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Central Securities Depository Regulation (CSDR) – regulation: Where are we standing?

Impact on (I)CSD client base and lessons to be learned for AECSD CSDs

XIV International Conference of the Association of Eurasian Central Securities Depositories

7 September 2017 Minsk

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Will CSDR become a game changer in the European post-trading environment?







Agenda

- 1. CSDR Overview
- 2. CSDR Timeline
- 3. CSDR requirements with EU CSDs and customer impacts

The following information is based on Clearstream's own interpretations, and is provided to support Clearstream's customers with their specific understanding of the CSD Regulation. This information does not constitute – nor is it intended to act as – any form of fomal legal advice

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1. CSDR Overview

- > EU Regulation on settlement and central securities depositories
- Regulation: **EU 909/2014**, Entry into force: **17 September 2014**
- Applies to European Central Securities depositories (CSDs) and any entities being participants in those CSDs.
- ➤ Objective: to increase the safety and efficiency of securities settlement and the settlement infrastructures in the EU, to harmonise the different CSDs rules in Europe and to establish an enhanced level playing field among these CSDs



Enhanced operational efficiency and asset protection

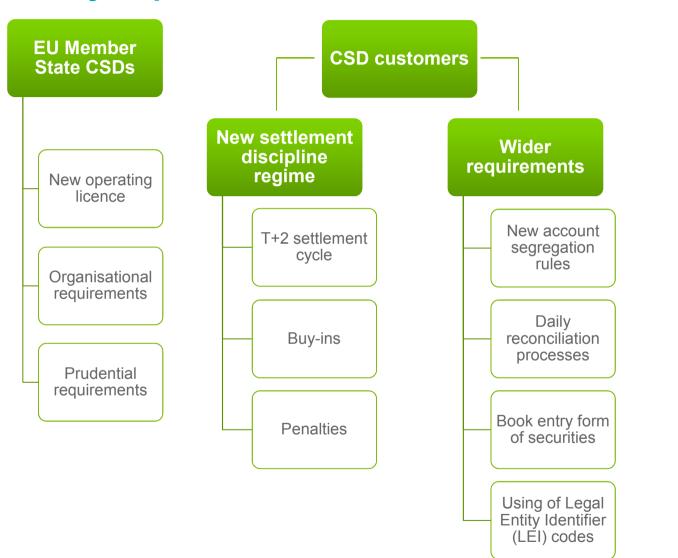
More secure and competitive EU capital markets

2. CSDR Timeline

Mark Regu	Mar Apr pean Securities set Authority (Estatory Technical dards (RTS)	s and SMA)	EU Commissi Regulatory Standards (Ma	Technical	May Regulatory Tech	Aug	Jan	dis	Ja Entry into for cipline rules (ce of settle	
Mark Regu	et Authority (Es	SMA)	Regulatory	Technical	Regulatory Tech	nical Standards	(RTS) and	dis	cipline rules (
	1			D. allianta	(CSDs have to ap	ards (ITS) enter oply for CSDR a	into force e	nd March 201	17;		
				Deadline to a for the CS ssumed publicat ement discipline		risation 🔷 er 2017]					
			National Compe	etent Authorities one month follo	declare "complet owing the deadline SDs (mid-Novem	to apply					
		Ар	plication preparation /	Filing for autho	risation	asses	lators ssing cation	CSDs are (mid-May	authorised 2018)		

Regulatory milestones CSDR application Note: Timeline for settlement discipline rules is subject to change by Competent Authorities.

3. Key impacts





3.1. New operating licence – introducing a European passport for CSDs

CSDs are to apply for a universal CSD license to operate

- The license sets out performance and operational criteria all CSDs must fulfil including enhanced governance, price transparency and more stringent prudential requirements
- CSD customer on-boarding and risk management protocols are also addressed to help enhance asset protection
- Clearstream CSDs are on target with reviewing their operations and internal procedures, and adjusting these, where required, to comply with CSDR.

What kind of licences Clearstream applies for?

CBL: CSD Licence, Banking Licence and an Interoperable Link Licence for the Bridge with Euroclear.

CBF: CSD Licence and Banking Licence

LuxCSD: CSD Licence

CSD applications due end September 2017

Clearstream's CSDs are on track with preparing their applications to apply for the relevant CSDR operating licences

CSDR requirements with customer impact Prudential Requirements

✓ Credit lines Collateral Debit interest at a Comprehensive ✓ Custody hierarchy & tiers risk management minimum framework threshold advances ✓ Bank New rules for covering ✓ Collateral ✓ Legal risk guarantees Operational valuation need to be ✓ Collateral risk ✓ Investment collateralised haircuts risk ✓ Overall Collateral business risk concentration limits **RISK** COLLATERAL **CREDIT LIQUIDITY MANAGEMENT**

New Settlement Discipline Regime Buy-ins and Penalties (1/3)

- CSDs will require customers to ensure settlement on the intended settlement date. Settlement efficiency will be monitored and reported to regulators: individual CSD customers' performance will be reviewed by CSDs, sanctions for non-compliance may apply.
- A new settlement discipline regime will introduce cash penalties and mandatory buy-ins when settlement fails.

Final ESMA technical standards for "Settlement Discipline" are still pending, entry into force is expected mid-2019 (tbd)



3.2. CSDR Settlement Discipline Regime Buy-ins and Penalties (2/3)

- Penalties: CSDs will calculate and report the amounts due on a daily basis; collection/ redistribution will take place at least monthly.
- ➤ **Buy-in:** trading parties, central counterparties (CCPs; for cleared business) will be required to initiate the buy-ins and report the outcome to the CSDs.
- ▶ Buy-in: trading parties, central counterparties (CCPs; for cleared business) will be required to perform cash compensation in case the buy-in fails and report details to the CSDs.

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3.2. CSDR Settlement Discipline Regime Buy-ins and Penalties (3/3)

- Settlement status: A settlement instruction is matched, but fails due to lack of securities for three business days after the intended settlement date.
- Let us suppose that the reference price (in this example being the closing price of the shares on the most relevant market in terms of liquidity) to be applied for penalty calculation is as follows:

Day 1: EUR 100

Day 2: EUR 115

Day 3: EUR 90

- The penalty would therefore be calculated as follows:
 - Penalty day 1: 1,000 shares x 0.01% x 100 EUR = 10 EUR
 - Penalty day 2: 1,000 shares x 0.01% x 115 EUR = 11.50 EUR
 - Penalty day 3: 1,000 shares x 0.01% x 90 EUR = 9 EUR
 - Total penalty amount = 30.50 EUR.
- The total penalty amount would have to be paid by the customer that is failing to deliver the securities, to the customer suffering from the failure to receive securities. Such payments will be facilitated by the CSD.

Example scenario of the cash penalty rates in practice

- CSD = ClearstreamBanking AG
- Securities =

 Internal delivery of
 1,000 liquid shares
 against payment of

 EUR 100,000.
- The applicable daily penalty rate would in this example be 1.0 basis point

3.3. Wider customer impacts

CSD customers to offer to their clients choice between

- ✓ Omnibus client segregation
- ✓ Individual client segregation

CSDs and CSD customers to disclose

- ✓ Levels of protection
- ✓ Costs associated

CSD customers to reconcile their records with the information received by the CSD on a daily basis

The end of paper securities (dematerialisation or immobilisation)

Securities

- ✓ transferable
- ✓ admitted to trading or traded on trading venues

Compliance to be achieved as of

- ✓ **2023** for new issues
- √ 2025 for everything else

LEI (Legal Entity Identifier) - unique 20 character code that identifies legal entity

CSDs to collect LEIs from

- ✓ CSD customers.
- √ issuers

CSDs to record and report LEIs to their NCAs

ACCOUNT SEGREGATION

RECONCILIATION

BOOK ENTRY FORM

LEI

CSDR – Game Changer in the European Post-Trade Landscape



CSDR benefits

- Systemically important securities infrastructures are subject to common EU rules
- CSDR addresses the costly fragmentation of securities settlement market infrastructure
- CSDR stimulates competition between CSDs

CSDR challenges

- Represents a big structural change in market practices
- Significant technical changes for CSDs to make the necessary adaptations
- Capacity for domestic CSDs to innovate in an environment of a change
- National protectionism

Integrated Infrastructure



Relevance to AECSD CSDs

- ✓ Are you client/participant of CSDR impacted (I)CSD?
- ✓ Do I need to review my set-up?
- ✓ Do I advise my clients?
- ✓ What elements can be applied in my market?
- Can I apply CSDR principles to cross-border securities settlements in my region?

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