

# JSE Clear Public Description

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**Version Control**

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<b>Approved by</b>	JSE Clear Risk Committee JSE Clear Board
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## Company Overview:

JSE Clear, a private company, is a wholly owned subsidiary of the JSE Ltd (“JSE”). JSE Clear is an associated clearing house as defined in the Financial Markets Act (“FMA”) and is licensed as a clearing house by the Financial Sector Conduct Authority (FSCA). JSE Clear has been appointed as the clearing house and central counterparty (“CCP”) of the JSE for all transactions in listed derivatives and listed cash bond securities concluded on the JSE’s markets. The main objective of JSE Clear is to act as clearing house and central counterparty in transactions concluded on the JSE’s markets and, in this regard, JSE Clear and the JSE, through the JSE Rules, take the necessary and appropriate steps to clear and risk manage transactions in securities listed on the JSE’s Derivatives, Interest Rate and Currency markets. Currently the listed securities cleared by JSE Clear are options on futures contracts and futures contracts in the equity derivatives, commodity derivatives, currency derivatives, interest rate derivatives and spot bond markets of the JSE.

There are a number of participants in the various derivatives markets that are member firms of the clearing house. The following are clearing members of the JSE, and are responsible for the performance of clearing services and settlement services in terms of the JSE Rules:

- ABSA Bank
- Investec
- JP Morgan
- Merrill Lynch
- Nedbank
- Rand Merchant Bank (a division of First Rand Bank Ltd)
- Societe Generale (due to terminate their membership in 2020)
- Standard Bank Ltd

JSE Clear operates as a central counterparty (“CCP”) by interposing itself in terms of the JSE’s Rules between parties to transactions in listed securities on the markets operated by the JSE. JSE Clear also acts as collecting agent for all fees due to the JSE and as trustee in investing funds posted by market participants as collateral for due performance of their obligations on the JSE markets.

The Director of the JSE’s Post-Trade Services Division has been designated as the officer responsible (“RO”) for ensuring that all services provided by external service providers to JSE Clear are delivered in accordance with contractually agreed service levels.

## Legislative framework and process

JSE Clear shall ensure that it remains a licensed clearing house in terms of the FMA, while subsequently maintaining its status as an IOSCO qualifying CCP (QCCP) and ESMA recognized equivalent CCP, and that it continues to comply with the requirements of any subsequent legislation.

In terms of regulating the market with regard to clearing and settlement, any proposed rule changes are subject of a robust engagement and approval process.

## Governance framework and process

As at April 2020, the JSE Clear Board of Directors is made up of the following individuals:

- Two Independent non-executive directors<sup>1</sup>:
  - Francois Oosthuizen
  - Gillian Raine
- Two non-executive directors nominated by clearing members:
  - Llewellyn Ford
  - Louise Currie
- Two non-executive directors nominated by the JSE:
  - Leila Fourie (Chairman of JSEC Board)
  - Alicia Greenwood

The JSE Clear Board Charter sets out the specific responsibilities to be discharged by the JSE Clear Board members collectively, as well as the roles and responsibilities incumbent upon directors as individuals. It seeks further to ensure that all Board members acting on behalf of JSE Clear are aware of the various legislation and regulations affecting their conduct. The JSE Clear Board further aims to apply the principles of King IV.

Given the nature of the clearing house business conducted by JSE Clear, it is imperative that an integrated risk-based approach is established and implemented. The focus is to identify, assess and implement controls for all the major risks that the company is exposed to. JSE Clear endeavours to mitigate its risk by ensuring that the appropriate controls, systems practices and ethics are implemented. Accordingly, the JSE Clear Board has appointed a Risk Management Committee that is a formal sub-committee of the Board, and that assists the Board in the discharging of its duties and responsibilities in relation to risk management.

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<sup>1</sup> The JSE applies the King III definition for an independent member which excludes parties with significant business relationships with the FMI, cross-directorships, or controlling shareholdings, as well as employees of the organisation