



EURONEXT NOTICE 2-01 Amended in November 2019

Registration of Authorised Representatives and Responsible Persons

Department: Group Regulation
Effective Date: 25 November 2019¹

¹ Subject to final regulatory approval

This Notice cancels and replaces Euronext Notice 2-01 issued in September 2019.

This Notice 2-01, issued jointly by the Euronext Market Undertakings (EMU), specifies certain provisions in respect of:

- the procedure for registration of **Authorised Representatives (AR)** for Euronext Securities and/or Derivatives Markets pursuant to Rule 2401 (ix) of the Euronext Rule Book, Book 1; and
- the procedure for registration of **Responsible Persons (RP)** for Euronext Securities and/or Derivatives Markets pursuant to Book I of the Euronext Rule Book, Rule 2202.

Terms beginning with a capital letter used in this Notice have the same meaning as defined in Book I, Chapter 1 of the Euronext Rule Book.

A - RESPONSIBLE PERSON

I – General Principles

Article 1

Only individuals may be appointed as Responsible Persons (RP).

Article 2

The Relevant Euronext Market Undertaking will direct all queries in relation to business submitted under his/her responsibility to the Responsible Person.

In this respect, a Responsible Person shall have the following duties:

- ➔ Have the authority to adjust or withdraw any orders submitted under his/her responsibility on the Euronext Securities and the Euronext Derivatives Markets;
- ➔ Assure him/her-self of the competence and suitability of any person conducting business under his/her responsibility on the Euronext Securities and the Euronext Derivatives Markets, if applicable;
- ➔ Ensure, as far as possible, that all business conducted by the member, under his/her responsibility on the Euronext Securities and the Euronext Derivatives Markets, is conducted in accordance with the Rules and Trading Manual/Trading Procedures;
- ➔ Be able to ascertain and be willing to disclose to the Relevant Euronext Market Undertaking the immediate source of all orders; and
- ➔ Ensure that at least one of the Member's Responsible Persons is contactable during Euronext market hours.
- ➔ For the avoidance of doubt, these duties shall apply to all business conducted on a Euronext Markets, whether executed on the Central Order Book or Off-Order Book.

Article 3

The Responsible Person's application file for Euronext Securities and/or Derivatives Markets must include the following documents:

- ➔ copy of a legally valid proof of identity; and
- ➔ application form signed by the applicant and countersigned by the Authorised Representative(s) registered on behalf of the Member.

The Authorised Representative shall send the completed application file to the Relevant Euronext Market Undertaking.

II – Registration

Article 4

Members must appoint at least two Responsible Persons. Members may appoint only one Responsible Person if that can be considered sufficient for the scale and nature of business being conducted, and therefore include his/her mobile phone number to be contactable and is not registered also as an Authorised Representative.

Pursuant to Rule 2401 (ix) of the Euronext Rule Book, Book 1, Members must notify the Relevant Euronext Market Undertaking of any changes to the details of the Responsible Person(s) in writing in a timely manner. The letter must be signed by at least one of the Authorised Representatives.

Article 5

All Members must appoint an additional Responsible Person for each Affiliate to which it has granted direct access to the Euronext Markets, pursuant to Rule 3.4 of the Euronext Rule Book, Book 1. Direct market access for Affiliates requires a separate application by the Member to the Relevant Euronext Market Undertaking.

Article 6

Each Responsible Person's registration is recorded in the registers maintained by the Relevant Euronext Market Undertaking.

Such registration is communicated to the Member under whose authority or on whose behalf the person acts in writing.

Article 7 [Reserved]

B - AUTHORISED REPRESENTATIVE

I – General Principles

Article 8

Only individuals may be appointed as Authorised Representatives (AR).

The appointment of this key contact is carried out under the full responsibility of the relevant Member.

The Member is fully responsible for the acts and omissions of its Authorised Representatives.

Article 9

An Authorised Representative shall have the following duties:

- ➔ Be the main contact for Euronext's Member Compliance team;
- ➔ Authorised to sign all contracts on behalf of the Member in relation to its Euronext Membership;
- ➔ Disseminate, within the Member and, if necessary, at their affiliates, all relevant decisions and communications published by a Euronext Market Undertaking;
- ➔ Advise the Member on the application of the Euronext Rules;
- ➔ Register the Responsible Persons and contact the Euronext Market Undertaking as soon as a change has to be made to the details held on file;
- ➔ Responsible to inform Euronext about all changes that may occur with respect to the Member as listed under Rule 2.4 "Members' Continuing Obligations". Article 10

Article 10

The Authorised Representative's application file for Euronext Securities and Derivatives markets must include the following documents:

- ➔ A copy of legally valid proof of identity; and
- ➔ The application form signed by the applicant and counter-signed by two Authorised Signatories identified by Virtue of Law, or 2 already established Authorised Representatives.

II – Registration

Article 11

Members must normally appoint at least two but no more than five Authorised Representative(s) and these individuals must be different from the Responsible Persons. However, with the prior approval of Euronext, Members may appoint the same person as AR and RP if that can be considered sufficient for the scale of the company.

Article 12

Each Authorised Representative is recorded in the registers maintained by the Relevant Euronext Market Undertaking.

Such registration is communicated to the Member under whose authority or on whose behalf that person acts, by mail.

Pursuant to Rule 2401 (ix) of the Euronext Rule Book, Book 1, Members must notify the Relevant Euronext Market Undertaking in writing of any changes to the details of the Authorised Representative(s) in a timely manner. The letter must be signed by at least one of the Authorised Representatives or a person that is authorised to represent the company by virtue of law, articles of association, rules or otherwise.

C - KEY CONTACTS: RESIGNATION or TERMINATION

Article 13

If the Responsible Person or the Authorised Representative no longer exercises his/her duties in a temporary, uncertain or definitive capacity, the Member who requested the registration must immediately notify the Relevant Euronext Market Undertaking.

The Responsible Person who is on leave or is absent, due to illness or accident, for less than one year retains the registration throughout the period of absence.

If there is only one Responsible Person or Authorised Representative, another key contact has to be identified.

In case of termination, the Member must make sure it remains in compliance with the requirements mentioned in Articles 4 and 11 of this Notice.

Article 14

The Member notifies to the Relevant Euronext Market Undertaking, when an individual ceased to perform the duties on its behalf or under its authority. Such notification revokes the validity of the registration.

Article 15

The Relevant Euronext Market Undertaking can revoke the registration of a Responsible Person (RP) or an Authorised Representative (AR) in the following circumstances:

- ➔ written request of the Member;
- ➔ upon request of the relevant competent authority(ies) under the National Regulations;

- ➔ when they no longer comply with the conditions required for their prescribed duties;
- ➔ when they are no longer considered “fit and proper”; or
- ➔ when the individual is Responsible Person (RP) or Authorised Representative (AR) for another Member, unless this is expressly agreed otherwise with the Relevant Euronext Market Undertaking.

In those cases, the Member must make sure it remains in compliance with the requirements specified in articles 4 and 11 of this Notice.

Article 16

As a consequence of the resignation/termination of the Euronext Membership, the corresponding registrations granted to individual persons registered to the Member will be automatically revoked by the Relevant Euronext Markets Undertaking.

Article 17

The Relevant Euronext Market Undertaking will notify the Member by e-mail of the resignation/termination of the registration. Upon receiving such notification, the registered RP or AR may not perform the corresponding duties for the Member.

The resignation/termination is recorded in the registers maintained by the Relevant Euronext Market Undertaking.

D - AUDITS

Article 18

In the framework of on-site audits, the Relevant Euronext Market Undertaking or its duly appointed agents may verify, inter alia, that the persons performing the duties described in Articles 2 and 9 of this Notice are duly recorded.

Article 19

A Member cannot disavow the actions of its agents or employees on the grounds that such a person was not registered to perform them.

E – DATA PROTECTION

Article 20

The Euronext Group is strongly committed to protecting the personal data and upholding the right to privacy as provided by Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of Personal Data and on the free movement of such data (“GDPR”) and any national implementing laws and regulations of the GDPR. The Privacy Statement available at: <https://www.euronext.com/en/privacy-policy> outlines how and why we collect and process personal data and provides an overview of the rights in relation to personal data.