

## **DECISION 1<sup>1</sup>**

### **“Procedure for acquiring the Member capacity, Membership resignation and other Membership issues of the Financial Energy Market (Derivatives Market) of HEnEx”**

#### **THE HELLENIC ENERGY EXCHANGE S.A.**

Having regard to the provisions of par. 1.1.2(4), 1.2.3(2), 1.2.5 (2), 1.4.5(4), 1.4.6(2), 1.4.6(4), 1.5.1(1) και 1.6(9) of the Financial Energy Market Rulebook (Derivatives Market) of HEnEx (hereinafter the “Rulebook”):

#### **HAS DECIDED AS FOLLOWS**

Scope:

This Decision sets out the following issues in relation to the Trading Members (hereinafter the "Members") of the Derivatives Market of HEnEx:

- a) The Membership procedure
- b) The Membership resignation procedure
- c) The procedure applied to Member corporate transformations
- d) The procedure of relocating the Member’s information infrastructure
- e) The procedure of performing Algorithmic Trading as well as the use of SMA / DMA Services
- f) The procedure of keeping records and trading details of the Member

## **Article 1. Membership procedure**

### **1.1 Procedure & stages of checking and approval of Members**

1. In order to acquire the capacity of Member, the candidate credit institutions, the Investment Firms and the persons referred to in case (b) of paragraph 1.2.1(1) of the Regulation must

---

<sup>1</sup> Unofficial translation from the Greek language (Ref. HenEx: 507/06.03.2020), as of 06/03/2020. In case of any discrepancy between the Greek and the English version, the Greek version prevails.

follow and successfully complete the procedure set out in this Article. The process consists of three (3) separate steps, i.e.:

- a) the stage of submitting the application and the approval of membership
  - b) the stage of preparation for the activation of membership
  - c) the stage of activation of membership
2. HEnEx shall inform the candidate Member of the procedure stages and shall provide it with all necessary data and information for its participation in those stages. The participation of the candidate Member in each stage of the procedure requires the successful completion of the preceding stages in succession.

### **1.1.1 1<sup>st</sup> Stage: Submission of Application and Member Approval**

1. This stage concerns the submission of the Application to the competent department of HEnEx for the acquisition of Membership.

#### **1.1.1.1 General terms**

1. The Application shall be submitted in a standard form provided by HEnEx, which shall additionally include an indicative guide leaflet attached thereto, forming an integral part thereof. The explanatory guide contains at least the content specified in the Rulebook and is posted on HEnEx's website.
2. All supporting documents shall be submitted in Greek or English, whereas they shall bear the company's stamp and genuity of signature with a Hague Apostille, where applicable.
3. When examining the following information and supporting documents provided by the Member at all stages described below, the competent department of HEnEx may request additional documents, if it deems it necessary for the completeness of the application.
4. The Application shall be accompanied by the following information and supporting documents apart from those provided in the Rulebook.

#### **1.1.1.2 Candidate Credit Institution or Investment Firms based in Greece**

1. If the applicant for membership is a credit institution or Investment Firm based in Greece, it shall also submit the following documents:
  - a) A copy of its license as a credit institution of Law 4261/2014 or as a Investment Firm of Law 4514/2018 with all necessary services in accordance with the Rulebook.
  - b) Announcement of the candidate's latest codified articles of association to the General Commercial Registry and provision of relevant information for its online search (link)
  - c) Announcement of the latest minutes regarding the legal representation of the candidate at the General Electronic Commercial Registry and provision of relevant information for its online search (link) as well as sample signatures of its legal representatives.

**1.1.1.3 Candidate Credit Institution or Investment Firm based outside of Greece**

1. If the applicant for membership is a credit institution or Investment Firm based outside Greece (through a branch or in distance), it shall also submit the following documents:
  - a) Announcement of the candidate's latest codified articles of association based on the relevant Registry of Companies to which it relates and the provision of relevant information for its online search (link)
  - b) Announcement of the latest minutes regarding the legal representation of the candidate to the relevant Registry of Companies to which it relates and the provision of relevant information for its online search (link) as well as the samples of signatures of its legal representatives.
  - c) In the case of a credit institution or Investment Firm of an EU Member State outside Greece, written notice of the completion of the notification process of Law 4514/2018 and Directive 2014/65 / EU, where applicable.
  - d) In the event that the applicant has a branch in Greece, the announcement of the details of the branch to the General Commercial Registry and provision of relevant information for their online search (link).
2. Additionally to the above, in the case of a credit institution or Investment Firm of a third country having a branch in Greece, a copy of the license of the Bank of Greece or the Hellenic Capital Market Commission, as appropriate, for the operation of the branch.

**1.1.1.4 Non-Credit Institution or Investment Firm candidate person that is not acting as a Participant in the Day Ahead Market**

1. If the candidate is not a credit institution or an Investment Firm (case (b) par. 1.2.1 (1) of the Regulation) and does not act as Participant in the Day Ahead Market of HEnEx, except from the above Application, the candidate shall also submit a copy of its license for practicing energy-related activity, i.e.:
  - i. Production License or relevant exemption from obtaining such license issued by the Competent Authority in case of a Producer owning production unit(s)
  - ii. Supply License issued by the Competent Authority in the case of a Supplier
  - iii. Trading License issued by the Competent Authority in the case of a Trader
  - iv. RES Production License or relevant exemption from obtaining such license issued by the Competent Authority
  - v. RES Aggregators License issued by the Competent Authority
2. In addition, the candidate Member must submit the following documents according to its particular corporate type:
  - a. Announcement of the latest codified Articles of Association or the relevant corporate agreement, as appropriate, to the General Electronic Commercial Registry or if it is a

candidate based out of Greece, to the relevant Registry of Companies and the provision of relevant information for its online search (link).

- b. Announcement of the latest minutes regarding the legal representation of the candidate to the General Electronic Commercial Registry, or if it is a candidate based out of Greece to the relevant Registry of Companies and provision of relevant information for its online search (link) as well as the samples of signatures of its legal representatives.
  - c. If the above online search is not possible according to points (a) or (b), a copy of the Articles of Association or the relevant corporate agreement as well as the minutes regarding the legal representation in the books of the Registry of Companies to which the candidate belongs.
  - d. Certificate of non-bankruptcy issued by the competent First Instance Court (issued not more than 60 days before the submission to HEnEx) or in the case of a foreign candidate an equivalent document.
3. Persons referred to in case (b) par. 1.2.1(1) of the Rulebook based outside of Greece who do not act as Participants in the Day Ahead Market of HEnEx, having a branch or office in Greece, shall also submit the announcement of the branch details to the General Electronic Commercial Registry and shall also provide all relevant information for their online search (link).

#### **1.1.1.5 Non-Credit Institution or Investment Firm candidate person that acts as a Participant in the Day Ahead Market of HEnEx**

1. If the applicant for membership is not a credit institution or Investment Firm (case (b) par. 1.2.1(1) of the Rulebook) and acts as a Participant in the HEnEx Day Ahead Market, it is not required to provide extra supporting documentation for the purposes of Stage 1 "Submission of Application and Member Approval" in addition to those requested in paragraphs 1.1.1.1 and 1.1.1.6 of this Article, unless requested by the competent HEnEx department.

#### **1.1.1.6 Additional documentation of the candidate**

1. Furthermore, the candidate shall provide:
  - a. Financial statements or data of the last two (2) years certifying that meets all financial requirements according to the applicable law, or, in the case of a newly established company, financial statements certifying the above.
  - b. Declaration of activation as a Non-Clearing Member or as a Direct Clearing Member in the relevant Market (only for credit institutions or Investment Firms).
  - c. Joint statement of the Candidate Member with the General Clearing Member intending to cooperate in clearing its transactions (where applicable). It is clarified that if the Candidate Member is a person under case (b) par. 1.2.1(1) of the Rulebook, it may act exclusively as a Non-Clearing Member and shall appoint the clearing of its transactions to one or more General Clearing Members.
  - d. Proof of deposit of administrative fees for the Application, if required by a relevant HEnEx decision.

2. Upon submission of the above, the competent HEnEx body shall decide on the Applicant's Application.
3. In case of approval of the Application by the competent HEnEx body, HEnEx shall issue a certificate of registration of the Member in the HEnEx Derivatives Market, while the actions described in the 2<sup>nd</sup> stage shall follow.

### **1.1.2 2<sup>nd</sup> Stage: preparation for the activation of the Member**

1. Once a Member completes the actions described in the above Stage, the following steps shall be performed for its activation:
  - a. The Member shall have the required technological infrastructure to ensure its successful connection to the systems of HEnEx, as provided for in the relevant HEnEx decisions or procedures.
  - b. In order to check the readiness of the Candidate Member and its employees to obtain the requested Membership, HEnEx may request its participation, in mock trading or other simulation scenarios of the actual trading conditions.
  - c. The Member shall have a sufficient number of Certified Traders, in accordance with the terms of the Rulebook, as well as the relevant HEnEx decisions.
  - d. If the Member intends to be activated as a Direct Clearing Member, a certificate from ATHEXClear that it meets the requirements to act as a Direct Clearing Member shall be submitted.
2. The Member shall have completed the above actions and submitted the required supporting documents no later than one month after its approval by HEnEx, except for the time of preparation of the technical infrastructure. Otherwise, its application shall be rejected and the candidate Member shall have to resubmit it by paying the administrative fee required for the review, the amount of which shall be set out in HEnEx's relevant Decision.

### **1.1.3 3<sup>rd</sup> Stage: activation of the Member in the Trading System**

1. If the Member successfully completes the actions described above, it shall submit electronically to HEnEx - in accordance with its procedures - the following forms, which are posted on HEnEx's website:
  - a) "HEnEx Membership" Form  

With this form the Member shall indicate the dates on which it wishes to become active in the Derivatives Market.
  - b) "Members Profile" Form  

With this form, the Member is obliged to indicate the contact persons of the Member with HEnEx, as well as their responsibilities.
  - c) "Connection to the Derivatives Trading System" Form

With this form the Member may request the appointment/deletion of users as well as the initiation/termination/modification of the connection with the Trading System.

2. The above actions must be completed within four (4) calendar weeks of the completion of the 2<sup>nd</sup> Stage.
3. If the Candidate intends to clear on its own its transactions as a Direct Clearing Member, its activation as a Member in the HEnEx Derivatives Market shall take place after its activation as a Clearing Member.

## **1.2 Notification to HEnEx**

1. As part of the annual audit, the Member shall electronically register the relevant data and documents, in accordance with the procedure indicated by the competent Departments of HEnEx, in order to continuously fulfill the requirements for the acquisition and retention of its membership. Members are solely responsible for the completeness, correctness and truthfulness of the information provided to HEnEx, either in the beginning or at any time, updated. The annual audit includes in each case a comprehensive review of Market Members' compliance. In addition, the Member shall respond promptly and smoothly, by attending in relevant meetings, or by allowing the competent HEnEx bodies to conduct inspections at its premises.
2. The Member is obliged to inform HEnEx immediately, as indicated by the competent HEnEx Departments, of any change regarding either its contact details or the details of the appointed contact person of the Member with HEnEx.

## **Article 2. Membership Resignation Procedure**

1. In order to resign from the Member capacity, the Member shall - in addition to those specified in the Rulebook - comply with the following:
  - a) To take all measures necessary for the proper settlement of the pending issues arising from its trades and the open positions, that concern the capacity for which it submits the resignation, in accordance with this Rulebook and the Rulebook for Clearing Derivatives Transactions of ATHEXClear. Indicatively, the Member should fulfill its obligations to clearing, where appropriate, to close or transfer open positions and to disable any codes or accounts which it holds in the relevant capacity.
  - b) To comply with HEnEx's suggestions for the final pending settlement concerning its membership for which it submits the resignation.
2. The resignation procedure as described in the Rulebook and this Part shall also apply to the capacity of Market Maker under the specific conditions provided for as the case may be, in accordance with the Rulebook and the relevant HEnEx Decisions.

## **Article 3. Corporate Member Transformations**

### **3.1. Merging of a Member by its absorption by another Member of the HEnEx Derivatives Market (Article 6 par. 2 Law 4601/2019)**

1. The terms set out in this Section apply where both the absorbing Member and the absorbed Member participate in the HEnEx Derivatives Market as a Member or/and as a Market Maker.

#### **3.1.1 Actions of the absorbing Member**

1. In the event of a Member being merged by another Member, the absorbing Member shall continue to act as a Member and automatically shall succeed the absorbed Member to the latter's rights and obligations, unless otherwise specified in the Rulebook (including HEnEx's decisions). It is therefore not necessary in this case for the absorbing Member to regain the capacity of the absorbed Member.
2. In particular, the absorbing Member shall comply with the following procedures for the installation of the information infrastructure and the System activation, which shall include the following two (2) stages:

##### **3.1.1.1 1<sup>st</sup> Stage**

1. Not later than fifteen (15) business days prior to the time stated by the Member that it wishes to become active in the Trading System with its new form resulting from the merge and without prejudice to the completion of the merge by registering the merging agreement to the General Electronic Commercial Registry, in accordance with article 18 of Law 4601/2019 or the relevant act in the publication Registry according to the law governing the merging Member, who sends an information letter with the details of the merge to the competent department of HEnEx and cooperates with it:
  - a. for planning any changes to the information structure of the absorbing Member (nodes, terminals, etc.)
  - b. in calculating the related costs
  - c. to design the timetable for the implementation of the above actions.

##### **3.1.1.2 2<sup>nd</sup> Stage**

1. Not later than ten (10) business days prior to the Member's stated activation date in the Trading System, the merging Member shall have completed the required technical preparation based on the instructions of the HEnEx's competent department and shall send to it a form filled in with the new details of the Member resulting from the merge, which is posted on HEnEx's website.

### **3.1.1.3 Procedure on the capacity of Market Maker**

1. In the event that the absorbed Member is a Market Maker in specific derivatives in HEnEx's Derivatives Market, while the absorbing Member has not acquired this capacity in respect of the derivatives concerned, the absorbing Member may apply to acquire the capacity of Market Maker on these derivatives.

### **3.1.2 Actions of the absorbed Member**

The actions that the absorbed Member shall follow, including the following three (3) stages:

#### **3.1.2.1 1<sup>st</sup> Stage**

1. Not later than ten (10) business days prior to the time stated by the absorbing Member that wishes to become active in the Trading System with its new form resulting from the merge and subject to the completion of the merge, the absorbed Member shall submit to HEnEx electronically, in accordance with its procedures, the following forms available on HEnEx's website:
  - a) for the deletion of users,
  - b) for the deletion of a Member, and
  - c) technical forms for disabling node and terminals.

#### **3.1.2.2 2<sup>nd</sup> Stage**

Approval of deletion of the Member due to a merge by the competent HEnEx body is subject to the completion of the merge by registering the merging agreement to the General Electronic Commercial Registry, in accordance with article 18 of Law 4601/2019 or in another publication Registry according to the law governing the absorbing Member and the provision of relevant information for its online search (link).

#### **3.1.2.3 3<sup>rd</sup> Stage**

1. The absorbed Member shall be removed after the expiry of the three-day period and when all outstanding issues relating to its capacity have been completed. In any case, the deletion date will precede to the completion of the merge, as set by the time-schedule of HEnex in collaboration with the Member.
2. For the deletion of the Member, all open positions held by its capacity as a Clearing Member of ATHEXClear, including the relevant margins, as well as the procedures of transferring them to an ATHEXClear Member according to the ATHEXClear procedures and instructions, shall be taken into account.
3. Upon completion of the merge, HEnEx shall promptly update its Members' database and its website with the new details of the absorbing Member resulting from the merge.



### **3.2 Merge of a Member with a company that is not a Member of HEnEx Derivatives Market**

1. The terms set out in this Section apply only when the absorbed Member participates in the HEnEx Derivatives Market as a Member or/and Market Maker, while the absorbing company does not have any of these capacities.
2. The provisions of this Section shall apply accordingly in the event of a merge with a new company, in accordance with article 22 of Law 4601/2019. As absorbed Member is referred to the company that ceases to exist and as absorbing company, the new company.

#### **3.2.1 Actions of the company that acquires an HEnEx Member in order to obtain the HEnEx's Membership capacity**

##### **3.2.1.1 Membership procedure**

1. In the event of a merge with a non-HEnEx member, the absorbing Member, if it wishes to become a Member of HEnEx, shall proceed from the beginning with the procedure to obtain such capacity, including the obligations to pay the membership fees or the Member subscription, as set forth in the Rulebook and the relevant HEnEx's Decisions.

##### **3.2.1.2 Procedure for the capacity of Market Maker**

1. In the event that the absorbed Member acts as a Market Maker in specific Derivative(s) in HEnEx's Derivatives Market, the absorbing company may apply to acquire the capacity of Market Maker on these derivatives, on condition that it has obtained the Member capacity for the participation in the Derivatives Market.

##### **3.2.1.3 Actions for the installation of the IT infrastructure and its activation in the Trading System**

1. For the installation of the IT infrastructure and its activation in the Trading System, the absorbing Member shall proceed with the actions foreseen in the relevant paragraphs of this Decision.
2. Activation in the Trading System of the new Member resulting from the merge shall be effected in accordance with the date stated on the relevant standard form which is posted on HEnEx's website and provided that the previous stages of the merge have been completed.
3. Upon completion of the merge, HEnEx shall immediately update its Members' Database and its website with the details of the new Member resulting from the merge.

##### **3.2.1.4 Actions of the absorbed Member**

1. The absorbed Member shall follow the steps related to the resignation of Membership foreseen in Article 2 of this Decision.

### **3.3 Other corporate transformations**

1. The terms of paragraphs 3.1 and 3.2 shall apply accordingly to any other case of corporate transformation) referred to Members of the HEnEx's Derivatives Market, in accordance with the specific provisions of the corporate law on company transformation (Articles 1-88 of Law 4601/2019).
2. In any case, whenever the authorization by which the Member has acquired its capacity requires modification by the competent authority under the applicable regulatory framework as a result of corporate transformations, the Member shall notify HEnEx by letter before the commencement of the corporate transformation process in order for HEnEx to reassess the capacity of the Participant. HEnEx may suspend the capacity of the Participant in accordance with case (e), subparagraph (1), paragraph 4.2.1 of the Rulebook until the provision of the modified license by the said authority.

### **Article 4. Relocation of Member's IT Infrastructure**

1. If a Member's IT infrastructure is relocated to another place, in the same or other address, the Member shall take the following actions:

#### **4.1 1<sup>st</sup> Stage**

1. At least sixty (60) calendar days prior to the time stated by the Member that wishes to operate its IT infrastructure in the new place, the Member shall send an information letter with details of the relocation site to the competent HEnEx Department and shall cooperate with it:
  - a) for planning any changes to the IT infrastructure of the Member (nodes, terminals, etc.)
  - b) for the calculation of the relative costs;
  - c) for the implementation time-schedule of the above actions

#### **4.2 2<sup>nd</sup> Stage**

1. At least ten (10) working days prior to the operation of the Member's information structure to the new place, the Member must have completed the required technical preparation on the basis of the instructions of the relevant department of HEnEx.

#### **4.3 3<sup>rd</sup> Stage**

1. At least ten (10) working days prior to the time stated for the operation of the Member's IT infrastructure to the new place, the Member shall submit electronically to HEnEx, in accordance with its procedures, the relevant standard form which is posted the in HEnEx's website for the relocation of the Member.

### **Article 5. Algorithmic trading**

1. For the participation of a Member through Algorithmic Trading in accordance with paragraph 1.4.6 of the Rulebook, the Member shall submit a relevant application to HEnEx.

2. The application shall in any case contain information regarding the Algorithmic Trading performed by the Member with the following:
  - a. Name of algorithm
  - b. Code of algorithm
  - c. Name of person in charge of the Member
  - d. Algorithm suitability testing methods
  - e. Test period
  - f. Certificate of proper operation
  - g. Derivatives to which the algorithm applies
  - h. Starting date of the algorithm in the Trading System
3. The application shall also describe the procedures that the Member shall follow for performing Algorithmic Trading to HEnEx and in particular:
  - a. the organizational arrangements of the Member for the execution of the relevant activities
  - b. the procedures for the durability of the systems that the Member shall use to execute the relevant activities in accordance with the applicable provisions, including the following methodologies:
    - i. for the development and testing of such systems, algorithms or strategies;
    - ii. for tests that the Member will apply to HEnEx and to HEnEx's Derivative using the trading algorithm
    - iii. on the compliance of Algorithmic Trading systems and the trading algorithms it uses with:
      - (1) HEnEx's Trading System according with the below specific cases:
        - (a) when it has access to HEnEx as a Member
        - (b) when connected to HEnEx through brokering access settings for the first time
        - (c) when there is a substantial change in HEnEx's systems
        - (d) prior to the use or substantial updating of the Algorithmic Trading System, the trading algorithm or the Algorithmic Trading strategy of the Member
      - (2) the system of direct access provider to HEnEx's Market (SMA or DMA) in any of the following cases:

- (a) when accessing HEnEx, through the SMA or DMA setting for the first time
    - (b) when there is a significant change affecting the functionality of direct access to HEnEx's Derivatives Market
    - (c) prior to the use or substantial updating of the Algorithmic Trading System, the trading algorithm or the Algorithmic Trading strategy of the Member
  - c. the procedures that the Member shall use to ensure that compliance tests verify whether the essentials of the algorithmic trading system or the trading algorithm are functioning properly and in accordance with HEnEx's requirements and the SMA or DMA service provider
  - d. the procedures that the Member shall apply to ensure the existence of a testing environment
  - e. the procedures that the Member will apply to establish the predetermined utilization limits of the algorithm
  - f. the procedures that the Member shall follow to conduct an annual self-assessment and validation of the framework of the Algorithmic Trading that will perform in HEnEx
  - g. the procedures that the Member shall apply to notify HEnEx of any changes in the functionality of the systems through which it performs Algorithmic Tradings in HEnEx
  - h. the procedures and means that the Member shall use to ensure the durability of its systems for carrying out relevant activities, in particular with regard to their ability to terminate, the existence of an automated surveillance system to detect cases of market manipulation, business continuity arrangements, pre-trade controls for order entry, mechanisms for real-time monitoring of its related trading activity, post-trade controls, security mechanisms and access limits.
4. If the Member intends to act as a Market Maker, in addition to the above, he shall comply with the obligations of the relevant HEnEx's Decision.
5. If the above conditions are fulfilled and the Member confirms upon their completion in writing to HEnEx, the latter shall accept the Member's application for the relevant activity.
6. Members shall ensure at all times that their IT systems have sufficient capacity and resilience, have appropriate pre-trade or post-trade controls and price and volume limits, ensure that false orders are not dispatched or that their systems operate in such a way that no conditions are created to disrupt the proper operation of the market.
7. HEnEx shall, at the Member's request, provide all information concerning the approximate number of messages it enters through Algorithmic Trading for the High Frequency Algorithmic Trading Technique in accordance with article 19 of Regulation (EU) 2017/565. If the Member conducts High Frequency Algorithmic Trades, he shall submit a relevant notification to HEnEx.

8. HEnEx's competent Departments may request any additional information deemed necessary on the algorithms and systems used by the Member.

## **Article 6. SMA & DMA Services**

1. In order to use the SMA or DMA Services of HEnEx, the Member shall, pursuant to par. 1.4.5 of the Rulebook, sign the necessary contracts with customers who will use the SMA or DMA Services and apply a policy for selection and evaluation of customers for their use. The Member shall also keep a record of their clients' algorithms and proceed with the necessary checks for the implementation of those algorithms.
2. In order to use the SMA or DMA Services of HEnEx, the Member shall submit an application to HEnEx as well as the above policy which shall include in particular:
  - a. the organizational arrangements that the Member applies for carrying out the relevant activities
  - b. the procedures that the Member shall apply for the durability of the systems used to carry out the relevant activities in accordance with the applicable provisions, including also the methodologies
  - c. the specifications for the provision of SMA or DMA services, the procedures for the due diligence of potential clients for the systems providing SMA or DMA services and the procedures for periodic review of clients using the relevant services in accordance with article 21 -23 of Regulation (EU) 2017/589.
3. If the above conditions are fulfilled and the Member confirms upon their completion in writing to HEnEx, HEnEx shall accept the Member's application for such activity.

## **Article 7. Record Keeping: Client Orders and Trades**

1. In addition to their obligations under the applicable law, Members shall issue and maintain records of their orders and trades in HEnEx as specified in the following paragraphs.
2. Records of the trades performed in the HEnEx's Derivatives Market shall be entered by ATHEXClear Members involved in clearing of the clients' trades, on the basis of record keeping details of orders and trades specified in the applicable provisions.
3. For the purposes of clearing trades in the Derivatives Market of HEnEx, ATHEXClear shall forward to its Members the Archive of the trades to be cleared.

## **Article 8. Validity**

The herein decision is valid from 06/03/2020.

The herein decision shall be uploaded to the website of HEnEx [www.enexgroup.gr](http://www.enexgroup.gr).