

APPENDIX A THE ACCESSION PROCEDURE CSS

ARTICLE 1. PURPOSE OF THE ACCESSION PROCEDURE CSS

The purpose of the Accession Procedure CSS is to establish a uniform procedure for all Applicants which has the purpose to enable the Applicant (i) to provide clearness to the Clearing House about its identity and its activities, professional qualifications, financial position and (ii) to convince the Clearing House of its good intentions, reliability and expertise, which are relevant to the honour and good name of the Clearing House, the Climex Settlement System and all its Participants and necessary to avoid default risk, fraud, money-laundering and unreliability of Participants.

In general, the Clearing House must be satisfied that:

- the Applicant is in an actual good financial situation and has sound financial prospects;
- all those determining or sharing in the determination of the day-to-day policy of an Applicant have sufficient expertise to conclude Transactions on the Climex Trading Platform and access the Climex Settlement System;
- intended or past activities of any person or persons determining or co-determining the policy of the Applicant, or other facts or circumstances relating to these persons, will not represent a serious risk to the interests and/or reputation of the Clearing House, the Climex Trading Platform or other Participants.

ARTICLE 2. REQUIREMENTS FOR ACCESSION

2.1 **General Criteria:** the Applicant shall meet all of the following general criteria:

- Applicant shall not have a PO Box address or registered address at a trust: the Applicant shall inform the Clearing House of its office, location, branch where its "centre of main interest" is located. The "centre of main interest" should correspond to the place where the Applicant conducts the administration of his interest on a regular basis, where at least half of the Applicant's management board is resident, where all key management decisions are made, where the Applicants main bank account and its books and records are kept and where the Applicant must fulfil its tax filing obligations;
- Shareholder(s) or director(s) of the Applicant cannot solely be a trust company or an equivalent thereof;
- Applicant needs to provide written evidence of identity of the ultimate natural persons in charge of directing the company, to this effect legalized passport copies shall be provided to the Clearing House;
- Applicant needs to provide written evidence of identity of its ultimate beneficial owner, to this effect legalized passport copies shall be provided to the Clearing House;
- An original certified extract of the local Chamber of Commerce or the equivalent thereof shall be provided to the Clearing House;
- A copy of the articles of association of the Applicant shall be provided;
- During the Accession Procedure and any time thereafter the Clearing House can have direct contact with a director of the Applicant during Working Days;
- Applicant can be reached on a landline in the name of Applicant during the Accession Procedure and any time thereafter;

2.2 Additionally, Applicant shall fit into one of the following categories:

Category	Requirements
Category 1	<ol style="list-style-type: none"> 1. Applicant's corporate seat and "centre of main interest" shall be in a memberstate of the European Union, Norway or Switzerland 2. Applicant is a B.V. or N.V. under Dutch law or a similar legal entity with limited liability under the applicable jurisdiction 3. Applicant has an Operator Holding Account in its name or a license of a local Financial regulator (acknowledged by AFM (<i>the Netherlands authority for financial markets - Autoriteit Financiële Markten</i>) in the Netherlands or FSA (<i>the Financial Services Authority</i>) in the United Kingdom), proof of which is provided to the Clearing House 4. Applicant has a bank account in its name in Western-Europe (being for this purpose: UK, NL, GE, BE, LUX, FR, CH, AU, IT, ES, NO, SE, FI) 5. Applicant can provide: <ul style="list-style-type: none"> • The last adopted Annual Accounts which shall not be older than one calendar year, accompanied by a statement of a licenced public accountant (at minimum a review statement); or • Annual Accounts which shall not be older than one calendar year as deposited at a Chamber of Commerce or local equivalent; or • A copy of Applicant's tax return of the preceding fiscal year, including the fiscal balance sheet and profit-and-loss account, accompanied by a statement of a licenced tax advisor validating the tax returns as filed;
Category 2	<ol style="list-style-type: none"> 1. Applicant's corporate seat and "centre of main interest" shall be in a memberstate of the European Union, Norway or Switzerland or another country that rates higher than 5 on the Corruption Perception Index published and updated from time to time by Transparency International 2. Applicant is a B.V. or N.V. under Dutch law or a similar legal entity with limited liability under the applicable jurisdiction 3. Applicant has a Person Holding Account in its name, proof of which is provided to the Clearing House 4. Applicant has a bank account in its name in Western-Europe (being for this purpose: UK, NL, GE, BE, LUX, FR, CH, AU, IT, ES, NO, SE, FI) 6. Applicant can provide: <ul style="list-style-type: none"> • The last adopted Annual Accounts which shall not be older than one calendar year, accompanied by a statement of a licenced public accountant (at minimum a review statement); or • Annual Accounts which shall not be older than one calendar year as deposited at a Chamber of Commerce or local equivalent; or • A copy of Applicant's tax return of the preceding fiscal year, including the fiscal balance sheet and profit-and-loss account, accompanied by a statement of a licenced tax advisor validating the tax returns as filed; • Applicant can show its professionalism in the trading of Carbon Emission Rights, derivatives or spot products for a minimum period of three years prior to the date of application, such professionalism to be evidenced by a resume of the respective trader and/or director or other written documentation.

<p>Category 3</p>	<p>Applicant cannot meet the cumulative criteria of Categories 1 or 2, but can meet the following cumulative criteria:</p> <ol style="list-style-type: none"> 1. Applicant's corporate seat and "centre of main interest" shall be in a memberstate of the European Union, Norway or Switzerland or another country that rates higher than 5 on the Corruption Perception Index published and updated from time to time by Transparency International 2. Applicant is a B.V. or N.V. under Dutch law or a similar legal entity with limited liability under the applicable jurisdiction 3. Applicant has a Person Holding Account in its name, proof of which is provided 4. In case Applicant does not have a bank account in its name in Western-Europe (being for this purpose: UK, NL, GE, BE, LUX, FR, CH, AU, IT, ES, NO, SE, FI), it can provided a bank guarantee for a minimum amount of EUR 100,000 issued by a reputable international bank in one of the aforementioned countries 5. In case Applicant cannot provide: <ul style="list-style-type: none"> • The last adopted Annual Accounts which shall not be older than one calendar year, accompanied by a statement of a licenced public accountant (at minimum a review statement); or • Annual Accounts which shall not be older than one calendar year as deposited at a Chamber of Commerce or local equivalent; or • A copy of Applicant's tax return of the preceding fiscal year, including the fiscal balance sheet and profit-and-loss account, accompanied by a statement of a licenced tax advisor validating the tax returns as filed; <p>it should provide a bank guarantee for a minimum of EUR 100,000 provided by a reputable international bank in Western-Europe (being for this purpose: UK, NL, GE, BE, LUX, FR, CH, AU, IT, ES, NO, SE, FI) which criterion will be deemed fulfilled in case the criterion sub 4 is met.</p> 6. Applicant can show its professionalism in the trading of Carbon Emission Rights, derivatives or spot products for a minimum period of three years prior to the date of application, such professionalism to be evidenced by a resume of the respective trader and/or director or other written documentation.
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2.3 It is at the Clearing House's discretion to decide whether an Applicant meets, and continues to meet, the Accession Requirements.

2.4 Should the Applicant already be a member of another APX-ENDEX market, the Clearing House, at its sole discretion, may decide to deviate from the Accession Procedure as described in this Appendix A.

ARTICLE 3. ACCESSION PROCEDURE

- 3.1 The Clearing House will supply Applicant on his request with a set of the rules of the Accession Procedure CSS, the Participation Agreement CSS and the Appendices thereto.
- 3.2 The application will be made via the Application Form for Accession, as provided in the Annex hereto. The Application Form requires Applicant to fill in the requested information and to submit the required documents with the Application Form.
- 3.3 All documentation may be provided to the Clearing House in the Dutch, English or German language. For other languages translation costs will be charged to Applicant.
- 3.4 Applicant has to initialise all pages and sign the Participation Agreement CSS, which gives access to the Settlement System as a Participant and by which the Applicant agrees to act as a Participant and to observe all the regulations, instructions and directives of the Climex Settlement System applicable to it.
- 3.5 The Clearing House will notify the Applicant within 2 weeks in writing of its decision after receipt of full information and documentation. The Clearing House is able to extend this period.
- 3.6 After receipt of the written confirmation from the Clearing House regarding the Accession Procedure CSS, the Clearing House will, pursuant to the Clearing House Documentation, open an the Clearing House Cash account on behalf of Participant.
- 3.7 The Clearing House will sign and return the submitted Participation Agreement CSS only after the Clearing House has established the compliance of Applicant with all requirements of the Accession Procedure CSS.
- 3.8 At execution the Clearing House will note the Workday on which the Participation Agreement CSS will take effect.
- 3.9 Upon Accession of Applicant, the Clearing House may publish the name of the Participant on the APX-ENDEX web site unless the Participant explicitly requests not to do so.
- 3.10 An Applicant can lodge an Appeal with the Appeals Committee within 15 days of the rejection of Accession.
- 3.11 An Applicant that is already Participant to the Day Ahead Market of APX-ENDEX can upon its written request be exempted by the Clearing House at the sole discretion of the latter, from specific obligations and requirements in this Accession Procedure CSS.