

Austraclear New Zealand System Application Pack - Full Membership

As at 03 December 2007

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Any queries should be directed to:

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Austraclear New Zealand System Full Member Application Procedure

The following information is provided to assist with an application for Full Membership of the Austraclear New Zealand System.

Please complete this document in full and return with the following supporting documents and supporting information with your application:

- 1 **Acceptance Letter – [Appendix I](#)**
This letter should be signed in accordance with the signatories on the application form.
- 2 **Pro-forma Confirmation of a Cash Account – [Appendix II](#)**
Please provide written confirmation from your bank that it is prepared to conduct an Austraclear New Zealand cash dealings account on your behalf.
- 3 **Notification of Authorised Signatories – [Appendix III](#)**
This form should be completed and signed, or in a mutually acceptable format.
- 4 **Anti-Money Laundering Questions – [Appendix IV](#)**
- 5 **Member Tax Status**
 - a) **New Zealand resident members** must provide a New Zealand Tax Exemption Certificate
 - or;*
 - b) **Offshore Members** who do not hold a New Zealand Tax Exemption Certificate for interest and dividend income must complete the following documents:
 - Pro Forma Acceptance of Restrictions for Offshore Membership – [Appendix V \(a\)](#), and complete [Appendix V \(b\)](#)**
 - Declaration of Securities held of Books Close for which AIL applies – [Appendix V \(c\)](#)**
 - The Deed should be signed and witnessed as provided for on the form – [Appendix VI](#)**
- 6 **Systems Operations & Dependencies – [Appendix VII](#)**
SecurID Token Registration Form (Internet Only) – [Appendix VIII](#)
- 7 **Financial Information**
Please provide a copy of the latest audited financial statements and annual report, and those of any parent company if applicable.

Member Information

Member Details

Name of Applicant ("the applicant")	
Place of Incorporation	
Registered Office Address	
Physical Address(if different from above)	
Postal Address (if different from above)	
Tax Status	
Principal Business Activities	
Mnemonic ¹ RBNZ	

¹ 6 character unique Austraclear code used to identify Member as assigned by the RBNZ.

Member Contacts

Principal Contact Name	
Position within Company	
Phone Number & Mobile	
Fax number	
Email Address	
Settlements Contact	
Phone Number & Mobile	
Fax number	
Email Address	
Group Email Address ²	

Member Business Continuity Planning (BCP)

BCP Co-Ordinator	
Phone Number & Mobile	
Fax Number	
Email Address	
Alternate Contact	
Phone Number & Mobile	
Email Address	
DR Site Address	
DR Site Phone Number	
DR Site Fax Number	

² We recommend that either a group or multiple addresses to ensure that message notifications are received by more than one recipient in each institution. Broadcast emails are our primary method of communication for urgent notifications.

System Operations

1. Contact Person	
Phone Number & Mobile	
Email Address	
2. SWIFT Contact Person (If applicable)	
Phone Number & Mobile	
Email Address	
Physical Address (if different from above)	

Member Billing Information

Contact Person			
Phone Number			
Fax Number			
Email address			
Preference method of receiving invoices (please circle)	Email	Fax	Mailed

Bank Account Details:

Please indicate which Bank Account number that transactions are to be cleared through.

Bank/Branch	Account

Is this member the sole owner of this account?	
<input type="checkbox"/> Yes	<input type="checkbox"/> No
= Owned by Mnemonic	

Modules Required *(please tick)*

<input type="checkbox"/>	Cash Transfer	<input type="checkbox"/>	Fixed Interest
<input type="checkbox"/>	Equities	<input type="checkbox"/>	Foreign Exchange
<input type="checkbox"/>	Tender	<input type="checkbox"/>	Corporate Actions

Requires Authorisation *(please tick)*

<input type="checkbox"/>	CASH Payments	<input type="checkbox"/>	Fixed Interest Entry	<input type="checkbox"/>	Equity Entry
<input type="checkbox"/>	CASH Receipts	<input type="checkbox"/>	Foreign Exchange Entry	<input type="checkbox"/>	Corporate Action acceptance

How many user logons do you require to operate this account?			
<input type="checkbox"/>	Password Administration ³	<input type="checkbox"/>	User Logons ⁴

³ We recommend a minimum of two administrators.

⁴ The number of staff you expect to have access to the system.

Branch Relationships⁵

Do you require this account to operate via a Branch Relationship? <i>(please tick)</i>		
<input type="checkbox"/> Yes	<input type="checkbox"/> No	= Operating Member Mnemonic:

What access rights do you want to grant to your Operating Member Mnemonic? <i>(please tick)</i>			
Function	Enquiry	Data Entry	Authorisation
Cash Transfer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Equities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Tender	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Fixed Interest	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Foreign Exchange	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Corporate Actions	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

⁵ A Branch Relationship allows a member to authorise access from their Austraclear mnemonic to another Austraclear member (mnemonic).

Appendices

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Appendix I – Acceptance Letter

The applicant applies for **FULL** membership of the Austraclear New Zealand system, and agrees that if such application is accepted, then subject to and in consideration of such acceptance:

- 1 The applicant will observe and comply with the Austraclear New Zealand Rules.
- 2 The applicant agrees that the rights and obligations created by the Austraclear New Zealand Rules are in addition to and not in derogation of or in substitution for rights and obligations existing under the Bills of Exchange Act 1908, or under the general law.
- 3 The applicant will observe and comply with the requirements and directions of the Reserve Bank of New Zealand, and any other relevant statutory authority relating to the provision of the Austraclear New Zealand system to the applicant.
- 4 The applicant will supply and maintain suitable computer equipment and will be responsible for its connection to and its continuing compatibility with the Austraclear New Zealand system and its means of connection as approved by the Reserve Bank of New Zealand.
- 5 This agreement is made with the intent that the benefit and obligations may enure, to the extent provided in the Austraclear New Zealand Rules, to every other member of the Austraclear New Zealand system who has agreed to observe and comply with the Austraclear New Zealand Rules and to the Reserve Bank of New Zealand.

(Name/Title)

(Signature)

(Name/Title)

(Signature)

(Date)

Applications should be completed in accordance with the instructions given below:

Instructions to Applicants

A Company can execute a document required to be by deed by signature under the name of the company by:

- *Two or more directors*
or
- *If there is only one director, by that director whose signature must be witnessed*
or
- *If the constitution of the company so provides a director, or other person or class of persons whose signature or signatures must be witnessed*
or
- *By duly appointed attorneys*

Written agreements may be entered into on behalf of the company by persons acting under the company's express or implied authority. Similarly an obligation which, if entered into by a natural person is not, by law, required to be in writing may be entered into on behalf of a company in writing or orally by a person acting under the company's express or implied authority.

Appendix II Pro-Forma Confirmation of a Cash Account

(to be on Clearing Bank letterhead)

[Date]

Chief Financial Officer
Financial Services Group
Reserve Bank of New Zealand
P O Box 2498
WELLINGTON

Dear Sir

BANK ACCOUNT FOR [NEW MEMBER/NEW MEMBER BRANCH]

We advise we will be the clearing bank for the following client:

[Name of Member (mnemonic)]

The account number will be [account number].

Yours sincerely

[Title]

Appendix III Notification of Authorised Signatories

Payments & Settlements Services
Financial Services Group
Reserve Bank of New Zealand

Rule 16.6 - Authorised Signatories

(This form pertains only to and is to be used only for the Austraclear New Zealand system)

Each Member shall notify the Reserve Bank of New Zealand of its Authorised Signatories in the following form:

NOTIFICATION OF AUTHORISED SIGNATORIES	
To	Financial Services Group Reserve Bank of New Zealand P O Box 2498 WELLINGTON
Member Name	
Place of Incorporation	
Registered Office Address	
Facsimile	

The above named Member AUTHORISES the persons listed below (a specimen of each of whose signature appears in the following Schedule) in the name and on behalf of that Member.

- 1 To have access to any record, printout, or account maintained by the Reserve Bank of New Zealand relating to the Member;
- 2 To enter into any arrangements with the Reserve Bank of New Zealand required for the maintenance of the Member's Security Account or Member's Cash Account;
- 3 To give, sign, or execute any authority, direction, notice, document, instrument, or thing whatsoever required to be given, signed, or executed by the Member relating

to the Member's Security Account or Member's Cash Account or any Securities or other instruments held by the Reserve Bank of New Zealand.

- 4 Bind the member for the purpose of Austraclear New Zealand Rules.

This authority continues in force until the Reserve Bank of New Zealand receives notification in writing from the Member of its cancellation. A later Notification by the Member of Authorised Signatories shall automatically cancel any previous notification.

Names of Authorised Signatories	Specimen Signatures

FOR AND ON BEHALF OF

(Name/Title)

(Signature)

(Name/Title)

(Signature)

(Date)

Appendix IV Anti-Money Laundering Questionnaire

1. Does your financial institution/bank prohibit accounts/relationships with shell banks (a shell bank is defined as a bank incorporated in a jurisdiction in which it has no physical presence and which is unaffiliated with a regulated financial group?)

Yes they are prohibited

No they are not prohibited

2. Does your Financial Institution/Bank prohibit customers from maintaining anonymous accounts (ie, accounts for which your financial institution/bank does not know the owner?)

Yes they are prohibited

No they are not prohibited

(Authorised Signatory)

(Authorised Signatory)

(Date)

Appendix V (a)
Restrictions to Offshore Members of Austraclear New Zealand Who Do Not Hold a New Zealand Certificate of Exemption from Interest and Dividend PAYE⁶

Members who do not hold a certificate of exemption are restricted in their use of the system as follows:

The Member will be eligible to hold New Zealand Government fixed interest and discount securities on the system at all times, but will not be eligible to hold non-Government Securities (fixed interest or equities) on the system.

Also, on joining Austraclear, in order to protect the Reserve Bank's exposure to claims from the New Zealand Inland Revenue Department that could arise from the receipt of late or incorrect information, the Member will be required to complete the attached Deed.

Please confirm in writing that these conditions are acceptable using the attached pro-forma letter, when you submit your application.

⁶ Issued under Section NF9 of the Income Tax Act 2004.

Appendix V (b) Pro-Forma Acceptance of Restrictions for Offshore Membership

[Date]

Chief Financial Officer
Financial Services Group
Reserve Bank of New Zealand
P O Box 2498
WELLINGTON

Dear Sir

Pursuant to Rule 3.1.5 of the Austraclear Rules, *[Name of Member]* accepts membership of the Austraclear system subject to the following condition:

- 1 *[Name of Member]* will be eligible to hold only New Zealand Government Securities in the system.

(Name/Title)

(Signature)

(Name/Title)

(Signature)

Appendix V (c)
Declaration by Austraclear Member of New Zealand Securities on Behalf of the Member or its Clients who are Non Residents to which the Approved Issuer Levy Applies

Non resident Austraclear Members without a New Zealand tax exempt certificate are not allowed to hold New Zealand Government Securities over a books close. You must advise us of your holdings by fax, no later than 4:00pm New Zealand time, on books close. This information is required to ensure that the non resident AIL can be paid by the New Zealand Treasury.

I/We _____

Mnemonic _____

Of _____
(Registered Address)

DECLARE

that the following New Zealand securities are held by us on for ourselves or clients who are non resident investors in New Zealand. We would like the income from these securities to be covered by the Approved Issuer Levy regime.

Description of Securities

ISIN			
Name			
Coupon (if any)			
Date of Maturity			
Amount			

(Authorised Signatory)

(Authorised Signatory)

(Date)

"rights" includes authorities, discretions, remedies, powers and causes of action;

a gender includes each other gender;

the singular includes the plural and vice versa;

a clause or a paragraph is a reference to a clause or a paragraph of this Deed respectively;

any legislation includes a modification or re-enactment of, legislation enacted in substitution for and a relegation, order in council and other instrument from time to time issued or made under any such legislation; and

an agreement includes that agreement as modified, supplemented, novated or substituted from time to time.

Headings are to be ignored in construing this Deed.

2 Notice of Non Residents

- 2.1 We agree to provide to the Reserve Bank correct information, in a timely manner, in the format as specified from time to time by the Reserve Bank, of NZ Government Securities held in Austraclear by us, either for ourselves or on behalf of those investors declared by us to be Non Resident for New Zealand tax purposes under the Income Tax Act 1994 ("Non Resident Investors").

3 Indemnities

- 3.1 In the event that we fail to provide timely and/or correct information, as agreed in clause 2.1, and the New Zealand Inland Revenue Department ("IRD") collects any non resident withholding tax ("NRWT") and any penalties and/or interest from the System Operator (resulting from the failure to make a correct or timely payment of NRWT or Approved Issuer Levy ("AIL")), we agree to indemnify the System Operator for any NRWT collected and any penalties and/or interest imposed on the System Operator by the IRD in accordance with the Income Tax Act 1994 and the Tax Administration Act 1994. We undertake to make payment of such NRWT, penalties and/or interest immediately, upon demand.
- 3.2 In the event that the System Operator becomes liable for any NRWT which relates to our holdings of any non government security within the system, we undertake to make payment of such NRWT penalties and/or interest immediately, upon demand.

4 Governing Law

This Deed shall be construed and governed by the laws of New Zealand and the parties submit to the exclusive jurisdiction of the Courts of New Zealand, subject to the following proviso. This submission to jurisdiction shall not (and shall not be construed to) limit the right of the Reserve Bank to take proceedings against [name of party] in a Court or other forum in any jurisdiction nor shall the taking of proceedings in one or more jurisdictions by the Reserve Bank preclude the taking of proceedings by the Reserve Bank in another jurisdiction whether concurrently or not.

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**THE TREASURY
NEW ZEALAND DEBT MANAGEMENT OFFICE**

5th Floor	
The Terrace	
P O Box 3724	
Wellington	
NEW ZEALAND	
Telephone	(64 4) 471 5076
Market Information and General	
Telex	TSY NZ 30414
Facsimile	(64 4) 472 2492
	(64 4) 472 3791
	(64 4) 472 3792
Settlement and Confirmation	
Telex	TSY NZ 30441
Facsimile	(64 4) 472 3792

1 July 1993

**MEDIA STATEMENT
APPROVED ISSUER LEVY ON DOMESTIC GOVERNMENT SECURITIES**

The Government has moved to facilitate overseas investment in domestic Government Securities.

This will be achieved by a change in the way the Debt Management Office and the Reserve Bank administer the Approved Issuer Levy (AIL) regime.

The current requirement, introduced in the 1991 Budget, requires non resident investors to agree to a deduction of 2 per cent of interest income if they wish to be covered by the AIL regime as an alternative to non resident withholding tax. From 1 July 1993, the Debt Management Office will pay the 2 per cent AIL for non residents covered by the AIL regime without requiring that they agree to a deduction. Thus, the amount of interest due will be paid without any deductions. This is in accordance with the existing AIL legislation.

Non residents who have previously applied to the Reserve Bank to be covered by the AIL regime are automatically covered by this changed.

For non residents who hold Government Securities through Custodians or Nominee Companies, the new regime will apply on receipt by the Reserve Bank of a declaration by the Custodian or Nominee Company.

Non resident investors who have not applied for AIL coverage will continue to be subject to non-resident withholding tax.

The purpose of this change to the AIL is to make domestic Government Securities more attractive for non resident investors.

It is estimated that the cessation of deductions will result in an AIL revenue loss of less than \$2 million. This should, however, be offset by the benefits of additional investment.

The Reserve Bank has the appropriate forms available from tonight.

G P Wheeler
Treasurer

System Operations & Dependencies – Appendix VII

(Full documentation can be requested by phoning the RTGS Help Desk +64 4 471 3918 - #2530095 – EA2 Deployment Guide – System Administrators Perspective).

The application will be delivered in a CD format.

Connectivity Methods

There are two types of network paths that will be available to the ESAS/Austraclear Server:

- a) Access via the Internet;
- b) Access via the router based fixed lines.

Connectivity requirements have been designed to be least intrusive on the network as possible. Client-server communication will be via TCP using the HTTPS protocol. HTTPS is commonly supported by firewalls and other network devices to support World Wide Web traffic.

HTTPS uses SSL to encrypt the data communication between the client and the server. Secure Sockets Layer (SSL) provides endpoint authentication and communications privacy over a TCP/IP network using cryptography. The protocol allows client/server applications to communicate in a way designed to prevent eavesdropping, tampering, and message forgery.

System Dependencies

- The user must have Sun Java 1.5. It is recommended that an update release greater than 08 (i.e. Version 1.5.0_08 or higher) is installed.
- Windows XP Professional (SP2+)
- A minimum certified computer configuration for the client application is an Intel Pentium 4 (or equivalent AMD processor), with at least 512MB of RAM, and sufficient hard disk space.
- Internet Explorer 6 or higher; or Firefox 1.5 or higher is installed on the user's machine.
- Network connectivity to the ESAS-Austraclear Server must be established.
- Firewall policies must allow HTTPS traffic to the Austraclear Network, with binary content, on Port 443.
- Cookies must be enabled for the user's browser if Internet access is used. A session cookie is employed by the RSA SecurID login process.

INTERNET ACCESS

Using the ESAS & Austraclear NZ Systems across the Internet will require a Domain Name Service (DNS) lookup against the Internet Service Provider's (ISP) DNS. The ISP's DNS will refer to the Internet root servers to discover the authoritative source of the prod.esas-austraclear.rbnz.govt.nz and test.esas-austraclear.rbnz.govt.nz domains. The DNS query will resolve to the web-facing device within the ESAS-Austraclear Network and respond with the Virtual IP Address (VIP) that represents the host server.

The proxy settings for the ESAS & Austraclear NZ Systems rely on the Java configuration, which uses the Web Browser proxy settings by default.

ROUTER-BASED (FIXED LINE) ACCESS

Users connecting from fixed lines in the closed user group environment will be directed to the correct ESAS-Austraclear Server Address via the router's advertised address as per normal operation.

Internet Connection	PRIMARY <input type="checkbox"/> DR <input type="checkbox"/>
Number of Token Cards Required ⁷	

Router Connection	PRIMARY
Location of Router	

PC Operation System	
Java Versions	
Number of Company Signons Required ⁸	

⁷ See Appendix VIII

⁸ Full members are allocated 3 Company Signons as part of membership; any additional Company Signons will incur charges. Each Company Signon can have multiple 2nd level User logons.



Appendix VIII

ESAS/Austraclear NZ SecurID Token Registration Form (Internet Only)

Please complete and return by fax or email

To: RTGS Help Desk
Fax: +64 4 471 3712
Email: rtgshelpdesk@rbnz.govt.nz

Member

Mnemonic⁹

Contact

Phone

Email

Postal Address

.....

.....

.....

Please indicate how many tokens you require¹⁰:

5 year lifespan
(\$200.00 per token)

Authorised Signatory

Authorised Signatory

Dated:

Dated:

⁹ Cards will be assigned to all company signons associated with each mnemonic unless otherwise advised.
¹⁰ Fee is incurred on issuance, and the reissuance of lost, stolen or expired tokens (as advised by Member)