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CFTC Grants Substituted Swaps Compliance for Six Foreign Jurisdictions

In 2013, the Commodity Futures Trading Commission (CFTC) adopted final guidance describing the circumstances in which the Dodd-Frank Act requirements will apply to cross-border swap activities (Guidance).¹ In conjunction with the Guidance, the CFTC issued an interim exemptive order phasing in the implementation of its Guidance (Exemptive Order).² Since then, the CFTC has taken various other actions on cross-border swap activities that have resulted in a complicated mosaic of compliance obligations. Attached to this client alert are **four tables** showing the current compliance status of the CFTC's swap regulations for cross-border swaps activities.

Delayed and Substituted Compliance

The Exemptive Order delayed compliance with certain CFTC swap rules for non-U.S. swap dealers (non-U.S. SDs), non-U.S. major swap participants (non-U.S. MSPs) and foreign branches of U.S. banks that are SD/MSPs (Foreign Branches) established in six jurisdictions: Australia (AU), Canada (CA), the European Union (EU), Japan (JP), Hong Kong (HK) and Switzerland (CH) (collectively the Six Jurisdictions). You can find Skadden's analysis of the CFTC's Guidance and Exemptive Order [here](#).³

The Exemptive Order also permitted non-U.S. SD/MSPs and Foreign Branches to comply with local rules, if any, while the CFTC assessed whether the rules in each of the Six Jurisdictions were "comparable to and as comprehensive as" CFTC rules. If the rules were found to be comparable and comprehensive, the CFTC would permit "substituted compliance" with the home jurisdiction's rules in lieu of CFTC rules.

On December 21, 2013, the Exemptive Order expired. In the following days, the CFTC issued a series of substituted compliance determinations and related staff no-action letters. In general, the CFTC granted substituted compliance to non-U.S. SD/MSPs and Foreign Branches established in each of the Six Jurisdictions, but only for several of the CFTC's internal business conduct standards.⁴ The CFTC did not make substituted compliance determinations for many other key CFTC regulations that affect SD/MSPs and non-SD/MSPs (e.g., small banks, funds, and commercial end-users) including: mandatory swap clearing, mandatory swap trade execution, real-time swap reporting, regulatory swap reporting and swap recordkeeping requirements. The result of this is a confused set of compliance obligations that vary depending on the status of the parties, whether such rules are eligible for a substituted compliance determination and whether CFTC staff has issued any relevant no-action letters or advisories.

Request for Comment on Staff Advisory

On January 3, 2014, the CFTC also issued a **Request for Comment**⁵ on a **CFTC Staff Advisory** from November 2013.⁶ The Staff Advisory stated that the Guidance requires a non-U.S. SD to comply with particular CFTC regulations when it enters into a swap with a non-U.S. counterparty if the swap is arranged, negotiated or executed by personnel or agents of the non-U.S. SD located in the U.S. Comments are due by March 10, 2014.

Pending Litigation

Three industry associations recently challenged the validity of the CFTC’s Guidance in federal district court. The suit alleges that the CFTC did not properly adopt the Guidance pursuant to the requirements of the Commodity Exchange Act and Administrative Procedure Act, and the complaint requests broad relief, including that the Guidance be vacated.⁷ The outcome of the suit may have a material impact on any compliance obligations identified in the Guidance.

Cross-Border Compliance Tables

The tables on Page 4 set out the current compliance status of CFTC swap rules based on the CFTC’s substituted compliance determinations to date, the Staff Advisory and relevant staff no-action letters. The Guidance categorizes each of the substantive rule requirements (*e.g.*, mandatory clearing) into two subsets: Entity-Level Requirements and Transaction-Level Requirements. The chart below describes which Entity-Level Requirements or Transaction-Level Requirements only apply to SD/MSPs or apply to any person that is a swap market participant.

	Entity-Level Requirements	Transaction-Level Requirements
Applicable to Any Person	Swap Data Repository (SDR) Reporting	Mandatory Clearing
	Historical Swap Reporting	Mandatory Trade-Execution
	Swap Recordkeeping (Parts 45 & 46)	Real-Time Reporting
	Large Trader Reporting For Physical Commodity Swaps	
Applicable Only to SD/MSPs	Capital Adequacy	Daily Trading Records
	Chief Compliance Officer	Trade Confirmation
	Risk Management	Portfolio Reconciliation and Compression
	Swap Recordkeeping (Part 23)	Swap Trade Relationship Documentation
		End-User Exception Documentation
		External Business Conduct Standards
		Margin and Segregation

Each table specifies the kinds of swap counterparties that are relevant when determining the current compliance status for that particular category of rulemakings, following the kinds of counterparties considered by the CFTC in its Guidance.⁸

The tables identify the current status of CFTC relief either by: (1) “substituted compliance” with home jurisdiction rules (in lieu of compliance with CFTC rules); (2) “no-action relief” where CFTC staff has issued no action letters that further delay compliance with the identified Entity-Level or Transaction-Level requirements; or (3) “not applicable” where according to the Guidance the entity does not have to comply, or the swap between the relevant parties does not trigger compliance, with a specific requirement.

Since substituted compliance is not available to U.S. persons for Entity-Level Requirements, and substituted compliance with Transaction-Level Requirements is not available for swaps entered into with at least one U.S. person (other than a Foreign Branch), these circumstances are not addressed in the tables. Keep in mind that, except where it is noted in the table as “Not Yet In Effect,” U.S. persons already are required to comply with Entity-Level Requirements and compliance with Transaction-Level Requirements is required already for swaps entered into with at least one U.S. person (other than a Foreign Branch).

As we progress into 2014, we expect additional developments related to the CFTC’s cross-border application of its rules. We will provide further updates as additional information becomes available.

END NOTES

- 1 Interpretive Guidance and Policy Statement Regarding Compliance With Certain Swap Regulations, *78 Fed. Reg. 45292* (July 26, 2013).
- 2 Exemptive Order Regarding Compliance With Certain Swap Regulations, *78 Fed. Reg. 43785* (July 22, 2013).
- 3 Skadden Client Alert: CFTC Issues Final Guidance and Accompanying Exemptive Order on Cross-Border Application of Certain Swap Regulations (July 31, 2013), *available at* http://www.skadden.com/sites/default/files/publications/CFTC_Issues_Final_Cross_Border_Guidance_and_Accompanying_Exemptive_Order.pdf.
- 4 See Table: Entity-Level Requirements Applicable to SD/MSPs.
- 5 Request for Comment on Application of Commission Regulations to Swaps Between Non-U.S. Swap Dealers and Non-U.S. Counterparties Involving Personnel or Agents of the Non-U.S. Swap Dealers Located in the United States, *79 Fed. Reg. 1347* (Jan. 8, 2014).
- 6 CFTC Staff Advisory No. 13-69 (Nov. 14, 2013), *available at* <http://www.cftc.gov/PressRoom/PressReleases/pr6771-13>.
- 7 *Securities Industry and Financial Markets Association et al. v. CFTC*, 1:13-cv-01916-ESH (D.D.C. Dec. 4, 2013).
- 8 For a description of the categories of counterparties, such as a U.S. person, conduit affiliate or guaranteed affiliate, as well as other terms used in this client alert and the tables on the following pages, see the *Skadden Client Alert on CFTC Cross-Border Guidance*.

Substituted Compliance Determinations:

Entity-Level Requirements Applicable to Any Person

	Non-U.S. SD/MSP					
	Non-U.S. SD/MSP (Ultimate parent is <u>not</u> a U.S. SD, U.S. MSP, U.S. bank, U.S. financial holding company, or U.S. bank holding company)	Non-U.S. SD/MSP (Ultimate parent <u>is</u> a U.S. SD, U.S. MSP, U.S. bank, U.S. financial holding company, or U.S. bank holding company)	Foreign Branch of a U.S. Bank	Non-SD/MSP, Non-U.S. Person that is a Conduit Affiliate	Non-SD/MSP, Non-U.S. Person that is a Guaranteed Affiliate	Non-SD/MSP, Non-U.S. person (not a Conduit Affiliate or Guaranteed Affiliate)
SDR Reporting						
Part 45						
U.S. Person	Compliance required as of relevant compliance date for U.S. persons.					
Foreign Branch of U.S. Bank that is an SD/MSP	Compliance required as of relevant compliance date for U.S. persons					
Non-U.S. Person that is a Guaranteed Affiliate of a U.S. Person	No-Action relief delays compliance until March 3, 2014 (no relief for HK).	Compliance required as of relevant compliance date for U.S. persons	Compliance required as of October 9th, 2013.†	Compliance required as of October 9th, 2013.	Not Applicable	
Non-U.S. Person that is a Conduit Affiliate of a U.S. Person	No-Action relief delays compliance until March 3, 2014 (no relief for HK).	Compliance required as of relevant compliance date for U.S. persons	Compliance required as of October 9th, 2013.†	Compliance required as of October 9th, 2013.†	Not Applicable	
Non-U.S. Person that is Not a Guaranteed or Conduit Affiliate of a U.S. Person	No-Action relief delays compliance until the earlier of December 1, 2014 or 30 days after a substituted compliance determination (no relief for HK).	Compliance required as of relevant compliance date for U.S. persons	Not Applicable	Not Applicable	Not Applicable	

† If the swap is of a type or class subject to the CFTC's clearing mandate and at least one of the parties has elected the Inter-Affiliate Clearing Exemption (Rule 50.52) for another transaction, then the swap is subject to, and only subject to, the conditions of Rule 50.52 (e.g., clearing) and CFTC Real-Time Reporting requirements (Part 43). However, the language in the Federal Register notice could be read to support a different result. See 77 Fed. Reg. 45292, 45359.

Substituted Compliance Determinations:

Entity-Level Requirements Applicable to Any Person

	Non-U.S. SD/MSP		Foreign Branch of a U.S. Bank	Non-SD/MSP, Non-U.S. Person that is a Conduit Affiliate	Non-SD/MSP, Non-U.S. Person that is a Guaranteed Affiliate	Non-SD/MSP, Non-U.S. person (not a Conduit Affiliate or Guaranteed Affiliate)
	Non-U.S. SD/MSP (Ultimate parent is <u>not</u> a U.S. SD, U.S. MSP, U.S. bank, U.S. financial holding company, or U.S. bank holding company)	Non-U.S. SD/MSP (Ultimate parent is <u>is</u> a U.S. SD, U.S. MSP, U.S. bank, U.S. financial holding company, or U.S. bank holding company)				
Historical Swap Reporting						
Part 46						
U.S. Person	Compliance required as of relevant compliance date for U.S. persons.					
Foreign Branch of U.S. Bank that is an SD/MSP	Compliance required as of relevant compliance date for U.S. persons					
Non-U.S. Person that is a Guaranteed Affiliate of a U.S. Person	No-Action relief delays compliance until April 2, 2014 (no relief for HK).	Compliance required as of relevant compliance date for U.S. persons	Compliance required as of October 9th, 2013.†	Compliance required as of October 9th, 2013.	Not Applicable	
Non-U.S. Person that is a Conduit Affiliate of a U.S. Person	No-Action relief delays compliance until April 2, 2014 (no relief for HK).	Compliance required as of relevant compliance date for U.S. persons	Compliance required as of October 9th, 2013.†	Compliance required as of October 9th, 2013.†	Not Applicable	
Non-U.S. Person that is Not a Guaranteed or Conduit Affiliate of a U.S. Person	No-Action relief delays compliance until the earlier of December 1, 2014 or 30 days after a substituted compliance determination (no relief for HK).	Compliance required as of relevant compliance date for U.S. persons	Not Applicable	Not Applicable	Not Applicable	

† If the swap is of a type or class subject to the CFTC's clearing mandate and at least one of the parties has elected the Inter-Affiliate Clearing Exemption (Rule 50.52) for another transaction, then the swap is subject to, and only subject to, the conditions of Rule 50.52 (e.g., clearing) and CFTC Real-Time Reporting requirements (Part 43). However, the language in the Federal Register notice could be read to support a different result. See 77 Fed. Reg. 45292, 45359.

Substituted Compliance Determinations:

Entity-Level Requirements Applicable to Any Person

	Non-U.S. SD/MSP						
	Non-U.S. SD/MSP (Ultimate parent is <u>not</u> a U.S. SD, U.S. MSP, U.S. bank, U.S. financial holding company, or U.S. bank holding company)	Non-U.S. SD/MSP (Ultimate parent <u>is</u> a U.S. SD, U.S. MSP, U.S. bank, U.S. financial holding company, or U.S. bank holding company)	Foreign Branch of a U.S. Bank	Non-SD/MSP, Non-U.S. Person that is a Conduit Affiliate	Non-SD/MSP, Non-U.S. Person that is a Guaranteed Affiliate	Non-SD/MSP, Non-U.S. person (not a Conduit Affiliate or Guaranteed Affiliate)	
Swap Recordkeeping 45.2, 45.6, 46.2, 46.4							
U.S. Person	Compliance required as of relevant compliance date for U.S. persons.						
Foreign Branch of U.S. Bank that is an SD/MSP	Compliance required as of relevant compliance date for U.S. persons						
Non-U.S. Person that is a Guaranteed Affiliate of a U.S. Person	Compliance Required as of December 21, 2013	Compliance required as of relevant compliance date for U.S. persons			Compliance required as of October 9th, 2013.†	Compliance required as of October 9th, 2013.	Not Applicable
Non-U.S. Person that is a Conduit Affiliate of a U.S. Person	Compliance Required as of December 21, 2013	Compliance required as of relevant compliance date for U.S. persons			Compliance required as of October 9th, 2013.†	Compliance required as of October 9th, 2013.†	Not Applicable
Non-U.S. Person that is Not a Guaranteed or Conduit Affiliate of a U.S. Person	Compliance Required as of December 21, 2013	Compliance required as of relevant compliance date for U.S. persons			Not Applicable	Not Applicable	Not Applicable

† If the swap is of a type or class subject to the CFTC's clearing mandate and at least one of the parties has elected the Inter-Affiliate Clearing Exemption (Rule 50.52) for another transaction, then the swap is subject to, and only subject to, the conditions of Rule 50.52 (e.g., clearing) and CFTC Real-Time Reporting requirements (Part 43). However, the language in the Federal Register notice could be read to support a different result. See 77 Fed. Reg. 45292, 45359.

Substituted Compliance Determinations:

Entity-Level Requirements Applicable to Any Person

	Non-U.S. SD/MSP		Foreign Branch of a U.S. Bank	Non-SD/MSP, Non-U.S. Person that is a Conduit Affiliate	Non-SD/MSP, Non-U.S. Person that is a Guaranteed Affiliate	Non-SD/MSP, Non-U.S. person (not a Conduit Affiliate or Guaranteed Affiliate)
	Non-U.S. SD/MSP (Ultimate parent is <u>not</u> a U.S. SD, U.S. MSP, U.S. bank, U.S. financial holding company, or U.S. bank holding company)	Non-U.S. SD/MSP (Ultimate parent <u>is</u> a U.S. SD, U.S. MSP, U.S. bank, U.S. financial holding company, or U.S. bank holding company)				

Large Trader Reporting for Physical Commodity Swaps Part 20

U.S. Person	Compliance required as of relevant compliance date for U.S. persons.	
Foreign Branch of U.S. Bank that is an SD/MSP	Compliance Required as of July 12, 2013	Compliance required as of relevant compliance date for U.S. persons
Non-U.S. Person that is a Guaranteed or Conduit Affiliate of a U.S. Person	Compliance Required as of July 12, 2013	Compliance required as of relevant compliance date for U.S. persons
Non-U.S. Person that is Not a Guaranteed or Conduit Affiliate of a U.S. Person	Compliance Required as of July 12, 2013	Compliance required as of relevant compliance date for U.S. persons

Substituted Compliance Determinations:

Transaction-Level Requirements Applicable to Any Person

	Non-U.S. SD/MSP established in AU, CA, CH, EU, HK, JP	Non-U.S. SDs using personnel or agents located in the U.S. to arrange, negotiate, or execute such swaps	U.S. Branch of a Non-U.S. SD/MSP	Foreign Branch of a U.S. Bank that is an SD/MSP located in:			Non-SD/MSP, Non-U.S. Person that is a Conduit Affiliate	Non-SD/MSP, Non-U.S. Person that is a Guaranteed Affiliate	Non-SD/MSP, Non-U.S. person (not a Conduit Affiliate or Guaranteed Affiliate)
				AU, CA, CH, EU, HK, JP	Any jurisdiction other than AU, CA, CH, EU, HK, & JP, and the total notional of all the SD's swap dealing in branches outside these jurisdictions and the US is >5% the SD's aggregate notional swap dealing.	Any jurisdiction other than AU, CA, CH, EU, HK, & JP, as long as total notional of all the SD's swap dealing in branches outside these jurisdictions and the US is ≤ 5% the SD's aggregate notional swap dealing.			
Clearing & Swap Processing Part 50, 23.506, 23.610									
U.S. Person	Compliance required as of relevant compliance date for U.S. persons.								
Foreign Branch of U.S. Bank that is an SD/MSP	Compliance required as of December 21, 2013	Compliance requirement clarified on November 14, 2013	Compliance required as of July 12, 2013	Compliance required as of December 21, 2013	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.	Refer to Columns on Foreign Branches		
Non-U.S. Person that is a Guaranteed Affiliate of a U.S. Person	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.	Compliance required on the later of October 9, 2013 or relevant compliance date for U.S. persons.	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.†	Compliance required as of October 9th, 2013.	Not Applicable
Non-U.S. Person that is a Conduit Affiliate of a U.S. Person	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.	Compliance required on the later of October 9, 2013 or relevant compliance date for U.S. persons.	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.†	Compliance required as of October 9th, 2013.†	Not Applicable
Non-U.S. Person that is Not a Guaranteed or Conduit Affiliate of a U.S. Person	Not Applicable	No-Action relief delays compliance until September 15, 2014.	Compliance required on the later of July 12, 2013 or relevant compliance date for U.S. persons.	Compliance required as of December 21, 2013	Compliance required as of October 9th, 2013.	Keep records showing that notional swap dealing is ≤ 5%. Comply with local laws.	Not applicable, unless the Inter-Affiliate Clearing Exemption (Rule 50.52) is elected for another transaction, then compliance with the conditions of the Inter-Affiliate Clearing Exemption (e.g., clearing) required as of October 9th, 2013.	Not Applicable	Not Applicable

† If the swap is of a type or class subject to the CFTC's clearing mandate and at least one of the parties has elected the Inter-Affiliate Clearing Exemption (Rule 50.52) for another transaction, then the swap is subject to, and only subject to, the conditions of Rule 50.52 (e.g., clearing) and CFTC Real-Time Reporting requirements (Part 43). However, the language in the Federal Register notice could be read to support a different result. See 77 Fed. Reg. 45292, 45359.

Substituted Compliance Determinations:

Transaction-Level Requirements Applicable to Any Person

Trade Execution 37.12 and 38.11										
	Non-U.S. SD/MSP established in AU, CA, CH, EU, HK, JP	Non-U.S. SDs using personnel or agents located in the U.S. to arrange, negotiate, or execute such swaps	U.S. Branch of a Non-U.S. SD/MSP	Foreign Branch of a U.S. Bank that is an SD/MSP located in:				Non-SD/MSP, Non-U.S. Person that is a Conduit Affiliate	Non-SD/MSP, Non-U.S. Person that is a Guaranteed Affiliate	Non-SD/MSP, Non-U.S. person (not a Conduit Affiliate or Guaranteed Affiliate)
				AU, CA, CH, EU, HK, JP	Any jurisdiction other than AU, CA, CH, EU, HK, & JP, and the total notional of all the SD's swap dealing in branches outside these jurisdictions and the US is >5% the SD's aggregate notional swap dealing.	Any jurisdiction other than AU, CA, CH, EU, HK, & JP, as long as total notional of all the SD's swap dealing in branches outside these jurisdictions and the US is ≤ 5% the SD's aggregate notional swap dealing.				
Real-Time Reporting 23.205 & Part 43										
U.S. Person	Compliance required as of compliance date for U.S. persons.									
Foreign Branch of U.S. Bank that is an SD/MSP	Compliance required as of December 21, 2013	Compliance requirement clarified on November 14, 2013	Compliance required as of July 12, 2013	Compliance required as of December 21, 2013	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.	Refer to Columns on Foreign Branches			
Non-U.S. Person that is a Guaranteed Affiliate of a U.S. Person	Compliance required as of September 30, 2013.	Compliance required as of September 30, 2013.	Compliance required as of July 12, 2013	Compliance required as of September 30, 2013.	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.	Not Applicable	
Non-U.S. Person that is a Conduit Affiliate of a U.S. Person	Compliance required as of September 30, 2013.	Compliance required as of September 30, 2013.	Compliance required as of July 12, 2013	Compliance required as of September 30, 2013.	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.	Compliance required as of October 9th, 2013.	Not Applicable	
Non-U.S. Person that is Not a Guaranteed or Conduit Affiliate of a U.S. Person	Not Applicable	No-Action relief delays compliance until September 15, 2014.	Compliance required as of July 12, 2013	Compliance required as of December 21, 2013	Compliance required as of October 9th, 2013.	Keep records showing that notional swap dealing is ≤ 5%. Comply with local laws.	Not Applicable	Not Applicable	Not Applicable	



† If the swap is of a type or class subject to the CFTC's clearing mandate and at least one of the parties has elected the Inter-Affiliate Clearing Exemption (Rule 50.52) for another transaction, then the swap is subject to, and only subject to, the conditions of Rule 50.52 (e.g., clearing) and CFTC Real-Time Reporting requirements (Part 43). However, the language in the Federal Register notice could be read to support a different result. See 77 Fed. Reg. 45292, 45359.

Substituted Compliance Determinations:

Entity-Level Requirements Only Applicable to SD/MSPs

	Non-U.S. SD or MSP					
	AU	CA	EU	JP	CH	HK
Capital Adequacy Rules						
Capital Adequacy Rules	Not Yet In Effect					
Chief Compliance Officer						
CCO Rules 3.3(a)-(d), (g)	Substitute Compliance					
Annual Compliance Report 3.3(e)	Compliance Required as of December 21, 2013	Substituted Compliance				
CEO/CCO Certification of Annual Compliance Report 3.3(f)	Compliance Required as of December 21, 2013					
Swap Data Recordkeeping						
Swap Data Recordkeeping 23.201, ¹ 23.203	Substituted Compliance ²			Substituted Compliance	Substituted Compliance ²	
Risk Management						
Risk Management Program 23.600 (except 23.600(c)(2))	Substituted Compliance					
Periodic Risk Exposure Reports 23.600(c)(2)	Comply (No-Action Relief Delays Compliance Until March 3, 2014)					Compliance Required as of December 21, 2013
Position Limits / Supervision / Business Continuity 23.601 – 23.603	Substituted Compliance					
Conflict of Interest Policies & Procedures 23.605	Substituted Compliance					
Business Records Availability for Disclosure and Inspection 23.606	Substituted Compliance ²			Substituted Compliance	Substituted Compliance ²	
Restrictions on Counterparty Clearing Relationships 23.608	Comply (No-Action Relief Delays Compliance Until March 3, 2014)					Compliance Required as of December 21, 2013
Clearing Member Risk Management 23.609	Substituted Compliance				Comply (No-Action Relief Delays Compliance Until March 3, 2014)	Compliance Required as of December 21, 2013

¹ The substituted compliance with Rule 23.201(b)(3) [complaints] and 23.201(b)(4) [marketing materials] is not available for swaps with a counterparty that is a U.S. person.

² The CFTC substituted compliance determination does not extend to an SD/MSP's obligation to provide direct access to or produce records required to be maintained.

Substituted Compliance Determinations:

Transaction-Level Requirements Only Applicable to SD/MSPs

	Non-U.S. SD/MSP			Non-U.S. SDs using personnel or agents located in the U.S. to arrange, negotiate, or execute such swaps	U.S. Branch of a Non-U.S. SD	Foreign Branch of U.S. Bank that is an SD/MSP located in:				
	AU, CA, CH, HK	EU	JP			AU, CA, CH, HK	EU	JP	Any jurisdiction other than AU, CA, CH, EU, HK, & JP, and the total notional of all the SD's swap dealing in branches outside these jurisdictions and the US is >5% the SD's aggregate notional swap dealing.	Any jurisdiction other than AU, CA, CH, EU, HK, & JP, as long as total notional of all the SD's swap dealing in branches outside these jurisdictions and the US is ≤ 5% the SD's aggregate notional swap dealing.
Daily Trading Records - 23.202										
U.S. Person	Compliance required as of relevant compliance date for U.S. persons.									
Foreign Branch of U.S. Bank that is an SD/MSP	Compliance required as of December 21, 2013	Substituted Compliance with Certain Provisions Compliance with 23.202(a)(1) and (b)(1) and Direct Access Requirements Required as of December 21, 2013	Substituted Compliance	Compliance requirement clarified on November 14, 2013	Compliance required as of July 12, 2013	Compliance required as of December 21, 2013	Substituted Compliance with Certain Provisions Compliance with 23.202(a)(1) and (b)(1) and Direct Access Requirements Required as of December 21, 2013	Substituted Compliance	Compliance required as of relevant compliance date for U.S. persons.	Compliance required as of relevant compliance date for U.S. persons.
Non-U.S. Person that is a Guaranteed or Conduit Affiliate of a U.S. Person	Compliance required as of December 21, 2013	Substituted Compliance with Certain Provisions Compliance with 23.202(a)(1) and (b)(1) and Direct Access Requirements Required as of December 21, 2013	Substituted Compliance	Compliance requirement clarified on November 14, 2013	Compliance required on the later of July 12, 2013 or relevant compliance date for U.S. persons.	Compliance required as of December 21, 2013	Substituted Compliance with Certain Provisions Compliance with 23.202(a)(1) and (b)(1) and Direct Access Requirements Required as of December 21, 2013	Substituted Compliance	Compliance required as of October 9, 2013	Compliance required as of October 9, 2013
Non-U.S. Person that is Not a Guaranteed or Conduit Affiliate of a U.S. Person	Not Applicable	Not Applicable	Not Applicable	No-Action relief delays compliance until September 15, 2014	Compliance required on the later of July 12, 2013 or relevant compliance date for U.S. persons.	Compliance Required as of December 21, 2013	Substituted Compliance with Certain Provisions Compliance with 23.202(a)(1) and (b)(1) and Direct Access Requirements Required as of December 21, 2013	Substituted Compliance	Compliance required as of October 9, 2013	Keep records showing that notional swap dealing is ≤ 5%. Comply with local laws.

Substituted Compliance Determinations:

Transaction-Level Requirements Only Applicable to SD/MSPs

	Non-U.S. SD/MSP			Non-U.S. SDs using personnel or agents located in the U.S. to arrange, negotiate, or execute such swaps	U.S. Branch of a Non-U.S. SD	Foreign Branch of U.S. Bank that is an SD/MSP located in:				
	AU, CA, CH, HK	EU	JP			AU, CA, CH, HK	EU	JP	Any jurisdiction other than AU, CA, CH, EU, HK, & JP, and the total notional of all the SD's swap dealing in branches outside these jurisdictions and the US is >5% the SD's aggregate notional swap dealing.	Any jurisdiction other than AU, CA, CH, EU, HK, & JP, as long as total notional of all the SD's swap dealing in branches outside these jurisdictions and the US is ≤ 5% the SD's aggregate notional swap dealing.
Trade Confirmation - 23.501										
U.S. Person	Compliance required as of relevant compliance date for U.S. persons.									
Foreign Branch of U.S. Bank that is an SD/MSP	Compliance required as of December 21, 2013	Substituted Compliance	Compliance required as of December 21, 2013	Compliance requirement clarified on November 14, 2013	Compliance required as of July 12, 2013	Compliance required as of December 21, 2013	Substituted Compliance	Compliance required as of December 21, 2013	Compliance required as of relevant compliance date for U.S. persons.	Compliance required as of relevant compliance date for U.S. persons.
Non-U.S. Person that is a Guaranteed or Conduit Affiliate of a U.S. Person	Compliance required as of December 21, 2013	Substituted Compliance	Compliance required as of December 21, 2013	Compliance requirement clarified on November 14, 2013	Compliance required on the later of July 12, 2013 or relevant compliance date for U.S. persons.	Compliance required as of December 21, 2013	Substituted Compliance	Compliance required as of December 21, 2013	Compliance required as of October 9, 2013	Compliance required as of October 9, 2013
Non-U.S. Person that is Not a Guaranteed or Conduit Affiliate of a U.S. Person	Not Applicable	Not Applicable	Not Applicable	No-Action relief delays compliance until September 15, 2014	Compliance required on the later of July 12, 2013 or relevant compliance date for U.S. persons.	Compliance required as of December 21, 2013	Substituted Compliance	Compliance required as of December 21, 2013	Compliance required as of October 9, 2013	Keep records showing that notional swap dealing is ≤ 5%. Comply with local laws.

Substituted Compliance Determinations:

Transaction-Level Requirements Only Applicable to SD/MSPs

	Non-U.S. SD/MSP			Non-U.S. SDs using personnel or agents located in the U.S. to arrange, negotiate, or execute such swaps	U.S. Branch of a Non-U.S. SD	Foreign Branch of U.S. Bank that is an SD/MSP located in:				
	AU, CA, CH, HK	EU	JP			AU, CA, CH, HK	EU	JP	Any jurisdiction other than AU, CA, CH, EU, HK, & JP, and the total notional of all the SD's swap dealing in branches outside these jurisdictions and the US is >5% the SD's aggregate notional swap dealing.	Any jurisdiction other than AU, CA, CH, EU, HK, & JP, as long as total notional of all the SD's swap dealing in branches outside these jurisdictions and the US is ≤ 5% the SD's aggregate notional swap dealing.
Portfolio Reconciliation & Compression - 23.502 - 23.503										
U.S. Person	Compliance required as of relevant compliance date for U.S. persons.									
Foreign Branch of U.S. Bank that is an SD/MSP	Compliance required as of December 21, 2013	Substituted Compliance	Compliance required as of December 21, 2013	Compliance requirement clarified on November 14, 2013	Compliance required as of July 12, 2013	Compliance required as of December 21, 2013	Substituted Compliance	Compliance required as of December 21, 2013	Compliance required as of relevant compliance date for U.S. persons.	Compliance required as of relevant compliance date for U.S. persons.
Non-U.S. Person that is a Guaranteed or Conduit Affiliate of a U.S. Person	Compliance required as of December 21, 2013	Substituted Compliance	Compliance required as of December 21, 2013	Compliance requirement clarified on November 14, 2013	Compliance required on the later of July 12, 2013 or relevant compliance date for U.S. persons.	Compliance required as of December 21, 2013	Substituted Compliance	Compliance required as of December 21, 2013	Compliance required as of October 9, 2013	Compliance required as of October 9, 2013
Non-U.S. Person that is Not a Guaranteed or Conduit Affiliate of a U.S. Person	Not Applicable	Not Applicable	Not Applicable	No-Action relief delays compliance until September 15, 2014*	Compliance required on the later of July 12, 2013 or relevant compliance date for U.S. persons.	Compliance required as of December 21, 2013	Substituted Compliance	Compliance required as of December 21, 2013	Compliance required as of October 9, 2013	Keep records showing that notional swap dealing is ≤ 5%. Comply with local laws.

* No-Action relief does not extend to compliance with 23.503 for transactions with other Non-U.S. SDs. However, Non-U.S. SDs established in the European Union or Japan may rely on substituted compliance for 23.503.

Substituted Compliance Determinations:

Transaction-Level Requirements Only Applicable to SD/MSPs

	Non-U.S. SD/MSP			Non-U.S. SDs using personnel or agents located in the U.S. to arrange, negotiate, or execute such swaps	U.S. Branch of a Non-U.S. SD	Foreign Branch of U.S. Bank that is an SD/MSP located in:				
	AU, CA, CH, HK	EU	JP			AU, CA, CH, HK	EU	JP	Any jurisdiction other than AU, CA, CH, EU, HK, & JP, and the total notional of all the SD's swap dealing in branches outside these jurisdictions and the US is >5% the SD's aggregate notional swap dealing.	Any jurisdiction other than AU, CA, CH, EU, HK, & JP, as long as total notional of all the SD's swap dealing in branches outside these jurisdictions and the US is ≤ 5% the SD's aggregate notional swap dealing.
Swap Trade Relationship Documentation - 23.504										
U.S. Person	Compliance required as of relevant compliance date for U.S. persons.									
Foreign Branch of U.S. Bank that is an SD/MSP	Compliance required as of December 21, 2013	Substituted Compliance for 23.504(b)(2) and (b)(4) Compliance With All Other Provisions of 23.504 Required as of December 21, 2013	Substituted Compliance for 23.504, other than 23.504(b)(5) and (b)(6) Compliance With 23.504(b)(5) and (b)(6) Required as of December 21, 2013	Compliance requirement clarified on November 14, 2013	Compliance required as of July 12, 2013	Compliance required as of December 21, 2013	Substituted Compliance for 23.504(b)(2) and (b)(4) Compliance With All Other Provisions of 23.504 Required as of December 21, 2013	Substituted Compliance for 23.504, other than 23.504(b)(5) and (b)(6) Compliance With 23.504(b)(5) and (b)(6) Required as of December 21, 2013	Compliance required as of relevant compliance date for U.S. persons.	Compliance required as of relevant compliance date for U.S. persons.
Non-U.S. Person that is a Guaranteed or Conduit Affiliate of a U.S. Person	Compliance required as of December 21, 2013	Substituted Compliance for 23.504(b)(2) and (b)(4) Compliance With All Other Provisions of 23.504 Required as of December 21, 2013	Substituted Compliance for 23.504, other than 23.504(b)(5) and (b)(6) Compliance With 23.504(b)(5) and (b)(6) Required as of December 21, 2013	Compliance requirement clarified on November 14, 2013	Compliance required on the later of July 12, 2013 or relevant compliance date for U.S. persons.	Compliance Required as of December 21, 2013	Substituted Compliance for 23.504(b)(2) and (b)(4) Compliance With All Other Provisions of 23.504 Required as of December 21, 2013	Substituted Compliance for 23.504, other than 23.504(b)(5) and (b)(6) Compliance With 23.504(b)(5) and (b)(6) Required as of December 21, 2013	Compliance required on the later of October 9, 2013 or the relevant compliance date for U.S. persons.	Compliance required on the later of October 9, 2013 or the relevant compliance date for U.S. persons.
Non-U.S. Person that is Not a Guaranteed or Conduit Affiliate of a U.S. Person	Not Applicable	Not Applicable	Not Applicable	No-Action relief delays compliance until September 15, 2014*	Compliance required on the later of July 12, 2013 or relevant compliance date for U.S. persons.	Compliance required as of December 21, 2013	Substituted Compliance for 23.504(b)(2) and (b)(4) Compliance With All Other Provisions of 23.504 Required as of December 21, 2013	Substituted Compliance for 23.504, other than 23.504(b)(5) and (b)(6) Compliance With 23.504(b)(5) and (b)(6) Required as of December 21, 2013	Compliance required on the later of October 9, 2013 or the relevant compliance date for U.S. persons.	Keep records showing that notional swap dealing is ≤ 5%. Comply with local laws.

* No-Action relief does not extend to compliance with 23.504 for transactions with other Non-U.S. SDs. However, Non-U.S. SDs established in the European Union or Japan may rely on substituted compliance for 23.504.

Substituted Compliance Determinations:

Transaction-Level Requirements Only Applicable to SD/MSPs

	Non-U.S. SD/MSP					Foreign Branch of U.S. Bank that is an SD/MSP located in:				
	AU, CA, CH, HK	EU	JP			Non-U.S. SDs using personnel or agents located in the U.S. to arrange, negotiate, or execute such swaps	U.S. Branch of a Non-U.S. SD	AU, CA, CH, HK	EU	JP
End-User Exception Documentation - 23.505										
U.S. Person	Compliance required as of relevant compliance date for U.S. persons.									
Non-U.S. Person that is a Guaranteed or Conduit Affiliate of a U.S. Person	Compliance required as of December 21, 2013	Compliance required as of December 21, 2013	Compliance required as of December 21, 2013	Compliance requirement clarified on November 14, 2013	Compliance required on the later of July 12, 2013 or relevant compliance date for U.S. persons.	Compliance required as of December 21, 2013	Compliance required as of December 21, 2013	Compliance required as of December 21, 2013	Compliance required as of October 9, 2013	Compliance required as of October 9, 2013
Non-U.S. Person that is Not a Guaranteed or Conduit Affiliate of a U.S. Person	Not Applicable	Not Applicable	Not Applicable	No-Action relief delays compliance until September 15, 2014	Compliance required on the later of July 12, 2013 or relevant compliance date for U.S. persons.	Compliance required as of December 21, 2013	Compliance required as of December 21, 2013	Compliance required as of December 21, 2013	Compliance required as of October 9, 2013	Keep records showing that notional swap dealing is ≤ 5%. Comply with local laws.
External Business Conduct Standards - 23.400 - 23.451										
U.S. Person	Compliance required as of relevant compliance date for U.S. persons.									
Foreign Branch of U.S. Bank that is an SD/MSP	Not Applicable	Not Applicable	Not Applicable	Compliance requirement clarified on November 14, 2013	Compliance requirement clarified on November 14, 2013	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Non-U.S. Person that is a Guaranteed or Conduit Affiliate of a U.S. Person	Not Applicable	Not Applicable	Not Applicable	Compliance requirement clarified on November 14, 2013	Compliance requirement clarified on November 14, 2013	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Non-U.S. Person that is Not a Guaranteed or Conduit Affiliate of a U.S. Person	Not Applicable	Not Applicable	Not Applicable	No-Action relief delays compliance until September 15, 2014	Compliance requirement clarified on November 14, 2013	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Margin & Segregation										
Any Person	Not Yet In Effect									