

FORM 1

FIRST SCHEDULE

(rr. 3(2), 11(2), 12(2), 16(2), 21(1), 25(1), 30(1), 34(1), 37, 41(2), 46(1), 52(2))

APPLICATION FORM TO BE LICENSED AS A SECURITIES EXCHANGE, OVER THE COUNTER PLATFORM, INVESTMENT BANK, DEALER, BROKER DEALER, STOCKBROKER, INVESTMENT ADVISER, FUND MANAGER, TRUSTEE, CUSTODIAN AND INTERMEDIARY SERVICE PLATFORM PROVIDER

INFORMATION ON THE APPLICANT

1. Name of the company

2. PIN Number

3. Address of Registered Office

4. Date of Incorporation

5. Address

6. E-mail

7. Location of Principal Office & Telephone Number

Branch offices (if any) / Details of Branch Offices:

Branch Name	Location / Address	Contact Details

INFORMATION ON THE APPLICANT'S BUSINESS

8. State the exact nature of the activity to be carried on which obliges the applicant to apply for a license from the Capital Markets Authority

9. Information on the business model (if applicable) and attach a business plan

10. Description of the internal controls to secure the integrity of the business (if applicable) (e.g. risk management, data protection, information technology security, business continuity plan, control mechanisms for compliance with investor protection requirements)

11. Evidence and details of the platform (if applicable) (e.g. ownership, readiness for use)

OWNERSHIP STRUCTURE, DIRECTORS, AND OTHER KEY PERSONNEL

- **Fit and proper:** The Chief Executive Officer, Chief Financial Officer, Chief Compliance Officer, Secretary to the Board, Chief Internal Auditor, directors and senior managers must be fit and proper people to hold their respective positions.
- **Capability:** The organization must have the right mix of people with the right skills and experience, in the right roles, to monitor the licensed business properly and effectively.
- **Financial resources:** The organization must have adequate financial resources to effectively and efficiently run the business.

12. Details of capital structure:

Capital Parameter	Amount / Value
(a) Nominal capital (KSh.)	
(b) Number of shares (if applicable)	
(c) Paid up capital (KSh.)	
(d) Liquid capital (KSh.)	
(e) Working capital (KSh.)	

13. Shareholders (please attach a list showing the following details as well as the profile):

- Attach the CR12 form
- For corporate shareholders, disclose the ultimate beneficial owners of the shareholders
- Limited liability partnerships should attach Statement of Particulars for partners

[illegible]

14. Directors (please attach a list with the following details and copies of relevant documents)

* For corporate directors, disclose the ultimate beneficial owners of such director

Name	Identity Card/ Passport No.	PIN Number	Date of Appt.	Date of Birth	Permanent Address & Tel	Academic & Prof. Qualifications / Shares Held
(Attach List)						

15. Company Secretary Details:

(a) Name: _____

(b) Address: _____

(c) Institute of Certified Secretaries of Kenya Registration No.: _____

16. Details of the Chief Executive Officer and other Key personnel (please attach a list with the following details):

Name	ID / Passport No.	PIN Number	Date of Appt.	Date of Birth	Permanent Address, Tel & Email	Qualifications & Shares Held
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17. Profile of the persons listed in note 16:

Name	Post	Qualifications	Experience
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OTHER PARTICULARS ON THE KEY PERSONNEL OF THE APPLICANT

18. Particulars of other directorships of the directors and secretary.

19. Particulars of shares held by directors or secretary in other companies.

20. Has the applicant or any of its directors, secretary or members of senior management at any time been placed under receivership, declared bankrupt, or compounded with or made an assignment for the benefit of his creditors, in Kenya or elsewhere? Yes/No. If 'yes', give details.

21. Has any director, secretary or senior management of the applicant been a director of a company that has been:

(a) denied any license or approval under the Capital Markets Act or equivalent legislation in any other jurisdiction? Yes/No. If yes, give details.

(b) a director of a company providing banking, insurance, financial or investment advisory services whose license has been revoked by the relevant authority? Yes/No. If yes, give details.

(c) subjected to any form of disciplinary action by any professional body of which the applicant or any of its directors was a member? Yes/No. If yes, give details.

22. Has any court ever found that the applicant, or a person associated with the applicant was involved in a violation of the Capital Markets Act or Regulations thereunder, or equivalent law outside Kenya? Yes/No. If 'yes', give details.

23. Is the applicant and/or a person associated with the applicant now the subject of any proceeding that could result in a 'yes' answer to question 22? Yes/No. If 'yes', give details.

24. (1) Is the applicant, or any shareholder, director or the secretary of the applicant, a member or director of a member company of any securities or derivatives exchange or any over the counter platform? Yes/No. If 'yes', give details.

Details:

(2) Have any of the above persons been:

(a) refused membership of any securities or commodities exchange? Yes/No. If 'yes', give details.

(b) expelled from or suspended from trading on or membership of any securities or commodities exchange or any over the counter platform? Yes/No. If 'yes', give details.

(c) subjected to any other form of disciplinary action by any securities and commodities exchange? Yes/No. If 'yes', give details.

REFERENCES & ADDITIONAL INFORMATION

REFERENCES

25. Any other additional information considered relevant to this application:

DECLARATION

We, _____ (Director), _____ (Director), and
_____ (Secretary) declare that all the information given in this application and
in attached documents is true and correct.

Dated this _____ day of _____ 20_____

Signed:

Director

Signed:

Director

Signed:

Secretary

NOTES & REQUIRED ATTACHMENTS

The application shall be accompanied by the following:

- (a) Articles of association
- (b) Certificate of incorporation
- (c) Business plan complying with the relevant capital markets laws (if applicable)
- (d) Detailed rules of operation of the business
- (e) Risk management plan
- (f) A copy of the platform's terms and conditions (if applicable)
- (g) A declaration by persons authorized as prescribed to accompany the application form
- (h) Any other documents referred to under the Regulations
- (i) The application fees