this jurisdiction on the Market.

## **7. Information about the operation of the Market**

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

## **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.

## 9. 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) details of 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:
    - A. 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
    - B. 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*; or
    - C. a matter that causes the Licensee to reasonably suspect that a participant may have contravened the Act;
  - (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);
  - (e) details of any new class of financial services provided by the Licensee that is incidental to the operation of the Market;

- (f) in a machine-readable format, the total number of transactions effected globally through the Market during the reporting period;
- (g) in a machine-readable format, the total number of transactions and their total value in AUD-equivalent terms during the reporting period by each Australian participant, identifying each Australian participant by their registered name and, if applicable, their branch name;
- (h) in a machine-readable format, the total number of transactions and their total value in AUD-equivalent terms during the reporting period by each Foreign participant (but only in relation to transactions that the Licensee believes to be transactions on behalf of one or more Australian clients, identifying each Foreign participant by their registered name and, if applicable, their branch name);
- (i) in a machine-readable format, the total number of transactions and their total value in AUD-equivalent terms during the reporting period that are included in the information in (g) and (h) above which are transactions between any two participants referred to in (g) and (h); and
- (j) details of any material changes made to the operating rules during the reporting period. Where the operating rules comprise pro forma documentation that is subject to change through individual negotiation with participants, such individually negotiated changes, changes to meet the requirements of applicable local laws or changes to adapt the operating rules to the status of the particular participant (for example, relevant representations and warranties) are not required to be notified to ASIC under this condition.

## **10. 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.

## **11. Other notifications**

- (1) The Licensee must, as soon as practicable, notify ASIC in writing of the details of:
  - (a) after the Licensee becomes aware, any failure to comply with any of the conditions in this instrument;
  - (b) any change to the Licensee's regulatory status or permissions in the United Kingdom; and

- (c) any enforcement or disciplinary action taken against the Licensee by the Financial Conduct Authority or any other overseas regulatory authority.

## **12. Market ceases to operate**

- (1) It is a condition of this Licence that, where the Licensee intends to cease operating the Market in this jurisdiction, the Licensee must:
  - (a) establish, document and implement adequate arrangements for ensuring, as applicable, the orderly cessation of the Market; and
  - (b) 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), at least 4 weeks 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 (State Street Global Markets International Limited)  
Exemption Notice 2022**

*Corporations Act 2001*

---

I, Greg Yanco, Executive Director, Australian Securities and Investments Commission make this notice under subsection 791C(1) of the *Corporations Act 2001* (the Act).

Dated .....24 February, 2022.....

A handwritten signature in black ink, appearing to read 'Greg Yanco', is written over the signature line.

Signed ..... ..

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

---

## 1. Name

This is the *Corporations (State Street Global Markets International Limited) Exemption Notice 2022*.

*Note:* This instrument should be read in conjunction with the *Australian Market Licence (State Street Global Markets International Limited) 2022*.

## 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 (State Street Global Markets International Limited) 2022*; 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*.

*ASIC* means the Australian Securities and Investments Commission.

*Corporations Regulations* means the *Corporations Regulations 2001*.

*Licensee* means State Street Global Markets International Limited ARBN 120 116 065.

*Market* means the financial market, known as Fund Connect, operated by the Licensee under the *Australian Market Licence (State Street Global Markets International Limited) 2022*.

## 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 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(d) – relating to operating rules dealing with disorderly trading conditions, including disruptions to trading;
  - (e) Corporations Regulation 7.2.07(f) – relating to operating rules dealing with the terms of the contract formed between participants;

- (f) Corporations Regulation 7.2.07(g) – relating to operating rules for the listing of entities, including admitting and removing an entity to the official list and the activities or conduct of an entity on the official list, including a description of the arrangements for the disciplining of an entity for a breach of the operating rules;
  - (g) Corporations Regulation 7.2.07(h) – relating to operating rules to deal with mechanisms for settling market-related disputes between participants; and
  - (h) 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.