



FORM 3

SECURITIES MARKETS ORDER, 2013 [Section 160]

APPLICATION FOR RENEWAL OF CAPITAL MARKETS SERVICES LICENCE

Application is made for a licence under section 160 of the Securities Markets Order, 2013 and the following particulars are supplied in respect thereof –

SECTION I : LICENCE DETAILS	
Name:	
Licence No.:	
Date first licenced (dd/mm/yy):	
SECTION II : REGULATED ACTIVITY	
Please tick (✓) the regulated activity(s) you intend to renew:	
<input type="checkbox"/> Dealing and arranging deals and transactions in investment as principal or agent <input type="checkbox"/> Safekeeping and administration of assets including custodial services <input type="checkbox"/> Managing investments including CIS management and or establishing, operating or winding up a CIS	<input type="checkbox"/> Giving or offering investment advice in its capacity as an investment adviser <input type="checkbox"/> Giving or offering investment advice in its capacity as a financial planner <input type="checkbox"/> Using computer based systems for giving investment instructions
If you are continuing to carry out dealing activities, please tick (✓) the type of investment(s) you are currently dealing in:	<input type="checkbox"/> Dealing in all investments <input type="checkbox"/> Dealing in units in collective investment schemes only <input type="checkbox"/> Dealing in unlisted debt securities only <input type="checkbox"/> Dealing in any other type of securities only Please specify: <i>E.g. Investment-linked insurance contracts</i>

SECTION III : COMPANY PROFILE		
(a) Corporation Details		
Registered address:		
E-mail:		
Website:		
Contact no.:	Office:	Fax:
Business address(es):		
E-mail:		
Contact no.:	Office:	Fax:
Contact Person:	<i>(Please indicate the person whom can be contacted with regards to this application)</i>	
E-mail of contact person:		
Telephone no. of contact person:	Office:	Fax:
(b) Corporation Status <i>(Please select one only)</i>		
<input type="checkbox"/> Locally incorporated <input type="checkbox"/> Branch of Foreign Corporation <input type="checkbox"/> Others <i>(Please specify)</i> _____		
SECTION IV : KEY PERSONS		
(a) Directors		
Name	NRIC / Passport no.	Designation
(b) Key Management		
Name	NRIC / Passport no.	Designation
(c) Company Secretary		
Name	NRIC / Passport no.	Contact details
(d) Compliance Officer		
Name	NRIC / Passport no.	Contact details

(e) Shareholders										
Name	Company or individual	Local or Foreign	Shares							
			Ordinary		Preference		Others		Total	
			No.	%	No.	%	No.	%	No.	%
SECTION V : EMPLOYEES										
	No. of locals	No. of foreigners	Designation							
Management Level NOTE: Employees who effectively direct the business, and includes members of the Board. Employees with managerial role and authority.			<i>(Please list out, e.g.: 2 – Directors)</i>							
Executive Level NOTE: Employees without managerial role who operates the business.										
Support NOTE: Employees responsible for administrative assistance, clerical work and supporting the business.										
Total										
Changes (entries and exits) since last annual return			<i>(Please provide reasons for the changes)</i>							
SECTION VI : FINANCIAL HIGHLIGHTS										
Please provide information for 3 most recent years.										
Statutory Auditors:										
Type of account	Audited	Audited	Audited	Unaudited / Management						
Financial Year ended	31 Dec 201X	31 Dec 201X	31 Dec 201X	<i>(most recent year)</i>						

(a) Profit & Loss				
<u>Total revenue</u> <i>(Please provide segmental information on revenue based on regulated activities and others)</i>				
• E.g. Management fee				
<u>Total expenses</u> <i>(Please provide information on main categories of expenses)</i>				
• E.g. Staff costs;				
• Directors costs;				
• Marketing, etc.				
Net Profit / (Loss) After Tax				
(b) Balance Sheet				
Total Assets				
Paid-up Capital				
Long-term Borrowings				
Amount due to / from related parties				
Amount due to / from directors				
*Base Capital <i>(Please refer to Regulation 33(6) of the SMR, 2014 for more details)</i>				
(c) Asset Efficiency & Management				
Assets under Management (AUM)				
Revenue over AUM				
Return on Equity				
Staff Expense over Revenue				
Total Expense over Revenue				
SECTION VII : PERFORMANCE REVIEW				
<p>This section is intended for information on trends, demands, commitments, events and uncertainties including performance, liquidity, capital resources and other critical factors. The information should set out the main trends and factors underlying the development, performance and position of the company during the past year and those which are likely to affect its future development, performance and position. Please complete where applicable.</p>				

1.	Provide information on any significant developments, performance and progress of the company's business (including segmental details on the products and services).
2.	Provide information on any key performance indicators used by the company to assess its progress including financial analysis on the company's performance.
3.	Discuss any contingent liabilities and the likelihood of occurrences.
4.	Provide information on the resource availability and how they are managed in order to meet the company objectives, including identifying key strengths, recruitment and staff turnover.
5.	Provide information on the company's strategies for achieving the current and future objectives of the business. Identify trends, events and uncertainties or principal risks that the company considers likely to impact the business or financial condition in the short and medium term.
6.	Provide updates on any changes to operational and compliance policies.
7.	Provide information on any compliance reviews or internal audit conducted during the year. Highlight the key findings and action taken to address the findings.

8.	<p>Group Structure and Operations</p> <p>(a) Provide update on the company's group structure since the last submission in the form of a tree diagram incorporating the following details:</p> <ul style="list-style-type: none"> ▪ Corporation's shareholding structure; and ▪ Percentage of shareholdings of each shareholder. <p>(b) Briefly describe any material mergers, acquisitions or business ventures within the group during the year.</p> <p>(c) Explain impact of the new business on the local operations and resources. Provide information on any material changes on your Group structure and operations (local and foreign subsidiaries and associates) since the last renewal.</p>
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SECTION VIII : DECLARATION

If the answer to any of the following questions is in the affirmative, attach annexes and supporting documents, where appropriate, to provide all relevant particulars.

Since the last renewal, has the licence holder or any of its shareholders, whether the shareholder is an individual or a corporation, (including the corporation's related corporations),

		Yes	No
1.	(a) carried on any business other than the type of regulated activity the licence is applied for, in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
	(b) been licensed, registered, or otherwise authorised by law to carry on any trade, business (including sole proprietorships and partnerships) or profession (including, accountancy, engineering, law and architecture) whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
	(c) applied to be licensed or registered, or been given authority, in any capacity which is required by any law or regulation to be licensed, registered or authorized, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
	(d) carried on business under any name other than the name stated in this application whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
	(e) been refused the right to carry on any trade, business or profession for which a specific licence, registration or other authority is required, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
	(g) been censured, disciplined, suspended or refused membership or registration by the Authority, any other regulatory authority, an operator of a market or clearing facility, any professional body or government agency, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
	(h) been the subject of any complaint made reasonably and in good faith, relating to activities that are regulated by the Authority or under any law, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
	(i) been the subject of any proceedings of a disciplinary or criminal nature or been notified of any potential proceedings or of any investigation which might lead to those proceedings, under any law, whether in Brunei Darussalam or elsewhere??	<input type="checkbox"/>	<input type="checkbox"/>

	(j) been convicted of any offence, served any term of imprisonment or is being subject to any pending proceedings which may lead to a conviction of any offence, under any law, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
	(k) had any civil penalty enforcement action taken against it or him by the Authority or any other regulatory authority under any law whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
	(l) contravened or abetted another person in breach of any laws or regulations, business rules or codes of conduct, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
	(m) been the subject of any investigations or disciplinary proceedings or been issued a warning or reprimand by the Authority, any other regulatory authority, an operator of a market or clearing facility, any professional body or government agency, whether in Brunei Darussalam or elsewhere? <i>(If yes, describe any action or ongoing investigation taken by a foreign securities regulator on the company, key persons and/or its representatives and the remedial action undertaken.)</i>	<input type="checkbox"/>	<input type="checkbox"/>
	(n) been refused a fidelity or surety bond, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
		Yes	No
2.	(a) had any judgement (in particular, that associated with a finding of fraud, misrepresentation or dishonesty) entered against it or him in any civil proceedings or is a party to any pending proceedings which may lead to such a judgement, under any law in any jurisdiction?	<input type="checkbox"/>	<input type="checkbox"/>
	(b) accepted civil liability for fraud, misrepresentation or dishonesty under any law in any jurisdiction?	<input type="checkbox"/>	<input type="checkbox"/>
		Yes	No
3.	(a) been or is unable to fulfill any of its or his financial obligations, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
	(b) entered into a compromise or scheme of arrangement (including a debt repayment scheme) with its or his creditors, or made an assignment for the benefit of its or his creditors, being a compromise, scheme of arrangement or assignment that is still in operation, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
	(c) been or is subject to a judgement debt which is unsatisfied, either in whole or in part, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
	(d) been or is the subject of a bankruptcy petition, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>

(e)	been adjudicated a bankrupt and the bankruptcy is undischarged, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
(f)	been or is the subject of a winding up petition, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
(g)	been dissolved or is in the course of being wound-up, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
(h)	been or is a corporation where a receiver, receiver and manager, judicial manager, or such other person having the powers and duties of a receiver, receiver and manager, or judicial manager, has been appointed in relation to, or in respect of any property of, the corporation, whether in Brunei Darussalam or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
(i)	been or is subject to any other process outside Brunei Darussalam that is similar to those referred to in (d) – (h)?	<input type="checkbox"/>	<input type="checkbox"/>

SECTION IX : SUPPORTING DOCUMENTS

(*) are mandatory documents and must be submitted together with this form. Other documents must be submitted where applicable.

Appendix

Annual Fee – BND 2,000 per regulated activity

*Cheque is made payable to **Autoriti Monetari Brunei Darussalam**. Payment may be made via online banking transaction or telegraphic transfer (T.T.) to the Authority's accounts: -*

For all BND payment

<i>Beneficiary Name:</i>	<i>Autoriti Monetari Brunei Darussalam</i>
<i>Beneficiary Address:</i>	<i>Level 14, Ministry of Finance Building, Commonwealth Drive, BB3910 Brunei Darussalam</i>
<i>Beneficiary Account:</i>	0201110270008
<i>For Account:</i>	Baiduri Bank
<i>Bank Address:</i>	<i>Block A, Units 1-4, Kiarong Complex, Lebuhraya Sultan Hassanal Bolkiah, Bandar Seri Begawan, BE1318, Brunei Darussalam</i>
<i>SWIFT Code:</i>	BAIDNB
<i>Bank Charges (if any)</i>	To be paid by Payee

*** NOTE: This will only be made payable after the renewal application has been approved, which will be confirmed by letter from the Authority.**

For all <u>USD</u> payment		
<i>Beneficiary Name:</i>	<i>Autoriti Monetari Brunei Darussalam</i>	
<i>Beneficiary Address:</i>	<i>Level 14, Ministry of Finance Building, Commonwealth Drive, BB3910 Brunei Darussalam</i>	
<i>Beneficiary Account:</i>	51-001-01-0001062	
<i>For Account:</i>	Bank Islam Brunei Berhad	
<i>Bank Address:</i>	<i>Bank Islam Brunei Darussalam Berhad, Lot 159, Jalan Pemancha, Bandar Seri Begawan, BS8711, Brunei Darussalam</i>	
<i>SWIFT Code:</i>	BIBDBNBB	
<i>Bank Charges (if any)</i>	To be paid by Payee	
<input type="checkbox"/>	*Copy of the most recent unaudited financial statements of the corporation	
<input type="checkbox"/>	Copy of the most recent unaudited management accounts of the corporation	
<input type="checkbox"/>	Detailed list of employees indicating local / foreign status, employment status and designation	
<input type="checkbox"/>	Most recent organisation chart (if there are changes) <i>(Provide a management and organization chart showing all directors and key officers of the applicant, and their reporting lines.)</i>	
<input type="checkbox"/>	Form X: Particulars of Directors or Managers And of Any Changes Therein (A completed form from Registrar of Companies)	
<input type="checkbox"/>	Other relevant documents, where necessary	
SECTION X : TRUE AND CORRECT INFORMATION		
<p>We hereby declare that all information provided in this application and its annexures is true and correct, and that we shall not conduct any other regulated activity aside from the one stated in this form, upon approval from the Authority.</p> <p>We certify that the information given in the application is complete and accurate to the best of our knowledge, information and belief and that there are no other facts relevant to this application of which the Authority should be aware.</p> <p>We further undertake to inform the Authority of any changes material to the application which arise while the Authority is considering the application.</p>		
<hr style="width: 80%; margin: 0 auto;"/> Signature	<hr style="width: 80%; margin: 0 auto;"/> Signature	

Name (<i>Director / Authorised Signatory</i>):		Name (<i>Director / Authorised Signatory</i>):	
Date (dd/mm/yyyy):		Date (dd/mm/yyyy):	