

MIFID II RTS 28 Report (Execution of Orders) – Professional Clients

In respect of Structured Finance Instruments

By: BNY MELLON CAPITAL MARKETS EMEA LIMITED (LEI: 21380005FBGOWU89LN14) (“CaML”)

For the Period: 1 January 2019 to 31 December 2019 inclusive (“2019 Calendar Year”)

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<u>A CSV file version of the table below is available from our website</u>							
Class of Instrument		Structured finance instruments Annex I paragraph (f) of Commission Delegated Regulation (EU) 2017/576					
Notification if <1 average trade per business day in the previous year.		Yes					
Top five execution venues ranked in terms of trading volumes (descending order)		Proportion of volume traded as a percentage of total in that class	Proportion of orders executed as a percentage of total in the class	Percentage of passive orders	Percentage of aggressive orders	Percentage of directed orders	
	Name	LEI/MIC					
1	Bloomberg Trading Facility Limited	BMTF	100%	100%	N/A	N/A	N/A
2	None						
3	None						
4	None						
5	None						
Total for top five execution venues:			100%	100%			

Counterparty breakdown required by ESMA¹ for orders executed over non-anonymous request-for-quote system							
Class of Instrument		Structured finance instruments executed on Bloomberg Trading Facility Limited (BMTF) Annex I paragraph (f) of Commission Delegated Regulation (EU) 2017/576					
Notification if <1 average trade per business day in the previous year.		Yes					
Top five execution venues ranked in terms of trading volumes (descending order)		Proportion of volume traded as a percentage of total in that class	Proportion of orders executed as a percentage of	Percentage of passive orders	Percentage of aggressive orders	Percentage of directed orders	
	Name	LEI/MIC					

¹ ESMA Questions and Answers on MiFID II and MiFIR investor protection and intermediaries topics (ESMA 35-43-349) – Best Execution topics – Answer to Question 19 (Reporting for firms using a venue’s RFQ system to agree a trade)

	Name	LEI		total in the class			
1	JANE STREET FINANCIAL LIMITED	549300ZHEH X8M31RP14 2	52.78%	46.67%	N/A	N/A	N/A
2	COMMERZBANK Aktiengesellschaft	851WYG NLU QLFZBSYGB5 6	45.86%	46.67%	N/A	N/A	N/A
3	Flow Traders B.V.	549300CLJ19 XDH12XV51	0.80%	3.33%	N/A	N/A	N/A
4	COMMERZBANK Aktiengesellschaft	851WYG NLU QLFZBSYGB5 6	0.56%	3.33%	N/A	N/A	N/A
5	None						
Total for top five execution venues:			100%	100%	N/A	N/A	N/A

Notes to accompany the Report	
	<p>A. Basis of the Report:</p> <p>This report (“Report”) is published by CaML solely to comply with its obligations under Commission Delegated Regulation (EU) 2017/576 and article 27(6) of Directive 2014/65/EU, as implemented in the Conduct of Business Rules of the Financial Conduct Authority (collectively, “MIFID II RTS 28”). The terms “passive orders”, “aggressive orders” and “directed orders” shall have the meanings assigned to them under MIFID II RTS 28. This Report has been prepared based on client orders executed by CaML in the 2019 Calendar Year.</p> <p>MIFID II RTS 28 requires investment firms which execute client orders to summarise and make public on an annual basis, for each class of financial instruments, the top five execution venues in terms of trading volumes where they executed client orders in the preceding year and information on the quality of execution obtained in prescribed content and format.</p> <p>This Report has been prepared based on client orders in Warrants and Certificate Derivatives executed by CaML in the 2019 Calendar Year.</p> <p>Nothing in this Report shall be construed or relied upon by any person as a recommendation by CaML or any of its affiliates of any execution venues or entities identified in the Report and CaML and its affiliates disclaim any and all liabilities and losses arising from any such reliance to the fullest extent permitted by law. . CaML has ceased trading from the close of business on 6th December 2019</p>
	<p>B. Summary of our Analysis and Conclusions on the Quality of Execution</p> <p>Articles 3(a) to (h) of Commission Delegated Regulation (EU) 2017/576 require investment firms to publish for each class of financial instruments, a summary of the analysis and conclusions they draw from their detailed monitoring of the quality of execution obtained on the execution venues where they executed all client orders in the previous year.</p> <p>In respect of orders executed in the 2019 Calendar Year in respect of structured finance instruments (“Structured Finance Instruments”):</p> <p><i>a. An explanation of the relative importance CaML gave to the execution factors of price, costs, speed, likelihood of execution or any other consideration including qualitative factors when assessing the quality of execution</i></p>

<p>In taking all sufficient steps to obtain the best possible result for its clients, CaML took into account various execution factors in deciding how and where to execute client orders including price, costs, speed, likelihood of execution and settlement, size, nature of the order and any other considerations relevant to the execution of an order. To determine the relative importance and priority of these execution factors, CaML used its commercial experience and judgement in addition to taking into account criteria relevant to best execution, such as the client's status as a professional client, the size and nature of the order, the characteristics of the financial instrument to which the order relates, as well as the possible execution venues to which that order can be directed.</p> <p>CaML in general regarded price as the most important execution factor, but also adjusted the importance placed on the remaining execution factors on a per trade basis, taking into account the nature of the order and the market at the time. CaML also recognised the circumstances where other execution factors needed to be considered to have a higher priority, such as in situations where the likelihood of execution was small (for example for an illiquid security) then CaML placed higher priority on the other factors such as the likelihood of execution. CaML also took into account any specific requirements or instructions from the client which CaML accepted at the point of receiving an order in adjusting the relative importance of execution factors.</p> <p>In the 2019 Calendar Year, CaML had executed only a small number of structured finance instruments. Where CaML had determined that the best outcome could be achieved by not transmitting all or part of an order for structured finance instruments, CaML had executed those orders (or parts thereof) on BMTF where CaML, using its professional judgment, had determined that the best outcome for the client could, in the round, be achieved by putting available liquidity providers in competition with each other for part or all of the order.</p>
<p>b. A description of any close links, conflicts of interests, and common ownerships with respect to any execution venues used to execute orders</p> <p>CaML did not have close links, common ownerships and conflict of interests with any of the execution venues used to execute client orders in Structured Finance Instruments over the 2019 Calendar Year.</p>
<p>c. A description of any specific arrangements with execution venues regarding payments made or received, discounts, rebates or non-monetary benefits received</p> <p>There was no such specific arrangement with any execution venue.</p>
<p>d. An explanation of the factors that led to a change in the list of execution venues used in CaML's execution policy if such a change occurred</p> <p>CaML did not make material changes to the list of execution venues for 2019 Calendar Year.</p>
<p>e. An explanation of how order execution differs according to client categorisation, where the firm treats categories of clients differently and where it may affect the order execution arrangements</p> <p>CaML did not execute orders for retail clients during the 2019 Calendar Year. All professional clients to whom CaML determined best execution obligations were owed were treated consistently in terms of our order execution arrangements.</p>
<p>f. An explanation of whether other criteria were given precedence over immediate price and cost when executing retail client orders and how these other criteria were instrumental in delivering the best possible result in terms of the total consideration to the client</p> <p>N/A – CaML did not execute orders for retail clients during the 2019 Calendar Year.</p>
<p>g. An explanation of how CaML has used any data or tools relating to the quality of execution, including any data published under Commission Delegated Regulation (EU) 2017/575</p>

CAML equities desk executes or transmits client orders in equities and equity like instruments which encompass shares & depositary receipts, exchange traded products, securitised derivatives and structured finance instruments.

Post trade best execution monitoring for CaML's equities desk is conducted using the LiquidMetrix transaction cost analysis tool. The tolerances set within the LiquidMetrix tool were determined by CaML's Order Execution Forum ("OEF") and is subject to annual review by the OEF. Alerts are generated on a trading day (T)+1 basis and reviewed weekly by the control team (which is separate from the front office staff that handles client orders). The LiquidMetrix tool generates two types of reports:

-Execution Quality reports which benchmark the price achieved of a single fill versus the best market comparable price (irrespective of liquidity available) at the deal time of the fill in question.

-TCA reports which benchmark the average price achieved (VWAP, POV, TWAP, etc.) throughout the length of an order consisting of more than one fill versus the average market price over the same length.

Alerts are reviewed by the control function using relevant market data (e.g. exchange data, average prices, etc.) obtained through LiquidMetrix and Bloomberg and any trades that do not appear to have achieved best execution will be escalated to business (front office staff that handles client orders). Any issues that cannot be resolved will then be escalated to the OEF which is held monthly and attended by business, compliance (providing second line of defence oversight and challenge) and control function staff. Any procedural, tolerance or control changes to the best execution monitoring and delivering process must be approved by the OEF before being adopted.

In respect of quarterly data published by execution venues in the 2019 Calendar Year under Commission Delegated Regulation (EU) 2017/575 ("RTS 27"), CaML has found that the majority of execution venues had not published their RTS 27 data in a consistent or complete manner and this had created significant challenges in our ability to use the available data for meaningful comparisons between the performance execution venues. However, as referred to above, apart from RTS 27 data, the LiquidMetrix tool used by CaML for post execution monitoring provides market data which are used as benchmarks. Where a venue is recognised by CaML to consistently provide best execution but is not already on CaML's panel, CaML will review that venue with a view to include it on its panel, if appropriate.

In addition, CaML also uses a combination of smart order routers provided by its brokers to search for best price and liquidity (covering the majority of execution venues for the relevant instrument) as well as dealer indicative prices from various platforms.

h. Where applicable, an explanation of how the investment firm has used output of a consolidated tape provider established under Article 65 of Directive 2014/65/EU.

There was no consolidated tape provider data available in the market in 2019 Calendar Year to provide comparative analysis of quality of execution obtained by CaML.