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# STOXX Governance Structure

19 March 2024

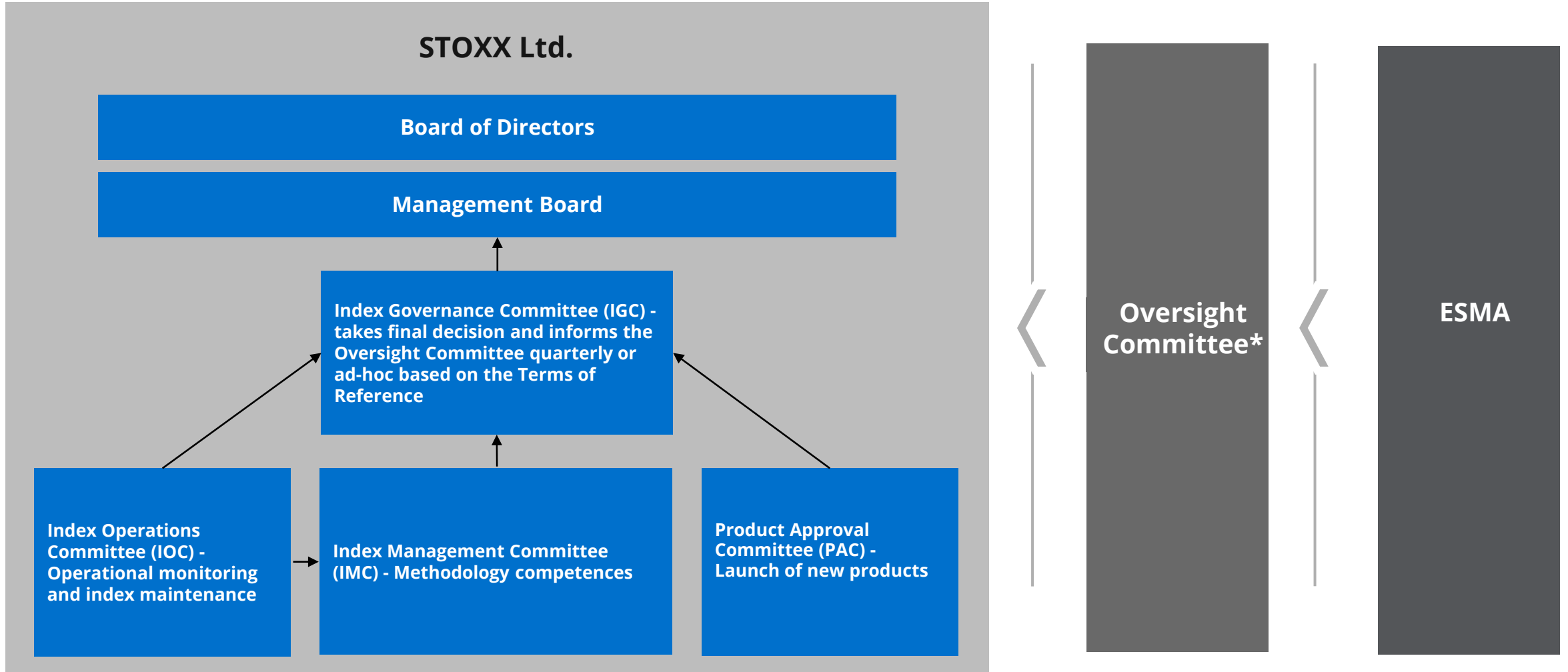
Qontigo Compliance



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# Governance and Oversight

# STOXX internal governance and external oversight












\*4 voting members from DBAG (whereof 1 as Legal Representative) and 5 members from STOXX Ltd. (whereof 2 non-voting)




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# Oversight Committee

# Tasks and informational flow to oversight function – Oversight Committee (art. 5 BMR)

Task	IOC <sup>1)</sup>	IMC <sup>1)</sup>	IGC <sup>1)</sup>
Art. 5.3 a) > <b>reviewing</b> the benchmark's definition and <b>methodology</b> at least annually;			✓
Art. 5.3 b) > <b>overseeing</b> any <b>changes to the benchmark methodology</b> and being able to request the administrator to <b>consult</b> on such changes <sup>2)</sup> ;			✓
Art. 5.3 c) > <b>overseeing</b> the administrator's <b>control framework</b> , the management and operation of the benchmark, and, where the benchmark is based on input data from contributors, the code of conduct referred to in Article 15;	for Operations related topics 	for PD related topics 	✓
Art. 5.3 d) > <b>reviewing</b> and <b>approving</b> procedures for <b>cessation</b> of the benchmark, including any <b>consultation</b> about a cessation <sup>2)</sup> ;			✓
Art. 5.3 e) > <b>overseeing any third party</b> involved in the provision of the benchmark, including calculation or dissemination agents;	for Operations related topics 	for PD related topics 	✓
Art. 5.3 f) > <b>assessing internal and external audits or reviews</b> , and monitoring the implementation of identified remedial actions;			✓
Art. 5.3 g) > where the benchmark is based on input data from contributors, monitoring the input data and contributors and the actions of the administrator in challenging or validating contributions of input data; ( <i>NOT RELEVANT – NO CONTRIBUTION</i> )			✓
Art. 5.3 h) > where the benchmark is based on input data from contributors, taking effective measures in respect of any breaches of the code of conduct referred to in Article 15; ( <i>NOT RELEVANT</i> )			✓
Art. 5.3 i) > <b>reporting</b> to the <b>relevant competent authorities any misconduct by</b> contributors, where the benchmark is based on input data from contributors, or <b>administrators</b> , of which the oversight function becomes aware, and any <b>anomalous or suspicious input data</b> .			✓

✓ responsible for provision to the Oversight Committee

 responsible for preparation of documents

1) A more detailed description of each committees responsibilities and the escalation process is described in the provided "STOXX Governance Business Committee Responsibilities" document;

2) In case of changes to methodologies/benchmark cessation for Significant Benchmarks above €50bn AuM: a) where IGC does not trigger a consultation, IGC informs the OC for feedback. OC will provide any feedback to the IGC within 4 weeks. In urgent circumstances a fast track process will be initiated b) if a consultation is triggered, IGC shall send a notification to the OC.

# Oversight Committee Standing Agenda

- 1 Update on ESMA
- 2 BMR Index Methodology Review
- 3 STOXX Control Framework
- 4 Benchmark Methodology Changes and respective consultations
- 5 Cessation of Benchmark & respective consultations
- 6 New contracts – Outsourcing Inventory Update
- 7 Third Party Monitoring – Business Surveillance
- 8 Findings from External Audit & Internal Audit
- 9 Monitoring of Input Data
- 10 AOB

# Composition of STOXX Oversight Committee

Stakeholder	Member	Member's title / Function	Company	Competence
DBAG	Martin Oakley	Global Head Regulatory Affairs and Group Chief Compliance Officer	360T	Chief Counsel for regulatory affairs and Group Compliance Officer overseeing 360T and its subsidiaries
	Barbara Georg	Vice President	Deutsche Börse AG	Various functions within Group Compliance DBAG; previously: Head of Listing & Issuer Services of Deutsche Börse AG
	Stuart Heath	Executive Director	Eurex Frankfurt	Head of Representative Office
LR EU (DBAG)	Monir Taik	Head of Unit, Regulatory Legal	Deutsche Börse AG	Legal Counsel
STOXX	Markus Zellmann	Senior Director, Legal (Chairman)	STOXX Ltd.	Legal Counsel
	Leonardo Scimmi	Principal, Compliance (Vice-Chairman)	STOXX Ltd.	Compliance Officer
	Markus Leippold	University Professor	UZH Zurich	Professor and Chair in Financial Engineering
STOXX (non-voting members)	TBD*		STOXX Ltd.	Operations
	Serkan Batir*	Managing Director, Global Head, Benchmarks DAX and STOXX	STOXX Ltd.	Product

Voting members are not involved in the provision of the benchmark.

\* Non-voting members

## BMR Committees



# Index Governance: Index Governance Committee (IGC)

Responsibilities	Voting	Members
<p>The responsibilities of the IGC and the interactions with the OC with regard to all STOXX Benchmarks are described in Annex 1 and Annex 2 of the Terms of Reference of the IGC and of the OC. IGC meets weekly and its responsibilities include i.a.:</p> <p>IGC takes final decision on topics escalated from IOC and/or IMC, e.g.</p> <ul style="list-style-type: none"> <li>▪ final decision on extraordinary market conditions impact on indices,</li> <li>▪ periodic review of index methodologies,</li> <li>▪ material changes to methodologies,</li> <li>▪ index cessations,</li> <li>▪ limitations (e.g. insufficient or unclear rules, insufficient data quantity or quality, extreme market events),</li> <li>▪ outsourcing monitoring,</li> <li>▪ remedial actions on internal and external audits,</li> <li>▪ monitoring of quarterly input data report,</li> <li>▪ review of complex corporate actions,</li> <li>▪ complaints treatment</li> <li>▪ confirmations regarding significant benchmarks (significant vs non-significant benchmarks)</li> <li>▪ launches of indices when escalated from PAC (non-standard launches)</li> <li>▪ inform ESMA about governance changes</li> <li>▪ approve conflict of interest corporate register and BMR control framework changes</li> <li>▪ informs the Oversight Committee on topics in scope of Art. 5 BMR on a quarterly basis or ad-hoc, based on the IGC Terms of Reference.</li> </ul>	<p>The approval of any matter requires a simple majority of at least 51% of all members present.</p>	<ol style="list-style-type: none"> <li>1. Senior Managing Director, Indices and Benchmarks<sup>1</sup> - (MB member)</li> <li>2. Senior Managing Director, Operations<sup>2</sup> - (MB member)</li> <li>3. Managing Director, DAX and STOXX Product Index</li> <li>4. Managing Director, Operations</li> <li>5. Managing Director, CTO Index - (MB member)</li> <li>6. Managing Director, Sales, EMEA</li> <li>7. Managing Director, Compliance (non-voting) - (MB member)</li> </ol>

1) Chair of the Committee, 2) Vice-Chair of the Committee

# Index Governance: Committees under the IGC

Committee	Responsibilities	Voting	Members
Product Approval Committee (PAC)	The purpose of the Product Approval Committee ("PAC") is to carry out the activities as detailed in Annex 1 of the PAC Terms of Reference and provide a governance structure to oversee the benchmark design process and perform a quality gate prior to launching of new benchmarks. Its main task is to approve or decline the implementation of the launch of a benchmark.	The approval of any matter requires a simple majority of at least 51% of all members present.	<ol style="list-style-type: none"> <li>1. TBA</li> <li>2. TBA</li> <li>3. Managing Director, Index Operations</li> <li>4. Managing Director, Operations <sup>2</sup></li> <li>5. Managing Director, Sales, EMEA</li> <li>6. Senior Managing Director, Indices</li> </ol>
Index Management Committee (IMC)	The responsibilities of the IMC and the interactions with the IGC and the OC are described in Annex 1 and Annex 2 of the Terms of Reference of the IMC. The IMC gathers necessary information and takes final decision for non-material changes to methodologies. IMC escalates however to the IGC decisions concerning material methodology changes and the related market consultations. IMC also usually gathers relevant information and escalates to IGC about limitations, annual methodology reviews, index cessations, exceed of threshold to significant benchmarks and complex corporate actions treatment.	The approval of any matter requires a simple majority of at least 51% of all members present.	<ol style="list-style-type: none"> <li>1. Senior Director, Index Product R&amp;D <sup>1</sup></li> <li>2. Director, Index Product R&amp;D <sup>2</sup></li> <li>3. Director, Global Benchmarks DAX <sup>2</sup></li> <li>4. Director, Global Benchmarks STOXX <sup>2</sup></li> <li>5. Managing Director, Index Operations</li> <li>6. Managing Director, Sales, Strategic Accounts</li> <li>7. Managing Director, Index Engineering</li> </ol>
Index Operations Committee (IOC)	The responsibilities of the IOC and the interactions with the IMC, the IGC and the OC with regard to all STOXX Benchmarks are described in Annex 1 and Annex 2 of the Terms of Reference of the IOC. IOC initiates the annual review of the BMR Control Framework, prepares the necessary information about limitations, prepares measures to monitor input data, reviews and approves treatment of calculation errors, reviews and approve/escalates special cases arising from index review, reviews and approves/escalates complex corporate actions.	The approval of any matter requires a simple majority of at least 51% of all members present.	<ol style="list-style-type: none"> <li>1. Managing Director, Index Operations<sup>1</sup></li> <li>2. Senior Director, Index Review, STOXX &amp; DAX</li> <li>3. Senior Director, Corporate Actions, EU &amp; US</li> <li>4. Senior Director, Corporate Actions, APAC</li> <li>5. Associate Principal, Surveillance and Monitoring, Equity Indices, Europe &amp; US</li> <li>6. Associate Principal, Surveillance and Monitoring, Strategy &amp; Fixed Income Indices, EU &amp; US</li> <li>7. Director, Surveillance and monitoring, Equity &amp; Fixed Income Indices, APAC</li> </ol>

1) Chair of the Committee, 2) Vice-Chair of the Committee