



Brokerage/Consultancy/Advisory Services
STANDARD CONDITIONS

FSC/SC/001-4-1

Dated the 16th day of October 2023



ANNEX TO THE LICENCE

Granted to

[XXXXXXXXXXXXXXXXXXXXXX]

("The Licensee")

(License No. XXXXXXXXXXXXXXXXXXXX)

Brokerage/Consultancy/Advisory Services in XXXXXXXX

This Licence is issued subject to the following conditions:

- A. The standard terms, conditions and limitations as specified in section 27(1) of the Financial Services Commission Act, Act No. 8 of 2023 (the "Act").
- B. The following standard terms, conditions and limitations authorized pursuant to section 27(3) and (4) of the Act:
 1. The Licensee shall at all times comply with all relevant laws of Belize, inclusive of the following:
 - i) Accounting Records (Maintenance) Act, Chapter 261:01 of the Substantive Laws of Belize, Revised Edition 2020, and its subsequent amendments.
 - ii) Mutual Administrative Assistance in Tax Matters Act, Chapter 103:03, Revised Edition 2020.
 - iii) Income and Business Tax Act, Chapter 55 of the Substantive Laws of Belize, Revised Edition 2020.
 - iv) Economic Substance Act, Chapter 273:01 of the Substantive Laws of Belize, Revised Edition 2020.
 - v) Money Laundering and Terrorism (Prevention) Act, Chapter 104 of the Substantive Laws of Belize, Revised Edition 2020, and its subsequent amendments.
 2. **The Licensee shall not accept, receive or hold any client funds in any circumstances without the express written approval of the Financial Services Commission (the "FSC").**

3. The Licensee shall not encourage excessive trading for the purpose of increasing its own commission or other revenue generated by such trading.
4. The Licensee is required to fully disclose to customers the charges for services performed by registered firms in connection with securities transactions and shall not be discriminatory between customers.
5. The Licensee shall report to the FSC not later than five business days after the event whenever the Licensee or any of its agents or employees:
 - i) is the subject of any written customer complaint involving allegations of manipulation, deception, forgery, fraud, theft or misappropriation of funds or securities, together with the action taken to address the complaint;
 - ii) is named a defendant or respondent in any criminal or regulatory proceeding or any civil proceeding exceeding **US\$25,000.00**, whether in Belize or abroad.
6. In the event of insolvency, whether deemed insolvent in Belize or any other jurisdiction, the Licensee is prohibited from providing any service licensed hereunder and must provide immediate notice to the FSC. For this purpose, insolvency is defined by:
 - i) the placement in a voluntary or involuntary bankruptcy or similar proceeding; or
 - ii) the appointment of a trustee, receiver, or similar official; or
 - iii) a general assignment by the Licensee for the benefit of its creditors; or
 - iv) an admission of insolvency; or
 - v) the protracted inability to make computations necessary to establish compliance with FSC's net capital licensing requirement.
7.
 - (1) The Licensee is required to complete the FSCREP2 and AML/CFT Questionnaire, which both can be accessed on the FSC's website, and shall file the referenced forms by electronic means by the tenth day of January of each calendar year (or at such other times as may be specified by the FSC) in respect of facts and information of the preceding calendar year.
 - (2) The Licensee shall immediately supply any other information relating to the forms specified at subparagraph (1) above, as required by the FSC from time to time.
8. The Licensee shall not make any changes in the beneficial ownership, shareholdings, directorate, management or representative of the Licensee, without the prior written approval of the FSC.

9. The Licensee is required to meet with the FSC at least once a year to review the Licensee's performance in the preceding year and prospects for the ensuing year, unless granted a specific waiver for the meeting by the Director General. These meetings may be conducted by teleconference at the discretion of the Director General.
10. The Licensee shall only partner with reputable licensed brokers for trading in financial and commodity-based derivatives. The Licensee is required to submit to the FSC a copy of the contractual agreement before introducing clients to the reputable licensed broker.
11. The Licensee shall immediately notify the FSC of any material changes in the information previously supplied by the Licensee.
12. The Licensee shall not, without the prior written approval of the FSC:
 - i) enter into a merger, amalgamation or consolidation;
 - ii) transfer the whole or any substantial parts of its assets or liabilities;
 - iii) change its name, address, from that set out in its licence;
 - iv) alter its Memorandum or Articles of Association.
13. The Licensee shall not establish a branch, subsidiary or representative office without the prior approval of the FSC; and accordingly, shall not outsource any of its activities unless prior approval of the FSC is obtained.
14. The Licensee shall submit to the FSC as soon as possible (upon its making or after a revision, as the case may be) a manual (or a revised manual if relevant) of operating procedures, including liquidity and money laundering prevention controls.
15.
 - (1) Licensee shall at all times keep deposited with a bank or other licensed financial institution that is located in a Zone A country the minimum paid up and unimpaired capital of **US\$50,000.00** as approved by the FSC.
 - (2) The Licensee shall:
 - i) conduct its own assessment of the country risk of the Zone A country in which the bank holding its capital is located, including the credit risk of the bank or financial institution holding its capital requirement.
 - ii) provide to the FSC within ninety (90) days of the end of each calendar year (or at such other times as may be specified by the FSC), a report of the results of the assessments stated at subparagraph 2(i) above.

16. The Licensee shall not change its name or corporate or management structures without the prior written permission of the FSC.
17. The Licensee shall not use any other trade name and/or domain name without the prior written approval of the FSC.
18. A breach of or non-compliance with any of the above conditions may result in the revocation of the Licence.

DATED this XX day of XXXXX, XXXX.

CLAUDE B. F. HAYLOCK (MR.)
(Director General)
Financial Services Commission

SAMPLE