

FORM 9
[regulation 29]

APPLICATION FOR REGISTRATION AS A REGISTERED COMPANY

1 – Name of Applicant *(State full legal name of the Applicant.)*

2 – Type of Registration Application *(State the securities activity or activities for which registration is sought –)*

- Trading in securities as agent
- Trading in securities as principal
- Arranging transactions in securities
- Managing securities
- Providing investment advice
- Providing custodial services with respect to securities
- Providing administration services with respect to securities

3 - Full Business Contact Details of Applicant *(State the Applicant's principal business address and provide email address(es), telephone numbers and website addresses. If the Applicant operates at more than one address in Belize, provide details for each office.)*

4 – Full Details on Security holders, Directors and Officers

Provide completed Form 5 for each security holder,² director and officer of the Applicant.

If the securities of the Applicant are traded on a securities exchange in any jurisdiction, provide full details of listing.



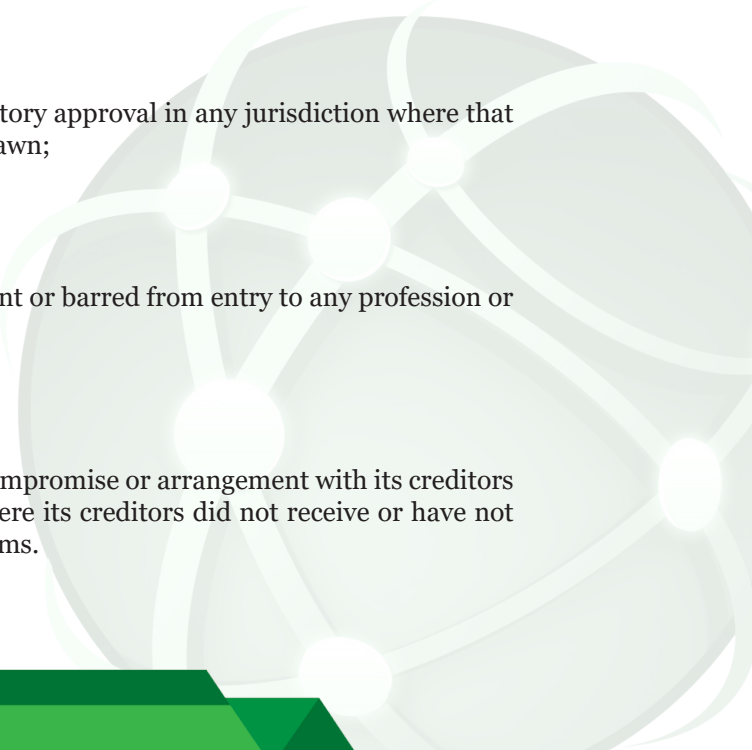
Provide a list of all affiliates of the Applicant and indicate nature of relationship, business the affiliate is in, where incorporated etc.

5 – Full Details on Persons to be Carrying on Securities Business on Behalf of Applicant

Provide completed Form 10 for each person who is to carry on securities business on behalf of the Applicant.

² *Note that where the Applicant is a publicly traded entity in Belize or elsewhere, Form 5s are only required to be provided for significant security holders of the Applicant.*

6 – Discipline History *(State whether the Applicant or any director, officer or significant security holder of the Applicant has ever been–)*

- (a) disciplined by any stock exchange, regulatory authority or professional association in any jurisdiction or been denied admission, registration or renewal or had its membership or registration revoked;
 - (b) declared bankrupt, been convicted of a crime, or been sued under any commercial law, securities law, companies law or law concerning fraud;
 - (c) involved with an application for regulatory approval in any jurisdiction where that application has been refused or withdrawn;
 - (d) dismissed from any office or employment or barred from entry to any profession or occupation; and
 - (e) compulsorily wound up or made any compromise or arrangement with its creditors or ceased trading in circumstances where its creditors did not receive or have not yet received full settlement of their claims.
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If so, please provide full details.

7 – Operational Capabilities

Provide a detailed description of the Applicant’s operational capabilities, including the physical premises, risk management systems, banking, clearing and custody arrangements, communication capabilities, as applicable.

Provide names and addresses of principal bankers, custodians, and other service providers.

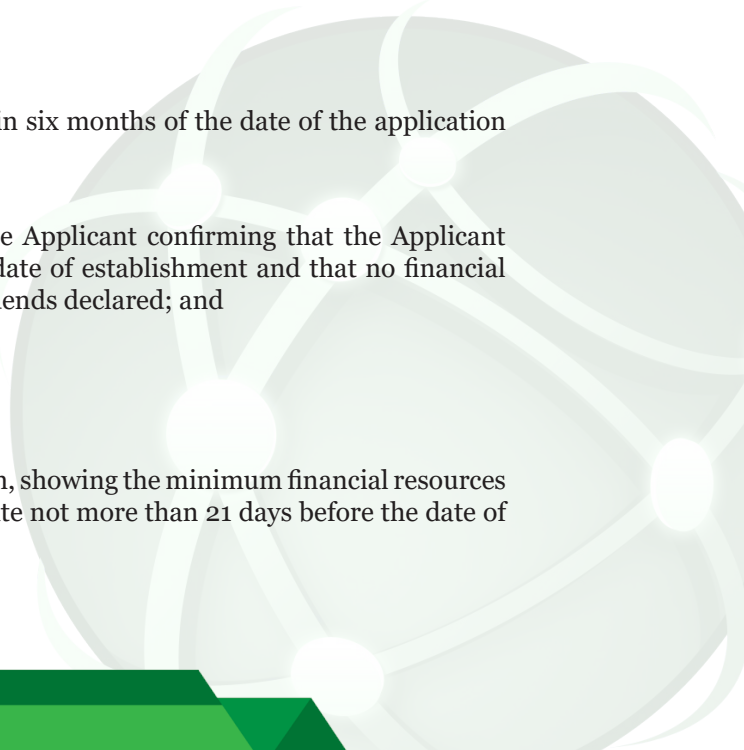
8 – Policies and Procedures

Provide a summary of the Applicant’s written supervisory, internal controls and risk management policies and procedures, including portfolio management, front and back-office operations, operational controls, reporting policies, code of conduct, etc. as applicable. Attach a complete copy of these policies and procedures.

9 – Financial Statements

The following shall be submitted:

Where the Applicant has been established within six months of the date of the application and Applicant has not commenced operations–

- (a) a statement from a senior officer of the Applicant confirming that the Applicant has not commenced trading since the date of establishment and that no financial statements have been produced or dividends declared; and
 - (b) an audited statement of financial position, showing the minimum financial resources required under Regulation 34 as at a date not more than 21 days before the date of the application.
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For all other Applicants –


- (a) audited financial statements for the two financial years immediately prior to the date of the application or, if shorter, since the date of establishment;
- (b) the auditor’s report accompanying the audited financial statements; and
- (c) the most recent interim financial statements certified by the Chief Executive Officer and the Treasurer to be true and complete.

If the Applicant any significant security holders that are companies, the Applicant shall also submit for each such security holder –

- (a) audited financial statements for the two financial years immediately prior to the date of the application or, if shorter, since the date of establishment;
- (b) the auditor’s report accompanying the audited financial statements; and
- (c) the most recent interim financial statements certified by the Chief Executive Officer and the Treasurer to be true and complete.

10 – Other Regulatory Approvals

If the Applicant is registered, licensed or authorized by any other regulatory authority in Belize or elsewhere, provide details of that status, including name of authority, type of registration, license or authorization, date of approval, registration number, etc.



11 – Business Plan

Provide a summary of the Applicant’s business plan for the next three years, which shall include financial and operational projections and staffing requirements, a description of the products and services offered and the

method by which they are to be offered, and the nature of the clientele of the firm. Attach a complete copy of the detailed plan.

12 – Contact Person at Applicant

Give the name, business telephone number and email address of a senior official of the Applicant who is knowledgeable about the application and who may be contacted to discuss it.

Date the Application

Certification and Signature

The Chief Executive Officer and Treasurer shall certify the following statement by signature or other specified means:

“We, the undersigned, hereby affirm that to the best of our information, knowledge and belief that

- a. the Applicant is currently in compliance with all the applicable provisions of the Act and these Regulations; and
- b. the contents of this form and any attachments provided with this form are true, correct and not misleading.”

WARNING: Intentional misstatement or failure to disclose information may constitute an offence.

Required attachments:

1. Copy of the Applicant’s written supervisory, internal controls and risk management policies and procedures.
2. The arrangements made for execution and settlement of securities transactions and for custody of



securities on behalf of customers.

3. An organizational chart for the company together with job descriptions for each position. (Include total number of employees in the company).
4. Evidence of the Applicant's good standing with the Registrar of Companies.
5. Certified copy of the Applicant's Memorandum and Articles of Association, or equivalent incorporation documents.
6. Copies of required financial statements.
7. Evidence that the company has adequate indemnity insurance on behalf of its directors, officers and employees.
8. Evidence of the Applicant's registration with any other regulatory authority, if applicable.
9. Copy of the Applicant's detailed business plan for the next three years, which shall include financial and operational projections, staffing requirements, a description of the products and services offered and the method by which they are to be offered, and the nature of the clientele of the company.
10. Completed Form 5 for each security holder, director and officer.
11. Completed Form 10 for the Chief Executive Officer, Compliance Officer and each representative to be registered to act for the company.
12. An application fee shall be submitted with this application. The appropriate fee can be found in Schedule II.

