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| 19 December 2017 |

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| Response form for the Consultation Paper on Third Party Firm  |
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| Date: 19 December 2017 |

Responding to this paper

ESMA invites responses to the questions set out throughout its Consultation Paper on Third Party Firm (ESMA33-128-108). Responses are most helpful if they:

* respond to the question stated;
* contain a clear rationale; and
* describe any alternatives ESMA should consider.

ESMA will consider all responses received by 19 March 2018.

Instructions

In order to facilitate analysis of responses to the Consultation Paper, respondents are requested to follow the below steps when preparing and submitting their response:

* Insert your responses to the questions in the Consultation Paper in the present response form.
* Please do not remove tags of the type <ESMA\_QUESTION\_TPF\_1>. Your response to each question has to be framed by the two tags corresponding to the question.
* If you do not wish to respond to a given question, please do not delete it but simply leave the text “TYPE YOUR TEXT HERE” between the tags.
* When you have drafted your response, name your response form according to the following convention: ESMA\_TPF\_nameofrespondent\_RESPONSEFORM. For example, for a respondent named ABCD, the response form would be entitled ESMA\_TPF\_ABCD\_RESPONSEFORM.
* Upload the form containing your responses, in Word format, to ESMA’s website ([www.esma.europa.eu](http://www.esma.europa.eu) under the heading “Your input – Open consultations” 🡪 “Consultation on draft technical standards on third-party firms providing STS verification services under the Securitisation Regulation”).

Publication of responses

All contributions received will be published following the close of the consultation, unless you request otherwise. Please clearly indicate by ticking the appropriate checkbox on the website submission page if you do not wish your contribution to be publicly disclosed. A confidential response may be requested from us in accordance with ESMA’s rules on access to documents. We may consult you if we receive such a request. Any decision we make not to disclose the response is reviewable by ESMA’s Board of Appeal and the European Ombudsman.

Data protection

Information on data protection can be found at [www.esma.europa.eu](http://www.esma.europa.eu) under the heading “Data protection”.

Who should read the Consultation Paper

The Consultation Paper may be of particular interest to investors, issuers, offerors or persons asking for admission to trading on a regulated market as well as to any market participant who is affected by the Third Party Firm.

# General information about respondent

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| Name of the company / organisation | Dutch Securitisation Association |
| Activity | Other Financial service providers |
| Are you representing an association? |[x]
| Country/Region | Netherlands |

# Introduction

Please make your introductory comments below, if any:

<ESMA\_COMMENT\_TPF\_1>

**ESMA Consultation Paper on the Draft technical standards on third-party firms providing STS verification services under the Securitisation Regulation**

This document provides the response of the Dutch Securitisation Association (“DSA”)
on the ESMA Consultation Paper dated 19 December 2017.
We welcome the opportunity to commend on this Consultation Paper.

**DSA Background**The Dutch Securitisation Association was established in 2012 as representative body of
the Dutch securitisation industry. Our membership includes issuers of securitisations
both from the insurance and banking industry, and we are operating in close
cooperation with the Dutch investor community.
Our purpose is to create a healthy and well-functioning Dutch securitisation market.
We try to achieve this i.a. by providing a standard for documentation and reporting of
Dutch RMBS and Consumer ABS transactions, promoting (in close cooperation with PCS)
further standardisation and improvements in transparency, and active involvement in
consultations about future regulation of the securitisation market.
Against this background, we would like to commend, on behalf of all Dutch issuers joined
in the DSA, on the ESMA Consultation Paper on the draft technical standards on third-party verification (individual DSA members may also provide their own comments).

<ESMA\_COMMENT\_TPF\_1>

1. : Do you agree with the proposed general information required from applicants to provide third-party STS verification services? Are there any other items that should be considered?

<ESMA\_QUESTION\_TPF\_1>

*Yes, we do agree.*

<ESMA\_QUESTION\_TPF\_1>

1. : Do you agree with the proposed information required from applicants on their pricing policies? Are there any other items that should be considered to determine that fees are non-discriminatory and cost-based, and not differentiated depending on the results of the applicant’s STS assessment?

<ESMA\_QUESTION\_TPF\_2>

*Yes, we do agree.*

<ESMA\_QUESTION\_TPF\_2>

1. : Do you agree with the proposed information required to assess the independence of a firm seeking authorisation to provide STS verification services? Are there other items that should be considered for this assessment?

<ESMA\_QUESTION\_TPF\_3>

*Given the several requirements imposed on the third party, it is very likely that the applicant will have to be established as a new entity. This implies that information on other activities, concentration of revenue streams etc. will not be available.*

<ESMA\_QUESTION\_TPF\_3>

1. : Do you agree with the proposed information required to assess the applicant’s management body, as well as the independent directors? Are there other items that should be considered for this assessment?

<ESMA\_QUESTION\_TPF\_4>

*Yes, we do agree.*

<ESMA\_QUESTION\_TPF\_4>

1. : Do you agree with the proposed information required to assess the presence of existing or potential conflicts of interest? Are there other items that should be considered for this assessment?

<ESMA\_QUESTION\_TPF\_5>

*Yes, we do agree.*

<ESMA\_QUESTION\_TPF\_5>

1. : Do you agree with the information required to assess the third party firm’s operational safeguards and internal processes for assessing STS compliance? Are there other items that should be required in the application?

<ESMA\_QUESTION\_TPF\_6>

*Yes, we do agree.*

<ESMA\_QUESTION\_TPF\_6>

**Questions to stakeholders regarding the preliminary cost-benefits analysis:**

1. : Do you agree with the ESMA’s preliminary analysis on the main costs and benefits of (i) the information to be submitted to the respective competent authorities and, specifically (ii) the information on the extent of outsourcing of the activities of the applicant applying for providing the STS verification services.

<ESMA\_QUESTION\_TPF\_7>

*We agree that a very detailed information requirement would not be proportional to the nature of activities of a third-party. Information on the extent of outsourcing is relevant, but the exact costs of outsourcing may be difficult to provide at the time of application.*

<ESMA\_QUESTION\_TPF\_7>

1. : Please provide quantitative estimates of the magnitude of expected one-off and ongoing costs of complying with the proposed RTS requirements (both at the time of application and thereafter)? When specifying and quantifying the costs please refer to the individual cost types as a percentage of applicant’s current/budgeted operational costs.

<ESMA\_QUESTION\_TPF\_8>

*This can only be provided if and when an application for authorisation is submitted,*

<ESMA\_QUESTION\_TPF\_8>