

NEW PART VIAA (FINANCIAL BENCHMARKS) OF THE SFA

DIVISION 3 (SUBMITTER AUTHORISATION)

DISCLAIMER: This version of the amendments is in draft form and subject to change. It is also subject to review by the Attorney-General's Chambers. Sections in this Part have been numbered beginning with "1", subject to final decision on the placement of this Part within the SFA.

SECURITIES AND FUTURES ACT

(CHAPTER 289)

PART I

PRELIMINARY

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PART VI

CONDUCT OF BUSINESS

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PART VIAA

FINANCIAL BENCHMARKS

[.....]

Division 3 – Submitter Authorisation

Requirement for authorisation to be provider of information in relation to designated benchmarks

19.—(1) Subject to [section \[32\]](#), no person shall, as principal or agent, carry out the activity of providing information in relation to a designated benchmark unless he is an authorised benchmark submitter or a directed benchmark submitter or, in the case of an individual, he is a representative of an authorised benchmark submitter or a directed benchmark submitter.

(2) Any person who contravenes [subsection \(1\)](#) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$150,000 or to imprisonment for a term not exceeding 3 years or to both and, in the case of a continuing offence, to a further fine not exceeding \$15,000 for every day or part thereof during which the offence continues after conviction.

Application for authorisation

20.—(1) A corporation with a permanent establishment in Singapore may apply to the Authority to be authorised as an authorised benchmark submitter.

(2) An application made under subsection (1) shall be –

- (a) made in such form and manner as the Authority may prescribe; and
- (b) accompanied by a non-refundable prescribed application fee which shall be paid in the manner specified by the Authority.

(3) The Authority may require an applicant to furnish it with such information or documents as the Authority considers necessary in relation to the application.

(4) In this section, “permanent establishment” means a fixed or permanent place for carrying on business, whether wholly or partly, including but not limited to, a place of management, a branch or an office.

Power of Authority to authorise and impose conditions or restrictions on benchmark submitters

21.—(1) Where an applicant has made an application under [section \[20\(1\)\]](#), the Authority may authorise the applicant as an authorised benchmark submitter subject to such conditions or restrictions as the Authority may think fit to impose by notice in writing.

(2) The Authority may, at any time, by notice in writing to the authorised benchmark submitter, vary any condition or restriction or impose such further condition or restriction as it may think fit.

(3) An authorised benchmark submitter shall, for the duration of the authorisation, satisfy all conditions and restrictions that may be imposed on it under [subsections \(1\) and \(2\)](#).

(4) Subject to regulations made under this Act, the Authority may refuse to authorise an applicant as an authorised benchmark submitter if —

- (a) the applicant has not provided the Authority with such information or documents relating to it or any person employed by or associated with it for the purposes of carrying out the activity of providing information in relation to a designated benchmark, and to any circumstances likely to affect its manner of carrying out such activity, as the Authority may require;
- (b) any information or document that is furnished by the applicant to the Authority is false or misleading;

- (c) the applicant or its substantial shareholder is in the course of being wound up or otherwise dissolved, whether in Singapore or elsewhere;
- (d) execution against the applicant or its substantial shareholder in respect of a judgment debt has been returned unsatisfied in whole or in part;
- (e) a receiver, a receiver and manager, judicial manager or an equivalent person has been appointed whether in Singapore or elsewhere in relation to, or in respect of, any property of the applicant or its substantial shareholder;
- (f) the applicant or its substantial shareholder has, whether in Singapore or elsewhere, entered into a compromise or scheme of arrangement with its creditors, being a compromise or scheme of arrangement that is still in operation;
- (g) the applicant or its substantial shareholder, or any officer of the corporation —
 - (i) has been convicted, whether in Singapore or elsewhere, of an offence involving fraud or dishonesty or the conviction for which involved a finding that it or he had acted fraudulently or dishonestly; or
 - (ii) has been convicted of an offence under this Act;
- (h) the Authority is not satisfied as to the educational or other qualification or experience of the officers or employees of the applicant having regard to the nature of the duties they are to perform in connection with providing information in relation to a designated benchmark;
- (i) the applicant fails to satisfy the Authority that it is a fit and proper person to be authorised or that all of its officers, employees and substantial shareholders are fit and proper persons;
- (j) the Authority has reason to believe that the applicant may not be able to act in the best interests of the users of the designated benchmark having regard to the reputation, character, financial integrity and reliability of the applicant or its officers, employees or substantial shareholders;
- (k) the Authority is not satisfied as to the financial standing of the applicant or its substantial shareholders or the manner in which the applicant's activity of providing information in relation to a designated benchmark is to be conducted;
- (l) the Authority is not satisfied as to the record of past performance or expertise of the applicant having regard to the nature of the activities which the applicant may carry on in connection with providing information in relation to a designated benchmark;
- (m) there are other circumstances which are likely to —

- (i) lead to the improper conduct in connection with carrying out the activity of providing information in relation to a designated benchmark by the corporation, any of its officers, employees or substantial shareholders; or
 - (ii) reflect discredit on the manner of carrying out the activity of providing information in relation to a designated benchmark by the corporation or its substantial shareholders;
- (o) the Authority has reason to believe that the applicant, or any of its officers or employees, will not carry out the activity of providing information in relation to a designated benchmark efficiently, honestly or fairly;
 - (p) the Authority is of the opinion that it would be contrary to the interests of the public to authorise the applicant ; or
 - (q) a prohibition order under [section \[35\]](#) has been made by the Authority, and remains in force, against the applicant.

(5) Subject to [subsection \(6\)](#), the Authority shall not refuse to authorise an applicant as an authorised benchmark submitter without giving the corporation an opportunity to be heard.

(6) The Authority may refuse to authorise an applicant as an authorised benchmark submitter on any of the following grounds without giving the applicant an opportunity to be heard:

- (a) the applicant is in the course of being wound up or otherwise dissolved, whether in Singapore or elsewhere;
- (b) a receiver, a receiver and manager or an equivalent person has been appointed, whether in Singapore or elsewhere, in relation to or in respect of any property of the applicant;
- (c) the applicant has been convicted, whether in Singapore or elsewhere, of an offence involving fraud or dishonesty or the conviction for which involved a finding that it had acted fraudulently or dishonestly;
- (d) a prohibition order under [section \[35\]](#) has been made by the Authority, and remains in force, against the applicant.

(7) Any authorised benchmark submitter which contravenes [subsection \(3\)](#) shall be guilty of an offence.

General criteria to be taken into account by Authority

22. The Authority may prescribe the criteria which it may take into account for the purposes of deciding –

- (a) whether an applicant referred to in [section \[20\(1\)\]](#) should be authorised as an authorised benchmark submitter; and
- (b) the conditions or restrictions that the Authority may impose under [section \[21\(1\)\]](#) or [\[\(2\)\]](#).

False statements in relation to application for authorisation as authorised benchmark submitter

23. Any person who, in connection with an application for authorisation as an authorised benchmark submitter —

- (a) without reasonable excuse, makes a statement which is false or misleading in a material particular; or
- (b) without reasonable excuse, omits to state any matter or thing without which the application is misleading in a material respect,

shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$50,000.

Notification of change of particulars

24.—(1) Where —

- (a) an authorised or exempt benchmark submitter ceases to carry out the activity of providing information in relation to a designated benchmark; or
- (b) a change occurs in any matter records of which are required by [section \[25\]](#) to be kept in relation to the authorised, exempt or directed benchmark submitter,

the authorised, exempt or directed benchmark submitter shall, not later than 14 days after the occurrence of the event, furnish particulars of the event to the Authority in the prescribed form and manner.

(2) Sub-section (1)(b) shall not apply to an exempt benchmark submitter who does not carry out the activity of providing information in relation to a designated benchmark.

Records of authorised, exempt or directed benchmark submitters

25.—(1) The Authority shall keep in such form as it thinks fit records of authorised, exempt or directed benchmark submitters setting out the following information of each submitter:

- (a) its name;
- (b) the address of the principal place at which it carries out the activity of providing information in relation to a designated benchmark;
- (c) where the activity of providing information in relation to a designated benchmark is carried out under a name or style other than the name of the authorised, exempt or directed benchmark submitter, the name or style under which the activity is carried on; and
- (d) such other information as may be prescribed.

(2) The Authority may publish the information referred to in [subsection \(1\)](#) or any part of it in such manner as it considers appropriate.

Lapsing, revocation and suspension of authorisation as an authorised benchmark submitter

26.—(1) An authorisation as an authorised benchmark submitter shall lapse —

- (a) if the authorised benchmark submitter is wound up or otherwise dissolved, whether in Singapore or elsewhere; or
- (b) in the event of such other occurrence or in such other circumstances as may be prescribed.

(2) The Authority may revoke an authorisation as an authorised benchmark submitter if —

- (a) there exists a ground on which the Authority may refuse an application under [section \[21\]](#);
- (b) the authorised benchmark submitter fails or ceases to carry out the activity of providing information in relation to a designated benchmark;
- (c) the Authority has reason to believe that the authorised benchmark submitter, or any of its officers or employees, has not performed its or his duties efficiently, honestly or fairly;
- (d) the authorised benchmark submitter has contravened any condition or restriction applicable in respect of its authorisation, any written direction issued to it by the Authority under this Act, or any provision in this Act;

- (e) the Authority has reason to believe that the authorised benchmark submitter is carrying out the activity of providing information in relation to a designated benchmark in a manner that is contrary to the interests of the public;
 - (f) the authorised benchmark submitter has furnished any information or document to the Authority that is false or misleading; or
 - (g) a prohibition order under [section \[35\]](#) has been made by the Authority, and remains in force, against the authorised benchmark submitter.
- (3) The Authority may, if it considers it desirable to do so —
- (a) suspend an authorisation as an authorised benchmark submitter for a specific period instead of revoking it under [subsection \(2\)](#); and
 - (b) at any time extend or revoke the suspension.
- (4) Subject to [subsection \(5\)](#), the Authority shall not revoke or suspend an authorisation as an authorised benchmark submitter under [subsection \(2\)](#) or [\(3\)](#) without giving the authorised benchmark submitter an opportunity to be heard.
- (5) The Authority may revoke or suspend an authorisation as an authorised benchmark submitter without giving the authorised benchmark submitter an opportunity to be heard, on any of the following grounds:
- (a) the authorised benchmark submitter is in the course of being wound up or otherwise dissolved, whether in Singapore or elsewhere;
 - (b) a receiver, a receiver and manager or an equivalent person has been appointed, whether in Singapore or elsewhere, for or in respect of any property of the authorised benchmark submitter;
 - (c) the authorised benchmark submitter has been convicted, whether in Singapore or elsewhere, of an offence involving fraud or dishonesty or the conviction for which involved a finding that it had acted fraudulently or dishonestly; or
 - (d) a prohibition order under [section \[35\]](#) has been made by the Authority, and remains in force, against the authorised benchmark submitter.
- (6) Where the Authority has revoked or suspended an authorisation as an authorised benchmark submitter, the authorised benchmark submitter shall —
- (a) in the case of a revocation of the authorisation, immediately inform all its representatives by notice in writing of such revocation, and the representatives who are so informed shall cease to act as representatives of that authorised benchmark submitter; or
 - (b) in the case of a suspension of the authorisation, immediately inform all its representatives by notice in writing of such suspension, and the

representatives who are so informed shall cease to act as representatives of that authorised benchmark submitter during the period of the suspension.

(7) Any authorised benchmark submitter who —

- (a) carries out the activity of providing information in relation to a designated benchmark while its authorisation has lapsed or has been revoked or suspended; or
- (b) contravenes [subsection \(6\)](#),

shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$150,000 and, in the case of a continuing offence, to a further fine not exceeding \$15,000 for every day or part thereof during which the offence continues after conviction.

(8) A lapsing, revocation or suspension of an authorisation as an authorised benchmark submitter shall not operate so as to —

- (a) avoid or affect any agreement, transaction or arrangement relating to the activity of providing information in relation to a designated benchmark entered into by the authorised benchmark submitter, whether the agreement, transaction or arrangement was entered into before, on or after the revocation, suspension or lapsing of the authorisation, as the case may be; or
- (b) affect any right, obligation or liability arising under any such agreement, transaction or arrangement.

Approval of chief executive officer and director of authorised or directed benchmark submitter

27.—(1) Subject to [subsection \(3\)](#), no authorised or directed benchmark submitter shall —

- (a) appoint a person as its chief executive officer or director; or
- (b) change the nature of the appointment of a person as a director from one that is non-executive to one that is executive, unless it has obtained the approval of the Authority.

(2) Where an authorised or directed benchmark submitter has obtained the approval of the Authority to appoint a person as its chief executive officer or director under [subsection \(1\)\(a\)](#), the person may be re-appointed as chief executive officer or director, as the case may be, of the authorised benchmark submitter immediately upon the expiry of the earlier term without the approval of the Authority.

(3) [Subsection \(1\)](#) shall not apply to the appointment of a person as a director of a foreign company, or the change in the nature of the appointment of a person as a

director of a foreign company if, at the time of the appointment or change, the person—

- (a) does not reside in Singapore; and
- (b) is not directly responsible for its carrying out of the activity of providing information in relation to a designated benchmark or any part thereof.

(4) Without prejudice to any other matter that the Authority may consider relevant, the Authority may, in determining whether to grant its approval under [subsection \(1\)](#), have regard to such criteria as may be prescribed or as may be specified in written directions.

(5) Subject to [subsection \(6\)](#), the Authority shall not refuse an application for approval under [subsection \(1\)](#) without giving the authorised or directed benchmark submitter an opportunity to be heard.

(6) The Authority may refuse an application for approval under [subsection \(1\)](#) on any of the following grounds without giving the authorised or directed benchmark submitter an opportunity to be heard:

- (a) the person is an undischarged bankrupt, whether in Singapore or elsewhere;
- (b) a prohibition order under [section \[35\]](#) has been made by the Authority, and remains in force, against the person;
- (c) the person has been convicted, whether in Singapore or elsewhere, of an offence —
 - (i) involving fraud or dishonesty or the conviction for which involved a finding that he had acted fraudulently or dishonestly; and
 - (ii) punishable with imprisonment for a term of 3 months or more.

(7) Where the Authority refuses an application for approval under [subsection \(1\)](#), the Authority need not give the person who was proposed to be appointed an opportunity to be heard.

(8) Without prejudice to the Authority's power to impose conditions or restrictions under [section \[21\]](#), the Authority may, at any time by notice in writing to authorised or directed benchmark submitter, impose on it a condition requiring it to notify the Authority of a change to any specified attribute (such as residence and nature of appointment) of its chief executive officer or director, and vary any such condition.

(9) Any person who contravenes any condition imposed under [subsection \(8\)](#) shall be guilty of an offence.

(10) This section shall not apply to a directed benchmark submitter who if not a directed benchmark submitter, would be an exempt benchmark submitter under [section 30\(1\)](#).

Removal of officer of authorised or directed benchmark submitter

28. —(1) Notwithstanding the provisions of any other written law —

- (a) an authorised or directed benchmark submitter shall not, without the prior written consent of the Authority, permit a person to act as its executive officer; and
- (b) an authorised or directed benchmark submitter which is incorporated in Singapore shall not, without the prior written consent of the Authority, permit a person to act as its director,

if the person —

- (i) has been convicted, whether in Singapore or elsewhere, of an offence committed before, on or after the date of commencement of section 9(1)(j) of the Financial Institutions (Miscellaneous Amendments) Act 2013, being an offence —
 - (A) involving fraud or dishonesty;
 - (B) the conviction for which involved a finding that he had acted fraudulently or dishonestly; or
 - (C) that is specified in the Third Schedule to the Registration of Criminals Act (Cap. 268);
- (ii) is an undischarged bankrupt, whether in Singapore or elsewhere;
- (iii) has had execution against him in respect of a judgment debt returned unsatisfied in whole or in part;
- (iv) has, whether in Singapore or elsewhere, entered into a compromise or scheme of arrangement with his creditors, being a compromise or scheme of arrangement that is still in operation;
- (v) has had a prohibition order under section 59 of the Financial Advisers Act (Cap. 110), section 35V of the Insurance Act (Cap. 142) or section [35] or section 101A made against him that remains in force; or
- (vi) has been a director of, or directly concerned in the management of, a regulated financial institution, whether in Singapore or elsewhere —
 - (A) which is being or has been wound up by a court; or
 - (B) the approval, authorisation, designation, recognition, registration or licence of which has been withdrawn, cancelled or revoked by the Authority or, in the case of a regulated financial

institution in a foreign country or territory, by the regulatory authority in that foreign country or territory.

(2) Notwithstanding the provisions of any other written law, where the Authority is satisfied that a director of an authorised benchmark submitter which is incorporated in Singapore, or an executive officer of an authorised benchmark submitter —

- (a) has wilfully contravened or wilfully caused the holder to contravene any provision of this Act;
- (b) has, without reasonable excuse, failed to secure the compliance of the authorised benchmark submitter with this Act, the Monetary Authority of Singapore Act (Cap. 186) or any of the written laws set out in the Schedule to that Act; or
- (c) has failed to discharge any of the duties of his office,

the Authority may, if it thinks it necessary in the interests of the public or a section of the public or users of a designated benchmark or for the protection of investors, by notice in writing to the authorised benchmark submitter, direct the authorised benchmark submitter to remove the director or executive officer, as the case may be, from his office or employment within such period as may be specified by the Authority in the notice, and the holder shall comply with the notice.

(3) Without prejudice to any other matter that the Authority may consider relevant, the Authority shall, when determining whether a director or an executive officer of an authorised benchmark submitter has failed to discharge the duties of his office for the purposes of subsection (2)(c), have regard to such criteria as may be prescribed or as may be specified in written directions.

(4) The Authority shall not direct an authorised benchmark submitter to remove a person from his office under subsection (2) without giving the authorised benchmark submitter an opportunity to be heard.

(5) Where the Authority directs an authorised benchmark submitter to remove a person from his office or employment under subsection (2), the Authority need not give that person an opportunity to be heard.

(6) No criminal or civil liability shall be incurred by —

- (a) an authorised benchmark submitter; or
- (b) any person acting on behalf of the authorised benchmark submitter,

in respect of anything done (including any statement made) or omitted to be done with reasonable care and in good faith in the discharge or purported discharge of its obligations under this section.

(7) In this section, unless the context otherwise requires —

“regulated financial institution” means a person who carries on a business, the conduct of which is regulated or authorised by the Authority or, if it is carried on in Singapore, would be regulated or authorised by the Authority;

“regulatory authority”, in relation to a foreign country or territory, means an authority of the foreign country or territory exercising any function that corresponds to a regulatory function of the Authority under this Act, the Monetary Authority of Singapore Act or any of the written laws set out in the Schedule to that Act.

(8) This section shall not apply to a directed benchmark submitter who if not a directed benchmark submitter, would be an exempt benchmark submitter under section [32(1)].

Appeals

29.—(1) Subject to [subsection \(2\)](#), any person who is aggrieved by —

- (a) the refusal of the Authority to authorise the person as an authorised benchmark submitter;
- (b) the revocation or suspension of an authorisation as an authorised benchmark submitter by the Authority;
- (c) the refusal of the Authority to grant an approval to an authorised benchmark submitter to appoint a person as its chief executive officer or director; or
- (d) the direction of the Authority to an authorised benchmark submitter to remove an officer from his office or employment,

may within 30 days after it is notified of the decision of the Authority, appeal to the Minister whose decision shall be final.

(2) An appeal under [subsection \(1\)\(c\)](#) or [\(d\)](#) may only be made by the authorised benchmark submitter.

Control of take-over of an authorised or directed benchmark submitter

30. —(1) This section applies to all individuals whether resident in Singapore or not and whether citizens of Singapore or not, and to all bodies corporate or unincorporate, whether incorporated or carrying on business in Singapore or not.

(2) No person shall enter into any arrangement in relation to shares in the authorised or directed benchmark submitter that is a company by virtue of which he would, if the arrangement is carried out, obtain effective control of the authorised or

directed benchmark submitter, unless he has obtained the prior approval of the Authority to his entering into the arrangement.

(3) An application for the Authority's approval under [subsection \(2\)](#) shall be made in writing, and the Authority may approve the application if the Authority is satisfied that —

- (a) the applicant is a fit and proper person to have effective control of the authorised or directed benchmark submitter;
- (b) having regard to the applicant's likely influence, the authorised or directed benchmark submitter is likely to continue to carry out the activity of providing information in relation to a designated benchmark prudently and comply with the provisions of this Act and directions made thereunder in relation to the activity of providing information in relation to a designated benchmark ; and
- (c) the applicant satisfies such other criteria as may be prescribed or as may be specified in written directions by the Authority.

(4) Any approval under [subsection \(3\)](#) may be granted to the applicant subject to such conditions as the Authority may determine, including any condition —

- (a) restricting his disposal or further acquisition of shares or voting power in the authorised or directed benchmark submitter or
- (b) restricting his exercise of voting power in the authorised or directed benchmark submitter, and the applicant shall comply with such conditions.

(5) Any condition imposed under subsection (4) shall have effect notwithstanding any provision of the Companies Act (Cap. 50) or anything contained in the memorandum or articles of association of the authorised or directed benchmark submitter.

(6) For the purposes of this section and [section \[31\]](#) —

- (a) a reference to a person entering into an arrangement in relation to shares of an authorised or directed benchmark submitter includes —
 - (i) entering into an agreement or any formal or informal scheme, arrangement or understanding, to acquire those shares;
 - (ii) making or publishing a statement, however expressed, that expressly or impliedly invites the holder of those shares to offer to dispose of his shares to the first person;
 - (iii) the first person obtaining a right to acquire shares under an option, or to have shares transferred to himself or to his order, whether the right is exercisable presently or in the future and whether on fulfilment of a condition or not; and

- (iv) becoming a trustee of a trust in respect of those shares;
- (b) a person shall be regarded as obtaining effective control of the authorised or directed benchmark submitter by virtue of an arrangement if the person alone or acting together with any connected person would, if the arrangement is carried out —
 - (i) acquire or hold, directly or indirectly, 20% or more of the issued share capital of the authorised or directed benchmark submitter; or
 - (ii) control, directly or indirectly, 20% or more of the voting power in the authorised or directed benchmark submitter; and
- (c) a reference to the voting power in the authorised or directed benchmark submitter is a reference to the total number of votes that may be cast in a general meeting of the holder.

(7) Any person who contravenes [subsection \(2\)](#) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$150,000 or to imprisonment for a term not exceeding 3 years or to both.

(8) This section shall not apply to a directed benchmark submitter who if not a directed benchmark submitter, would be an exempt benchmark submitter under [section \[32\(1\)\]](#).

Objection to control of an authorised or directed benchmark submitter

31. —(1) The Authority may serve a written notice of objection on —

- (a) any person required to obtain the Authority’s approval or who has obtained the approval under [section \[30\]](#); or
- (b) any person who, whether before, on or after the date of commencement of this section, either alone or together with any connected person, holds, directly or indirectly, 20% or more of the issued share capital of the authorised or directed benchmark submitter or controls, directly or indirectly, 20% or more of the voting power in the holder, if the Authority is satisfied that —
 - (i) any condition of approval imposed on the person under [section \[30\(4\)\]](#) has not been complied with;
 - (ii) the person is not or ceases to be a fit and proper person to have effective control of the authorised or directed benchmark submitter;
 - (iii) having regard to the likely influence of the person, the authorised or directed benchmark submitter is not able to or is no longer

likely to carry out the activity of providing information in relation to a designated benchmark prudently and comply with the provisions of this Act and directions made thereunder in relation to the activity of providing information in relation to a designated benchmark;

- (iv) the person does not or ceases to satisfy such criteria as may be prescribed;
- (v) the person has furnished false or misleading information or documents in connection with an application under [section \[30\]](#); or
- (vi) the Authority would not have granted its approval under [section \[30\]](#) had it been aware, at that time, of circumstances relevant to the person's application for such approval.

(2) The Authority shall not serve a notice of objection on any person without giving the person an opportunity to be heard, except in the following circumstances:

- (a) the person is in the course of being wound up or otherwise dissolved or, in the case of an individual, is an undischarged bankrupt whether in Singapore or elsewhere;
- (b) a receiver, a receiver and manager, a judicial manager or an equivalent person has been appointed, whether in Singapore or elsewhere, in relation to or in respect of any property of the person;
- (c) a prohibition order under [section \[35\]](#) has been made by the Authority, and remains in force, against the person;
- (d) the person has been convicted, whether in Singapore or elsewhere, of any offence involving fraud or dishonesty or the conviction for which involved a finding that the person had acted fraudulently or dishonestly.

(3) The Authority shall, in any written notice of objection, specify a reasonable period within which the person to be served the written notice of objection shall —

- (a) take such steps as are necessary to ensure that he ceases to be a party to the arrangement described in [section \[30 \(2\)\]](#) or ceases to have control of an authorised or directed benchmark submitter in the manner described in subsection (1)(b); or
- (b) comply with such other requirements as the Authority may specify in written directions.

(4) Any person served with a notice of objection under this section shall comply with the notice.

(5) Any person who contravenes subsection (4) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$150,000 or to imprisonment for a term not exceeding 3 years or to both.

(6) This section shall not apply to a directed benchmark submitter who if not a directed benchmark submitter, would be an exempt benchmark submitter under [section \[32\(1\)\]](#).

Exemptions from requirement to be authorised as an authorised benchmark submitter

32.—(1) The following persons shall be exempted from the requirement to be authorised as an authorised benchmark submitter to carry out the activity of providing information in relation to a designated benchmark:

- (a) any bank licensed under the [Banking Act \(Cap. 19\)](#);
- (b) any merchant bank approved as a financial institution under the [Monetary Authority of Singapore Act \(Cap. 186\)](#);
- (c) any finance company licensed under the [Finance Companies Act \(Cap. 108\)](#);
- (d) any company or co-operative society licensed under the [Insurance Act \(Cap. 142\)](#);
- (e) any securities exchange, futures exchange, recognised market operator or approved holding company;
- (f) any approved or recognised clearing house;
- (g) any holder of a capital markets services licence;
- (h) any financial adviser licensed under the [Financial Advisers Act \(Cap.110\)](#) and
- (g) such other person or class of persons as may be exempted by the Authority

but does not include a directed benchmark submitter.

(2) Where a person acts as a representative of an exempt benchmark submitter, he shall be exempted from the requirement to be authorised as an authorised benchmark submitter to carry out the activity of providing information in relation to a designated benchmark, in so far as:

- (a) the type and scope of the activity of providing information in relation to a designated benchmark are within the type and scope of, or are the same as, that carried out by the exempt benchmark submitter (in his capacity as an exempt benchmark submitter); and

- (b) the manner in which the exempt benchmark submitter carries out the activity of providing information in relation to a designated benchmark is the same as the manner in which the exempt benchmark submitter (in his capacity as an exempt benchmark submitter) carries out the activity of providing information in relation to a designated benchmark.

(4) The Authority may by regulations or by notice in writing impose such conditions or restrictions on an exempt benchmark submitter or its representative in relation to the activity of providing information in relation to a designated benchmark or any related matter as the Authority thinks fit and the exempt benchmark submitter or its representative, as the case may be, shall comply with such conditions or restrictions.

(5) Any exempt benchmark submitter or representative of an exempt benchmark submitter, who contravenes any condition or restriction imposed under [subsection \(4\)](#) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$50,000 and, in the case of a continuing offence, to a further fine not exceeding \$5,000 for every day or part thereof during which the offence continues after conviction.

(6) The Authority may withdraw an exemption granted to any person under this section —

- (a) if it contravenes any provision of this Act which is applicable to it or any condition or restriction imposed on it under [subsection \(4\)](#);
- (b) if it contravenes any direction issued to it under [section \[34\]](#); or
- (c) if the Authority considers that it is carrying on the activity of providing information in relation to a designated benchmark in a manner that is, in the opinion of the Authority, contrary to the public interest or the interest of the users of a designated benchmark.

(7) Where the Authority withdraws an exemption granted to any person under this section, the Authority need not give the person an opportunity to be heard.

(8) A withdrawal under [subsection \(6\)](#) of an exemption granted to any person shall not operate so as to —

- (a) avoid or affect any agreement, transaction or arrangement relating to the activity of providing information in relation to a designated benchmark entered into by the person, whether the agreement, transaction or arrangement was entered into before or after, the withdrawal of the exemption; or
- (b) affect any right, obligation or liability arising under any such agreement, transaction or arrangement.

(9) A person that is aggrieved by a decision of the Authority made under [subsection \(6\)](#) may, within 30 days after it is notified of the decision of the Authority, appeal to the Minister whose decision shall be final.