

Precis of the Ordinary General Meeting of the Association of National Numbering Agencies held in Frankfurt, Germany on June 13 & 14, 2019 and the Extraordinary General Meeting held in Montevideo, Uruguay, November 28 & 29, 2019

ANNA Service Bureau future state (ASB) ASB Ltd

During the Ordinary meeting, an overview on the status of the discussions with the ASB Operators and the ASB Technical Committee on the future state of the ASB was provided, highlighting the developments since the meeting in Mumbai linked to the ASB becoming the “Golden Source for ISIN, CFI and FISN”.

The following resolution was passed unanimously:

- Resolution no. 2019/1.1 The ANNA members empower the ANNA Board to continue negotiations with the current ASB Operators to establish the terms of the future ASB Agreement aligned with the content in the ASB Future State presentation delivered at the ANNA General Meeting, Frankfurt, June 13-14, 2019.

If the ASB Agreement negotiations with the current ASB Operators fail to progress to a satisfactory conclusion and the ANNA Board deem there is no way forward with the current providers by October 1st, the Board will supply the ANNA members and the ASB Operators with the points of disagreement in writing. After additional good faith Page 10 of 16 discussions with the ASB Operators, if no remediation of these points can be reached within 30 days thereafter, the ANNA members empower the ANNA Board to commence a Request for Provider (RfP) process for selection of a new ASB Operator.

In the event that the ASB Operators and ANNA require additional time to ensure continuity of the ASB service, one year shall be added to the current ASB Agreement under the existing terms and conditions.

In the extraordinary meeting, the members were informed on the developments since the General Meeting in Frankfurt and of the project schedule. The future ASB Agreement will contain 15 appendices. appendix 7 of the new ASB agreement was specifically highlighted outlining the new Governance Model with specialized committees (Advisory Committee, Supervisory Committee and Transition Committee).

The ASB Operators highlighted the technical aspects and the overall infrastructure. The ASB website will be the central access point with different user rights granted to NNAs, Board etc.

An overview of the financial aspects for financing the development of the new ASB was provided. It is planned to keep a modified revenue share model. The members were reminded that they could benefit financially in case of sales of ASB products in their markets (50% of the total contract value paid by subscribers would be paid to the local NNA). All ANNA members should promote ANNA and ASB in their markets.

Questions raised by the membership were addressed.

The following resolution was taken unanimously (with one abstention on resolution 2019/2.2) by the members:

- Resolution #2019/2.1: The ANNA members empower the ANNA Board to finalize the terms of the future ASB agreement and appendices as well as an addendum for the transition period June 2020 to April 2021 and sign the agreement with the ASB Operators.
- Resolution #2019/2.2: The ANNA members agree to the implementation of ASB upgrades as presented at the EGM in Montevideo Nov. 28 & 29, 2019.
- Resolution #2019/2.3: The ANNA members agree to the new Governance model as presented at the EGM in Montevideo Nov 28 & 29 and also agree to the establishment of governance committees as determined by the ANNA Board.

Financial Report ANNA 2018

Resolutions related to the Financial Report 2018 including financial documentation were sent to the membership prior to the General Meeting. The ANNA Treasurer, highlighted in his presentation some key developments and answered questions raised by the members.

The following Resolutions 2019/1.2 to 2019/1.5 were passed (each with one abstention):

- Resolution no. 2019/1.2 The General Assembly accepts the audited financial figures of ANNA for the financial year 2018 with a balance sheet total of EUR 1.981.384, income statement with 879,318 Euro turnover and a profit after corporation taxes of EUR 113,996. The profit and loss account takes in consideration a rebate of EUR 1.107.707, (EUR 12.446,15 per member) to ANNA members in accordance with article 28(c) of the bylaws.
- Resolution no. 2019/1.3 The ANNA members accept the report issued by the external auditor KPMG, Belgium.
- Resolution no. 2019/1.4 The ANNA members discharge the Board of Directors of ANNA of their duties.
- Resolution no. 2019/1.5 The Board of Directors of ANNA proposes to the members to renew the audit agreement with KPMG Bedrijfsrevisoren burg, CVBA, Belgium (KPMG) for the financial years 2019-2021 at a yearly audit fee of EUR 4600, indexed yearly on the basis of the health index (Gezondheidsindex/Indexe Santé).

Financials Financial Forecast 2020:

Resolutions related to the Financial Forecast 2019 (as well as the presentation) were sent to the membership, as required, prior to the General Meeting. The ANNA Treasurer, highlighted in his presentation the key element in the forecast. It is important to mention that the financials are subject to discussion on the split between ANNA and DSB, questions by the membership were answered.

Before voting on the resolution, the ANNA treasurer explained the wording on the members contribution: Based on tax advice to move the credit into the P&L ANNA need to show compliance with the Articles and the special agreement with the Belgian tax authorities. Upon adoption of a new company legal form based on the new Company law this will no longer be possible. This procedure will be followed for the coming two years.

The following Resolution 2019/2.4 was passed unanimously:

- Resolution #2019/2.4: The members approve the financial forecast for ANNA for financial year 2020 as presented by the Board of Directors with: - A member's contribution of EUR 8k per member and a rebate of EUR 4k. - Total revenue of EUR 1023,8k - Total expenditures of EUR 997,5k - Total expected gain of EUR 26,3k

Update on subsidiaries (ASB, DSB and OTC Engine)

an overview on current status of ANNA subsidiaries was provided, mainly on the DSB and OTC Engine Co and the potential tax implications for all entities. Questions raised by the membership were answered

The following amended resolution 2019/1.6 was passed (with one abstention):

- The ANNA members empower the ANNA Board representatives within each subsidiary to carry out all acts of administration for the respective subsidiaries, which includes but is not limited to governance, financial and legal activities; until such time formal Board appointment processes are in place.
Each Board member shall act in good faith and with a duty of care in relation to each subsidiary and ANNA, for the benefit of the Association as a whole.
The ANNA Board will continue discussions with legal counsel to propose an appropriate Board eligibility and composition criteria for the ANNA subsidiaries, to be decided at a General Meeting. Updates on each subsidiary are required at each General Meeting.

Membership matters:

The following Resolution 2019/1.7 passed unanimously as a formal approval of an already agreed amendment from the meeting in Mumbai.

- The ANNA members approve the amendment of the ANNA Membership Guidelines to mandate imposing service fees equivalent to the annual membership fees on partners failing to transit to full membership status within the two years transition period, as of 2020.
The ANNA members approve the adoption of the ANNA Membership Guidelines June 2019 version as presented by the ANNA Board.

Applications for full membership:

- Uzbekistan, CSD from Uzbekistan being an existing ANNA Partner applied for full membership, requirements were met and the application was unanimously endorsed by the members.
- Chile – transfer of membership to new legal entity, DCV from Chile presented the roadmap to establish a subsidiary which will result also in the transfer of NNA function and membership. The planned transfer was agreed provided legal authorization from Securities Commission, confirmation letter from regulator and Implementation roadmap (max 6 months).
- Eswatini (formerly: Swaziland), Mongolia, Seychelles, Tajikistan and Uganda. Representatives from Eswatini, Mongolia and the Seychelles were present at the meeting and gave presentations on their local markets. All applications were approved unanimously.
Lima Stock Exchange as current NNA for Peru and ANNA member informed that NNA function will be transferred to a subsidiary. ANNA will be informed on the effective date.

Application for partnership

a delegate from Papua New Guinea could not be present at the meeting, but it was confirmed that all formal requirements were met and requested the ANNA delegates to approve the application.

As a result of the applications, the ANNA membership stands at 97 full members and 19 partners representing 121 countries (JEMOA representing several countries).

Elections

Election of two Board members

Only two ANNA members received sufficient nominations which were the two current holders of the Board seats – London Stock Exchange (United Kingdom) and WM Datenservice Germany.

WM Datenservice Germany and London Stock Exchange (United Kingdom), represented by their permanent representatives, Mr Torsten Ulrich (Germany) and Ms Kristina Sutton (United Kingdom) were elected as directors/members of the board of directors for a 3-years-period until end of 1st General Meeting in 2022.

Appointment of Nomination Committee:

As the ANNA Board seat currently held by Euroclear will be up for election at the next ANNA GM in June 2020, a Nomination Committee had to be appointed. Under the convenorship of Claudio Garin, Mr Nitin Ambure and Mr Lahoucine Iazzaouihda volunteered

ANNA Service Bureau/Quality matters:

an operational update including some challenges being faced related to the core topic “Data quality” as well as on the financial revenues by non-NNA users was presented. New customers were Euroclear EUI as well as Interactive Broker.

The ASB TC Chair Report was provided and touched on the following Composition of the ASB Technical Committee, its Members and the ASB TC Responsibilities and ASB Future State – ASB TC activities Regarding ASB product updates, the ASB TC discussed to add the ISIN Status field to the ANNA ISIN look-up Service and to develop an ASB API.

On the GDPR aspect related to the ISIN look-up service, feedback will be provided incl. the implementation of an opt-in/opt-out functionality

Status of ISO and ISO Standards:

TC68/SC8 updates provided incl. ISO Plenary update and ANNA’s obligations with regards to the requirements as the RA for ISO 6166 and 18774 for which the correct input by the NNAs is essential.

Other core topics currently in scope are Review process – ISO 6166 standard, OMG FIGI DIS ballot A new WG for the review of ISO 6166 will be launched shortly and the ANNA members were asked to volunteer to be nominated as experts.

ISO 10962 (CFI):

The Terms of Reference as well as progress to Date of the current ISO TC68/SC8/WG1 was outlined (Initial ToR – Electronic Format & Maintenance Agency Guidelines). Reballoting of the ToRs and the MA-Guidelines is initiated for an 8 weeks period. MA function needs to be sponsored by a ISO P-member which could also sub-designate. Currently there are no candidates.

ISO TC68/SC8/WG3 (Digital Token Identifier)

An overview of the current status of the ISO WG developing a standard for the DTI was provided. Also the relationship between ISIN and DTI was part of the presentation. One of the considerations for the function as RA would be ANNA. Questions raised by the membership were addressed.

Reports from Working Groups and Task Forces

WG1 – Assisting Emerging Markets:

A verbal report was provided. In the coming months it is expected that more Partners will apply for full membership (as Uzbekistan did at this meeting) due to the resolution taken at the meeting in Mumbai - nearly all Partners would need to transition to full membership as they are beyond the 2-years transition phase. They all need to be compliant as full members, especially related to CFI and FISN allocation. In addition, there are prospects of new countries interested to apply for partnership.

In 2019 the special focus was put on Partners to apply for full membership as 95% are Partners for more than the envisaged 2 years for being ANNA Partners. As of 2020 a service fee will apply for partners who

passed the maximum of 2 years on partnership status as this was agreed by resolution at the EGM in November 2018. Potential countries to become partners are: Curacao, Laos and Cambodia. Brunei.

WG2 – ISIN Quality and Guidelines:

During the ordinary meeting, an update was provided on the current status of the WG outlining the updates of the ISIN Guidelines. The following Resolutions 2019/1.8 to 1.11 were passed (one abstention on 2019/1.10 and 2019/1.11, two others passed unanimously):

- Resolution no. 2019/1.8 The ANNA Board of Directors proposes to update in wordings in the guidelines related to Consequences of Corporate Actions - Redemption as follows and renumbering the topics under 'Consequences of Corporate Actions' accordingly.
- Resolution no. 2019/1.9: Adoption of the ISIN Guidelines The ANNA members agree to update the current version of the ISIN Guidelines including the change outlined in draft resolution no. 2019/1.8
- Resolution no. 2019/1.10 The ANNA Board of Directors proposes to update in wordings in the Guidance relating to allocation rules – ISINs for rights and Financial Instruments other than Securities – Stock Dividends.
- Resolution no. 2019/1.11: Adoption of the ISIN Guidelines The ANNA members agree to update the current version of the ISIN Guidelines including the change outlined in draft resolution no. 2019/1.10

In the extraordinary meeting, the following resolutions passed unanimously:

- Resolution # 2019/2.5: The ANNA Board of Directors proposes to update the wordings in Guidance relating to allocation of rules, under rule 2.2.9.
- Resolution # 2019/2.6: Adoption of the ISIN Guidelines: The ANNA members agree to update the current version of the ISIN Guidelines including the change outlined in draft resolution # 2019/2.5
- Resolution # 2019/2.7: The ANNA Board of Directors proposes to update in wordings in the Guidance relating to Financial Instruments other than Securities – Indices
- Resolution # 2019/2.8: Adoption of the ISIN Guidelines: The ANNA members agree to update the current version of the ISIN Guidelines including the change outlined in draft resolution # 2019/2.7

WG6 (ISIN-LEI Link):

An update on the status of the joint ANNA-GLEIF project was presented addressing the background and results of the two workstreams, provision of ISIN and LEI through ASB, frame for ANNA-GLEIF-Agreement, status of project ,workflow for creating ISIN-LEI-Link and NNA scenarios to join and next steps.

TF21 (Benchmarks/Indices):

an overview on the background, developments (incl. draft recommendations) since the last GM and the next steps was provided.

Creation/Update of new Technology Task:

An overview on the proposed new Technology Task Force, as well as a presentation on the two member surveys that were conducted were provided. The following Resolution 2019/1.12 passed unanimously:

- Resolution #1.12: The ANNA Board of Directors proposes to approve the request for formation of Technology Task Force (TF22) to look into the matters related to identification of tokens, block chain technology and its application in financial market etc. The aim of creation of Technology Task Force is to understand the various practices prevailing in the respective jurisdictions of NNAs for tokens and to provide recommendations to ANNA for inclusion of new guidelines related to Tokens in ISIN Uniform Guidelines. The ANNA members agree to form the Technology Task Force (TF22)

New Belgian Company Law and impact on ANNA:

A presentation was introduced on the new Belgian Code of Companies and Associations (the "CCA") which entered into force on 1 May 2019 for new companies and 1 Jan 2020 for existing, subject to transitional measures, incl. an overview of the main features of the new legal forms.

Marketing activities & PR Update

A presentation on ANNA's marketing activities was provided addressing the key objectives, Streets Consulting, execution Plan, tools: Basecamp / Online Surveys / Social Media, Industry Engagement, Press Releases / Thought Leadership (Blogs).

The delegates were asked to complete the GM feedback forms so future meetings could be constantly improved and follow ANNA on LinkedIn (closed group for ANNA members only and open group), Join and follow ANNA and DSB on Twitter, Read press articles as well as thought leadership papers and share in local markets. Members were requested to inform the Board about interesting topics, not only related to ANNA but of general industry interest, which could then be shared via social media.

Sarah Tarawneh

Executive Secretary