

**EASTERN CARIBBEAN SECURITIES REGULATORY COMMISSION**

**FORM 3**



**APPLICATION BY A COMPANY FOR  
INVESTMENT ADVISER LICENCE**

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Application is hereby made for an Investment Adviser licence under the Securities Act and the following statements are made in respect thereof:

Notes:

- (1) If space is insufficient to provide details, where necessary, please attach annexure(s). Any such annexure(s) should be identified as such and signed by the signatories to this application.
- (2) This application shall be accompanied by a) the last three audited financial statements, b) Memorandum and Articles of Association/bylaws, c) Certificate of Incorporation/Continuance.

**Part 1**

**INFORMATION ON THE APPLICANT**

1. (a) Name of applicant: \_\_\_\_\_
- (b) Address of registered office: \_\_\_\_\_
- (c) Place and date of incorporation: \_\_\_\_\_

(d) Full address: \_\_\_\_\_

Telephone No: \_\_\_\_\_

Fax No: \_\_\_\_\_

E-mail: \_\_\_\_\_

of the principal place at which the business of the applicant is to be carried on. \_\_\_\_\_

(e) The authorised and paid-up capital of the applicant, including the types of shares issued or to be issued:

Authorised: \_\_\_\_\_

Paid-up: \_\_\_\_\_

Types of shares: \_\_\_\_\_  
\_\_\_\_\_

(f) The details of substantial shareholders of the applicant including the name, address, amount of shares being held and date of acquisition (Section 51(6)(a)(b)):

<i>Name</i>	<i>Address</i>	<i>Amount of Shares</i>	<i>Date of Acquisition</i>

(g) Address of place at which applicant's register of its interest in securities will be kept (Section 87): \_\_\_\_\_  
\_\_\_\_\_

(h) Set out as an annexure hereto details of each director and senior officers showing full name, date of birth, residential address, academic qualifications and experience, office held and date of appointment.

(i) Set out as an annexure hereto details of each (proposed) principal and representative showing full name, date of birth, residential address, academic qualifications and experience.

2. State the nature of the principal business of the applicant:

3. (a) Indicate areas of proposed business for which the applicant requires an Investment Adviser's licence:

(b) For each indicated area of proposed business, state in detail the manner in which business will be conducted and the experience of the applicant and its management staff in that business.

(c) The type of customers with whom the applicant proposes to do business.

(d) Describe in detail the organisational structure and internal control procedures which the applicant has adopted or proposes to adopt in the conduct of its business.

(e) Provide an overview of the applicant's projected performance for at least three years.

(f) Provide proforma financial statements for the applicant for at least three years. These statements should be accompanied by the rationale and assumptions used in the compilation.

4. Name and address of Auditors or proposed auditors:

5. Name and address of Attorneys-at-Law or proposed Attorneys-at-Law:

6. Name and address of Bankers or proposed Bankers:

7. If the company is a subsidiary of another company, give the name, address, nature of business of parent company:

8. Give the name and address of subsidiaries, if any, of the company, or any enterprise in which it has a shareholding or similar interest. Give details and state nature of business pursued:

9. Set out name and address of each person who directly or indirectly exercises or has power to exercise a controlling influence over the management and policies of the applicant other than those shown as directors:

*Name*

*Address*

a.

b.

c.

d.

10. Is any director of the applicant a director of any other company? (Using an annexure, answer “Yes” or “No” for each person); if “Yes”, give details of:

- (a) Name(s) of company(ies);
- (b) Place(s) of incorporation; and
- (c) Date(s) of appointment.

(For questions 11 and 12 if answer is “Yes” attach annexures giving all relevant particulars.)

11. Has any director of the applicant within the past 10 years -

- (a) been licensed or registered in any place under any law which requires licensing or registration in relation to dealing in securities or acting as an investment adviser? \_\_\_\_\_
- (b) been licensed, registered or otherwise authorised by law to carry on any trade, business or profession in any place? \_\_\_\_\_
- (c) been refused in any country the right or restricted in its or his right to carry on any trade, business or profession for which a specific licence, registration or other authority is required by law? \_\_\_\_\_

12. Has any director of the applicant within the past 10 years -

**Answer**

- (a) been a member or partner in a member firm of any securities exchange? \_\_\_\_\_
- (b) been suspended from membership of any securities exchange or otherwise been disciplined by a securities exchange? \_\_\_\_\_
- (c) been refused membership of any securities exchange? \_\_\_\_\_
- (d) been known by any name other than the name or names shown in this application? \_\_\_\_\_
- (e) been convicted of any offence other than a traffic offence in [Territory] or elsewhere or are there any proceedings now pending which may lead to a conviction? \_\_\_\_\_
- (f) had judgement including findings in relation to fraud, misrepresentation or dishonesty been given against him in any civil proceedings, in [Territory] or elsewhere? (If “Yes”, using an annexure, give full details, including

whether judgement is unsatisfied.)

- (g) been declared bankrupt or compounded with or made an assignment for the benefit of his creditors, in [Territory] or elsewhere?
- (h) been engaged in the management of any company other than those referred to in answer to question 10?
- (i) been refused a fidelity or surety bond in [Territory] or elsewhere?
- (j) been disqualified as director, or been a director of a company that has gone into receivership or liquidation, in [Territory] or elsewhere?

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13. In relation to each director and management staff of the applicant, set out below details of the officer's employment and business activities, during the previous 10 years:

<i>Name of Director/ Staff Member</i>	<i>Name and Address of Employer</i>	<i>Nature of Business</i>	<i>Description of Duties</i>	<i>Period of Employment (give exact dates)</i>

14. Set out any additional information considered relevant to this application (include any formal qualifications or training of the directors, or management staff of the applicant and the name of the institution that conducted the relevant course):

15. Set out below details of two persons (who are not be related to the applicant, and neither of whom has any interest in the success of this application) with whom each director and management staff of the applicant has had regular contact over the past 5 years and of whom the Commission may enquire regarding their character and reputation.

<i>Name of Character Referee</i>	<i>Address of Character Referee</i>	<i>Occupation of Character Referee</i>	<i>Name of Director or Management Staff in Respect of Whom Enquiries May be Made</i>

**Part 2**

**MISCELLANEOUS**

**We declare that all information given in this application and in the attached annexures is/are complete and accurate to the best of our knowledge and belief.**

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(Name of Director)

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(Name of Director)

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\*Signature

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Signature

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_

\* This application is to be signed by two directors of the applicant before and in the presence of the Justice of the Peace or an Attorney-at-Law.

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(Name of Justice of the Peace/Attorney-at-Law)

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Before and in the presence of  
Justice of the Peace/Attorney-at-Law

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_