

Financial Markets Conduct (Marex) Exemption Notice 2025

This exemption is granted by the Financial Markets Authority under section 556 of the Financial Markets Conduct Act 2013 after being satisfied of the matters set out in section 557 of that Act.

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Notice

1 Title

This notice is the Financial Markets Conduct (Marex) Exemption Notice 2025.

2 Commencement

This notice comes into force on 5 November 2025.

3 Revocation

This notice is revoked on the close of 4 November 2030.

4 Interpretation

(1) In this notice, unless the context otherwise requires, —

Act means the Financial Markets Conduct Act 2013

Electronic Trading Facility means the facility by which Marex operates services that allow for the trading of financial products to occur on an electronic platform

Marex means Marex NZ Limited

Marex Financial Product Markets means the financial product markets to be operated by Marex through the Voice-broking Facility and the Electronic Trading Facility

Marex market rules means Marex's client access and trading terms from time to time

Regulations means the Financial Markets Conduct Regulations 2014

specified date means each of 31 March, 30 June, 30 September and 31 December in each year

specified period—

- (a) means each period starting on the date immediately following a specified date and ending on the immediately following specified date after the commencement of this notice; and
- (b) includes the period starting on the commencement date of this notice and ending on the immediately following specified date

Voice-broking Facility means the facility by which Marex operates voice-broking services where the infrastructure used is limited to telephone services, electronic chat communications, intercom and software products that verify client deals and issue trade confirmations

- (2) Any term or expression that is defined in the Act and used, but not defined, in this notice has the same meaning as in the Act.

5 Exemption from section 310 of the Act

Marex is exempted from section 310 of the Act in connection with operating, or holding out as operating, the Marex Financial Product Markets.

6 Conditions of exemption in clause 5

The exemption in clause 5 is subject to the following conditions:

Market access and broking

- (a) Marex does not receive or hold client money or client property or operate any clearing and settlement facility in connection with its operation of the Marex Financial Product Markets; and
- (b) each participant in a Marex Financial Product Market is an entity that is a wholesale investor (as defined in clause 3(2) of Schedule 1 of the Act) acting on its own behalf as principal; and

Financial products offered

- (c) each Marex Financial Product Market is used only in relation to derivatives between participants in that Marex Financial Product Market or exchange-traded derivatives; and

Financial product market operation

- (d) Marex does not describe itself as operating a licensed financial product market in New Zealand or hold out that any financial product market it operates is a licensed financial product market in New Zealand; and
- (e) Marex must, in respect of the Electronic Trading Facility used in relation to the financial products specified in clause 6(c), operate the Electronic Trading Facility only during hours that are aligned with the trading hours for New Zealand electricity derivatives on the ASX24 market.

7 Exemption does not apply to period of non-compliance with certain obligations

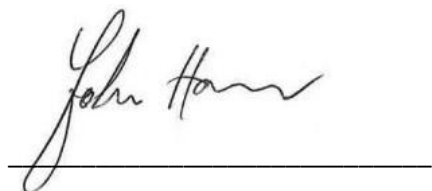
- (1) The exemption in clause 5 does not apply to Marex during the period that—
 - (a) starts when Marex fails to comply with one or more duties set out in subclause (2); and
 - (b) ends at the close of the date on which all of those failures have been remedied under subclause (3).
- (2) The duties are as follows:

- (a) Marex must send a report to the FMA within 10 working days after the last day of each specified period that contains the following information for that specified period, in relation to the financial products specified in clause 6(d) that are traded on the Marex's Financial Product Markets:
 - (i) the total number of trades and the total value, in NZD-equivalent terms, of trades by all participants by type of financial product; and
 - (ii) whether there have been any instances of potential or actual breaches of Marex market rules and if so, details of the potential or actual breach:
 - (b) Marex must notify the FMA as soon as practicable of any investigation, enforcement, or disciplinary action taken by any other New Zealand or overseas regulatory authority in relation to the Marex Financial Product Market.
- (3) The duties may be remedied as follows:
- (a) the duty under subclause 2(a) may be remedied by sending the report referred to in that paragraph to the FMA:
 - (b) the duty under subclause 2(b) may be remedied by notifying the FMA of the information required by that paragraph.

8 Previous Exemption Revocation

This notice revokes the Financial Markets Conduct (Marex NZ Limited) Exemption Notice 2025.

Dated at Auckland this 4th day of November 2025.



John Horner
Director – Markets, Investors and Reporting
Financial Markets Authority

Statement of Reasons

This notice, which comes into force on 5 November 2025 and is revoked on 4 November 2030, exempts Marex NZ Limited (**Marex**) from section 310 of the Financial Markets Conduct Act 2013 (the **Act**). Section 310 of the Act requires that a person must not operate, or hold out that the person operates, a financial product market in New Zealand, unless the person holds a licence to operate that market under Part 5 of the Act, or the market is exempt from the licensing requirement under section 312 of the Act.

The Financial Markets Authority (**FMA**), after satisfying itself of the matters set out in section 557 of the Act, considers it appropriate to grant the exemption set out in this notice for the following reasons—

- Marex's financial product market is simple in its format, the type of products that can be traded are limited, and the conditions of the exemption ensure that all participants are wholesale investors in accordance with clause 3(2) of Schedule 1 of the Act. Accordingly, the following statutory purposes can be substantially achieved without Marex being subject to licensing requirements—
 - promoting informed participation of businesses, investors and consumers in the financial markets; and
 - promoting and facilitating the development of fair, efficient, and transparent financial markets; and
 - the additional purposes of providing timely, accurate and understandable information to persons to assist those persons to make decisions relating to financial products or the provision of financial services; and
- the exemption is subject to conditions that Marex must not, in relation to the financial product market it operates:
 - hold client money or property; and
 - operate any clearing and settlement facility.

As such, it is not necessary to impose requirements in relation to those matters to achieve the purpose of the Act relating to governance arrangements and the management of governance risks; and

- given the statutory purposes described above can be substantially met without Marex being subject to licensing requirements, it is desirable to grant the exemption in order to promote the further statutory purpose of avoiding unnecessary compliance costs; and
- granting the exemption promotes innovation and flexibility in the financial markets, by facilitating the continuation and expansion of a new financial product market with appropriate regulatory settings; and
- furthermore, taking into consideration:
 - the matters set out in section 308 of the Act regarding the nature of the activities conducted, the size of the market, the nature of the financial products dealt with, the participants, and the technology used; and
 - the purpose set out in section 229 of the Act to encourage a diversity of financial product markets to take account of the differing needs and objectives of issuers and investors,

the obligations arising out of the operation of subparts 7 and 8 of Part 5 of the Act would be out of proportion to any benefits licensing Marex may bring. Also, to subject the issuers whose

products are traded on Marex's financial product markets to listing rules and requirements would impose significant costs on both Marex and the issuers disproportionate to any benefit; and

- the exemption is subject to conditions limiting the infrastructure of the facility, the nature of participants, the capacity in which they are participating, the range of products traded on any facility that has the benefit of the exemption, and the operation of the Electronic Trading Facility. As such, the FMA considers the exemption is not broader than reasonably necessary to address the matters that gave rise to the exemption.