

**CONSULTATION AGREEMENT BETWEEN
THE *AUTORITE DES MARCHES FINANCIERS* FRANCE (AMF) AND
THE FINANCIAL MARKETS STANDARDS BOARD (FMSB)**

1 Definitions

1.1 For the purposes of this Consultation Agreement:

"Party" means FMSB or the AMF, and collectively shall be referred to as the 'Parties'.

2 Background

2.1 The Financial Markets Standards Board (FMSB) was established pursuant to the Fair and Effective Markets Review led by the Bank of England, the Financial Conduct Authority and HM Treasury. FMSB's core mission is promoting fair and effective wholesale fixed income, currencies and commodities (FICC) markets for all participants in those markets.

2.2 The *Autorité des marchés financiers* (AMF) is an independent public authority established under Chapter 1 of Title 1 of the Financial Security Act n° 2003-706 of 1 August 2003. The AMF is responsible for ensuring that savings invested in financial products are protected, providing investors with adequate information and supervising the orderly operation of markets.

2.3 FMSB and the AMF have shared interests in the operation of wholesale FICC markets and this underpins relationship set out in this Consultation Agreement.

3 FMSB Ownership, Purpose, Structure and Governance

3.1 FMSB is a privately-owned organisation, funded by its members.

3.2 FMSB's primary objectives are to promote fair and effective global wholesale FICC markets by examining vulnerabilities in these markets (whether due to

current, envisaged or emerging future market structures or practices); to produce clear guidance on how business should be conducted to eliminate or mitigate these vulnerabilities; to promulgate this guidance as widely as possible globally and obtain commitments for its use. FMSB also contributes to work with other bodies internationally to promote global convergence of standards in FICC markets and to promote high standards of training and qualifications for personnel in FICC markets worldwide. FMSB promotes robust and open discussion of market practices and challenges in accordance with all applicable principles and requirements of competition laws.

- 3.2 FMSB does not produce any formal regulation. Its materials are designed to guide best market practice in (i) unregulated markets and (ii) regulated markets, in each case where there is need for specific guidance on market practice that is not already contained in the applicable rules and regulations. FMSB will take reasonable steps to avoid inconsistencies in its guidance and materials with existing legislation, rules, regulations and market codes aimed at promoting best practice produced by other bodies of relevance for FMSB members.
- 3.3 FMSB is structured as a company limited by guarantee (Financial Markets Standards Board Limited (FMSB Ltd)) with a number of formal committees that oversee aspects of its work: a Standards Board (including associated sub-committee and working groups), an Advisory Council and an Adherence Oversight Committee. The directors of FMSB Ltd and the members of its committees (including associated sub-committees and working groups) are appointed by FMSB governance processes.
- 3.4 FMSB prepares and updates annually a three-year rolling strategy (Strategy) setting out its goals and an operating plan for achieving this Strategy. This Strategy is developed by the board of directors of FMSB Ltd with assistance from the FMSB Advisory Council and is discussed with the FMSB Standards Board.

4 Purpose and Scope of the Consultation Agreement

- 4.1 The purpose of the Consultation Agreement is to set out the expectations of the Parties. The FMSB may consult with the AMF in the development of draft guidance materials and publications for the FMSB. This may involve:
 - a) The FMSB Chair and/or the CEO discussing the annual FMSB Strategy refresh with the AMF as it develops in order that the AMF can choose to provide constructive challenge on the Strategy for the benefit of the FMSB Standards Board and Advisory Council.

- b) The FMSB Chair and/or the CEO providing at least annually the AMF with a high-level oral update on FMSB Strategy and its progress on the Strategy.
 - c) The FMSB CEO and/or the Secretariat providing the AMF with operational oral updates on FMSB Workplan and /or priorities and its progress on the Strategy at least annually.
- 4.2 The FMSB Secretariat shall provide the AMF with details about forthcoming drafts of FMSB's proposed Standards, Statements of Good Practice, and other publications. The FMSB Secretariat shall provide the AMF with copies of those draft documents upon the AMF's request, to give the AMF an opportunity to comment on them. The AMF may comment on the draft guidance materials and publications where appropriate but, is under no obligation to do so. The provision of drafts to, and the provision of comments by, the AMF does not constitute any implicit or explicit endorsement of the drafts or final publications. The FMSB Secretariat shall notify the AMF of all its publications, communications and events.
- 4.3 All FMSB Standards Board and Advisory Council meetings are divided into "Open" and "Closed" sessions. At "Closed" sessions only firms which are contractual members of FMSB (and other firm representatives who are not contractual members, at the sole discretion of the Chair) participate, and it is expected that there may be at least one "Closed" session per annum. For example, a 'Closed' session may be used for reviews of first drafts of new Standards, or where members have not yet had the chance to comment on FMSB materials. More advanced drafts of Standards, Statements of Good Practice and other publications are generally discussed in "Open" sessions. The AMF is invited to participate as an observer in the "Open" sessions of all Standards Board and Advisory Council meetings. All Standards Board or Advisory Council meetings will be "Open" unless the FMSB informs the AMF that the session, or part thereof, will be "Closed" at least one week before the relevant Advisory Council or Standards Board meeting.
- 4.4 Parties intend to exchange information about emerging market trends and developments, and any other relevant topics on FICC as appropriate at least annually.

5 Duration of the Agreement

- 5.1 This Consultation Agreement takes effect from the date of execution and will continue to have effect for two years (or such longer period as is agreed in writing by the Parties) after the date of execution or until the Agreement is terminated by mutual agreement or by either Party giving at least 30 days' written notice of termination to the other Party.

6 Confidentiality and use of information

- 6.1 FMSB Secretariat must ensure that any comments and/or oral updates made by the AMF in relation to any draft publication or guidance material of FMSB are

kept confidential and anonymised before any circulation within the FMSB's internal bodies, unless otherwise agreed in writing between the Parties. FMSB will promptly notify the AMF in writing of requests from third parties for details of the AMF's comments that have been furnished under this Consultation Agreement. The AMF may deny the sharing of its comments to third parties.

