

No. S 32

SECURITIES ORDER, 2001

**SECURITIES (FEES, FORMS AND MISCELLANEOUS PROVISIONS)
REGULATIONS, 2001**

ARRANGEMENT OF REGULATIONS

Regulation

PART I

PRELIMINARY

1. Citation and commencement.
2. Procedure where none laid down.

PART II

FEES

3. Fees.

PART III

FORMS

4. Forms.
5. Particulars prescribed by forms.
6. Directions in forms.

PART IV

**GENERAL PROVISIONS RELATING TO FORMS AND
OTHER DOCUMENTS**

7. General requirements for documents lodged with Authority.
8. Verification of documents.
9. Agents' authorities to be lodged.

BRUNEI DARUSSALAM GOVERNMENT GAZETTE

10. Signature of documents lodged with Authority.
11. Changes to documents and information.
12. Time for lodging documents.
13. Affidavits and statutory declarations.

FIRST SCHEDULE – FEES

SECOND SCHEDULE – FORMS AND MISCELLANEOUS PROVISIONS

SECURITIES ORDER, 2001

**SECURITIES (FEES, FORMS AND MISCELLANEOUS PROVISIONS)
REGULATIONS, 2001**

In exercise of the power conferred by section 93 of the Securities Order, 2001, the Minister of Finance, with the approval of His Majesty the Sultan and Yang Di-Pertuan, hereby makes the following Regulations —

PART 1

PRELIMINARY

Citation and commencement.

1. These Regulations may be cited as the Securities (Fees, Forms and Miscellaneous Provisions) Regulations, 2001 and shall commence on the day appointed for the commencement of the Securities Order, 2001.

Procedure where none laid down.

2. In the event that any act or step is required or permitted to be done or taken under the Order and no form is prescribed or procedure laid down for the purpose either in the Order or any regulation made thereunder, application may be made to the Authority for directions as to the manner in which the act or step may be done or taken, and any act or step done or taken in accordance with his directions shall be a valid performance of such act or step.

PART II

FEES

Fees.

3. (1) The fees set out in the third column of the First Schedule are prescribed as the fees applicable to the items respectively set out in the second column of the First Schedule.

(2) The amount of any fees or other payments howsoever arising, under Part II of the Order may be prescribed or otherwise determined by the Minister in writing.

(3) A person licensed under Part III of the Order continues to be liable for all fees and penalties payable under the Order, notwithstanding that the licence has

lapsed, been suspended or withdrawn, and all those fees have priority over all other claims against the assets of such a person or body of persons. The Authority may refuse to take any action under the Order for which a fee is prescribed until all fees have been paid.

PART III

FORMS

Forms.

4. (1) The forms set out in the Second Schedule are prescribed as the forms to be used for the purposes of the Order.

(2) Unless the Authority specifically so requires, strict compliance with a prescribed form is not required and substantial compliance is sufficient.

Particulars prescribed by forms.

5. Where a prescribed form requires completion by insertion or by an attachment referred to in the form, the content of those insertions and attachments are prescribed as the particulars or other matters required under the provisions of the Order for the purposes for which the form is prescribed.

Directions in forms.

6. Subject to regulation 4(2), a prescribed form shall be completed in accordance with such directions as are specified in the form.

PART IV

GENERAL PROVISIONS RELATING TO FORMS AND OTHER DOCUMENTS

General requirements for documents lodged with Authority.

7. (1) A document to be lodged with the Authority shall where applicable —

(a) be on paper of medium weight, good quality and of international sheet A4 size;

(b) be clearly printed or otherwise produced in a manner that is permanent,

and may with the Authority's consent be a facsimile or electronically reproduced.

(2) The prescribed fee payable to the Authority in respect of the lodgment of a document with the Authority shall be paid at the time the document is lodged.

(3) Where a fee is payable for or in respect of the lodgment of any document with the Authority and the document is submitted for lodgment without payment of the fee, the document is deemed not to have been lodged until the fee has been paid.

Verification of documents.

8. (1) For the purposes of the Order, any document relating to any person subject to the Order which requires verification shall be verified —

- (a) by an appropriate official in the country or territory or part thereof in which that document originates;
- (b) by a notary public; or
- (c) by a director, manager, executive officer, partner, trustee or secretary of the person in question,

as the Authority may consider appropriate and acceptable.

Agents' authorities to be lodged.

9. Where a document signed by an agent of a person referred to in regulation 8(c) authorised in writing, the authority or a verified copy of the authority shall be annexed to the copy of the document lodged with the Authority.

Signature of documents lodged with Authority.

10. Except as otherwise provided in the Order or these Regulations, a document to be lodged with the Authority under the Order or these Regulations shall be signed or authenticated in manner provided under any written law relating to signature or authentication of that document or otherwise as the Authority may in any case permit.

Changes to documents and information.

11. Where any of the following changes or alterations arise or occur —

- (a) a change or changes to any document or information filed or supplied to the Authority; or
- (b) a change or changes in the appointment of any director, secretary, officer, partner, manager, administrator, custodian, trustee or registered agent, or

any person holding or exercising the functions of any office or position analogous to any of the foregoing,

in addition to any other requirement under the Order or any other written law, each such change or alteration, duly verified, shall be supplied to the Authority within the time prescribed in regulation 12.

Time for lodging documents.

12. Where a document is required by the Order to be lodged with the Authority, and no time period within which the document is to be lodged is prescribed, the document shall be lodged within one month or, in the case of a document required to be lodged by a foreign company, within such further period as the Authority may in special circumstances allow after the happening of the event to which the document relates.

Affidavits and statutory declarations.

13. (1) Except as otherwise provided in the Order or these Regulations, an affidavit or statutory declaration sworn or declared for the purposes of the Order or these Regulations shall —

(a) on behalf of a body corporate be made by a director or a secretary;
or

(b) where applicable, an officer of the registered agent which is appointed as agent.

(2) Where an affidavit or a statutory declaration by the Order or these Regulations purports to be sworn or declared at a place outside Brunei Darussalam, the affidavit or statutory declaration shall be sufficient for the purposes of the Order and these Regulations if it purports to be sworn or declared in accordance with the requirements of the law of that place.

FIRST SCHEDULE
(regulation 3)

FEEs
(Payable in United States dollars)

| SECTION | ITEM | FEE (United States dollars) |
|---------|--|--------------------------------|
| 20(1) | Application fee in respect of a Dealer's Licence | \$5,000 |
| 20(1) | Annual renewal fee in respect of a Dealer's Licence | \$4,000 |
| 20(1) | Application fee in respect of an Investment Adviser's Licence | \$4,000 |
| 20(1) | Annual renewal fee in respect of an Investment Adviser's Licence | \$3,000 |
| 20(1) | Application fee in respect of a Representative's Licence | \$4,000 |
| 20(1) | Annual renewal fee in respect of a Representative's Licence | \$2,000 |
| 39 | Upon the issue by the Authority of a copy or extract of a document, per A4 sheet | \$1 |

SECOND SCHEDULE

FORM 1

SECURITIES ORDER, 2001
[section 6(2)]

APPLICATION FOR A LICENCE TO ESTABLISH AN EXCHANGE

Application is made for a licence under section 6(2) of the Securities Order, 2001 and the following particulars are supplied in respect thereof —

1. Particulars of the Applicant's Parent Company.

1.1 Name of Parent Company.

- 1.2 Date of Incorporation.
 - 1.3 Place of Incorporation.
 - 1.4 Registered Office.
 - 1.5 Principal Business Address.
 - 1.6 Tel. No.
 - 1.7 Fax No.
 - 1.8 E-mail Contact.
 - 1.9 Website.
- 2. Particulars of Applicant (Brunei Darussalam Subsidiary).**
- 2.1 Name of Applicant.
 - 2.2 Date of Incorporation.
 - 2.3 Place of Incorporation.
 - 2.4 Registered Address and Agent.
 - 2.5 Bank Account.
 - 2.6 Auditors.
 - 2.7 Nature of Business.
- 3. Particulars of all Directors of the Applicant Company.**
- 3.1 Name.
 - 3.2 Nationality.
 - 3.3 Passport No.
 - 3.4 Address.
 - 3.5 Occupation.

4. Particulars of all Shareholders of the Applicant Company.

- 4.1 Name of Shareholder.
- 4.2 Date of Appointment.
- 4.3 Percentage of Control held.

5. Particulars of all Directors of the Parent Company.

- 5.1 Name.
- 5.2 Date of Appointment.
- 5.3 Passport No.
- 5.4 Occupation.

6. Particulars of all Shareholders of the Parent Company.

- 6.1 Name of Shareholder.
- 6.2 Address.
- 6.3 Date of Acquisition of such shares.
- 6.4 No. of Share(s) held.
- 6.5 Percentage of Control held.

7. Key appointments of Parent Company.

- 7.1 Title.
- 7.2 Name.
- 7.3 Date of Appointment.
- 7.4 Passport No.

8. Particulars of Share Capital of Parent Company.

- 8.1 Registered Share Capital.
- 8.2 Ordinary Shares.

8.3 Preference Shares.

8.4 Amount of Issued and Paid-Up Capital.

9. Financial Status of Parent Company.

10. Fit and Proper Status.

10.1 Has the applicant, its shareholder, or its related company or person, including shareholders of the ultimate holding company, ultimate holding company, holding company, associated company and subsidiary company etc. ever, in Brunei Darussalam or elsewhere, been expelled, suspended, censured or fined, or been refused membership by any stock or futures exchange? If so, please give details.

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10.2 Has the applicant, its shareholder or its related company or person, including shareholders of the ultimate holding company, ultimate holding company, holding company, associated company and subsidiary company etc. ever, in Brunei Darussalam or elsewhere, been refused, suspended or cancelled, a licence certificate or other permission to deal with the public in securities, commodities or commodity future contracts? If so, please give details.

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10.3 Has the applicant, its shareholder or its related company or person, including shareholders of the ultimate holding company, ultimate holding company, holding company, associated company and subsidiary company etc. ever, in Brunei Darussalam or elsewhere, been a party to an arrangement with its creditors or entered into any form of composition with its creditors? If so, please give details.

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10.4 Has the applicant, its shareholder or its related company or person, including shareholders of the ultimate holding company, ultimate holding company, holding company, associated company and subsidiary company etc. ever, in Brunei Darussalam or elsewhere,

been petitioned for winding-up? If so, please give details and advise whether or not is still pending or how it was disposed of.

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10.5 Has a receiver, ever been appointed by the court or by a debenture holder to manage the applicant's, its shareholder's, or its related company's or person's, including shareholders of the ultimate holding company, ultimate holding company, holding company, associated company and subsidiary company's etc. affairs? If so, please give details and advise whether or not the receiver is still in possession of the assets concerned.

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10.6 Has the applicant, its shareholder or its related company or person, including shareholders of the ultimate holding company, ultimate holding company, holding company, associated company and subsidiary company etc. ever, been convicted of any offence, other than a traffic offence, in Brunei Darussalam or elsewhere?

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10.7 Has any judgment ever been entered against the applicant, its shareholder, or its related company or person, including shareholders of the ultimate holding company, ultimate holding company, holding company, associated company and subsidiary company etc. in any civil proceedings, in Brunei Darussalam or elsewhere?

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BRUNEI DARUSSALAM GOVERNMENT GAZETTE

10.8 Is the applicant, its shareholder, or its related company or person, including shareholders of the ultimate holding company, ultimate holding company, holding company, associated company and subsidiary company etc. currently the subject of a charge or indictment alleging any offence, other than a traffic offence, in Brunei Darussalam or elsewhere?

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10.9 Is the applicant, its shareholder, or its related company or person, including shareholders of the ultimate holding company, ultimate holding company, holding company, associated company and subsidiary company etc. currently a party to any civil proceedings in Brunei Darussalam or elsewhere? If so, please give details.

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10.10 Please give particulars of any unsatisfied judgments outstanding against the applicant, its shareholder, or its related company or person, including shareholders of the ultimate holding company, ultimate holding company, holding company, associated company and subsidiary company etc. if any.

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10.11 Has the applicant, its shareholder, or its related company or person, including shareholder of the ultimate holding company, ultimate holding company, holding company, associated company and subsidiary company etc. ever been enjoined by order, judgment or decree or any court or regulatory body or Government agency, in Brunei Darussalam or elsewhere, from acting in any capacity or engaging in any activity? If so, please give details.

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10.12 Has the applicant, its shareholder, or its related company or person, including shareholder of the ultimate holding company, ultimate holding company, holding company, associated company and subsidiary company etc. ever been the subject of any disciplinary action [other than those disclosed in the above answer] by any regulatory body or Government agency, in Brunei Darussalam or elsewhere? If so, please give details.

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10.13 Is the applicant or a company of which it is a director or a firm of which it is a partner being investigated by any regulatory body or Government agency, in Brunei Darussalam or elsewhere, in engaging in any improper activity? If so, please give details.

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11. Data of the Contact Person of this Application

11.1 Name.

11.2 Name of Company.

11.3 Company Address.

11.4 Tel. No.

FORM OF DECLARATION

I being a proposed Director of on hereby certify that I have read and understood the provisions of the Securities Order, 2001 and all regulations and circulars issued there under.

We certify that the information given in the application is complete and accurate to the best of our knowledge. We undertake to inform the Authority of any changes material to the application which arise while the Authority is considering the application. We further undertake that, in the event that we are granted the licence for which is hereby sought, we will notify the Authority of any material changes to or affecting the completeness or accuracy of, the application above as soon as possible.

Dated this day of, 20.....

Name:

Position:

Signature:

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|---|-----------------------|
| Lodged in the office of the Authority in Brunei Darussalam by — | For Registry's Use |
| Name: | Date of Registration: |
| Address: | Receipt No.: |
| Telephone No.: | Checked by: |
| Fax No.: | |

SECOND SCHEDULE

FORM 2

SECURITIES ORDER, 2001

[section 16(1)]

APPLICATION FOR DEALER'S LICENCE

Application is made for a licence under section 16(1) of the Securities Order, 2001 and the following particulars are supplied in respect thereof —

1. Applicant.

- 1.1 **Name** of applicant.
- 1.2 **Address** in Brunei Darussalam of the applicant.
- 1.3 **Address** of principal office, if incorporated outside Brunei Darussalam.
- 1.4 **Date and place** of Incorporation.
- 1.5 A detailed statement of the nature of activities to be conducted and the applicant's experience.

2. Group Structures.

- 2.1 **Subsidiary companies:** names and registered office address and names of their registered agents.
- 2.2 Statement of capital of any other company held, directly or through a subsidiary, as an asset of the applicant.

3. Financial Information.

- 3.1 **Authorised and Paid-Up Capital.**
- 3.2 Annual accounts of the applicant and of its holding company, if applicable, for the preceding 3 years and when available, being duly audited and certified by an independent auditor.

4. Shareholders.

- 4.1 A list of all the shareholders of the applicant, providing the following information —
- 4.1.1 Full name.
 - 4.1.2 Nationality.
 - 4.1.3 Private Address.
 - 4.1.4 Number of shares held.
 - 4.1.5 Date of acquisition of such shares.

5. Directors.

This is applicable to Directors resident in Brunei Darussalam, or to be resident in Brunei Darussalam, or directly responsible for Brunei Darussalam operations.

- 5.1 A list of all directors of the applicant, providing the following information —
- 5.1.1 Full name.
 - 5.1.2 Private Address.
 - 5.1.3 Address in Brunei Darussalam.
 - 5.1.4 Date of Birth.
 - 5.1.5 Place of Birth.
 - 5.1.6 Gender.
 - 5.1.7 Nationality.
 - 5.1.8 NRIC No. or Passport No.
 - 5.1.9 Qualifications attained.
 - 5.1.10 Working experience.
 - 5.1.11 Any directorships held now and during the last 10 years, including details of the employer and dates of the employment.

The following Part is to be completed by the applicant and all the proposed directors of the applicant –

1. Have you at any time been licensed or registered in any place under any law which requires licensing or registration in relation to securities? If so, give particulars (including details of contact persons at relevant authorities).

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2. Have you, or any body corporate with which you are or have been associated, at any time been charged with and/ or convicted of any offence including an expunged offence (other than an offence in connection with the use or ownership of a motor vehicle)? If so, give particulars of the court by which you or the body corporate were convicted, the offence charged and the penalty imposed and the date of conviction.

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3. Have you at any time held a licence relating to securities or providing investment advice, which has been cancelled, withdrawn or suspended under any law either while you were associated with it or within one year after you ceased to be associated with it? If so, give particulars (including details of contact persons at relevant authorities).

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4. Have you been censured, disciplined, warned as to future conduct or publicly criticised by, or made the subject of a court order at the instigation of, any regulatory authority or professional body to which you belong or belonged or have you ever held a licence subject to conditions? If so, give particulars (including details of contact persons at relevant authorities).

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BRUNEI DARUSSALAM GOVERNMENT GAZETTE

5. Has the applicant been the subject of an investigation by, or at the instigation of, a governmental, professional or other regulatory body? If so, give particulars (including details of contact persons at relevant authorities).

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6. Have you been dismissed from any office or employment or barred from entry to any profession or occupation? If so, give particulars.

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7. Have you been adjudicated bankrupt by a court or at any time suspended payment to your creditors or entered into an arrangement with your creditors? If so, give particulars.

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8. Have you failed to satisfy any debt adjudged due and payable by you as a judgment-debtor under an order of a court? If so, give particulars.

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9. Have you, in connection with any security been adjudged by a civil court liable for any fraud, misfeasance or other misconduct by you towards such security? If so, give particulars.

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10. Has any organisation with which you were associated as a Dealer, Investment Adviser, Representative or any similar position been compulsory 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, either while you were associated with it or within one year after you ceased to be associated with it? If so, give particulars.

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11. In carrying out your duties will you be acting on the direction or instructions of any other person? If so, give particulars.

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12. Do you, in your private capacity, or does any close relative or associate (either individual or corporate), undertake or intend to undertake business with the applicant? If so, give particulars.

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13. Do you, in your private capacity, or does any close relative or associate (either individual or corporate) hold any (present or future) beneficial interest in the voting power of the applicant, or hold any voting power? If so, give particulars.

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14. Are you engaged in, or do you expect to be engaged in, any litigation or matter of dispute with any authority, including taxation authorities? If so, give particulars.

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FORM OF DECLARATION

I, being a proposed Director of

..... on hereby certify that I have read and understood the provisions of the Securities Order, 2001 and all regulations and circulars issued thereunder.

I certify that the information given in the application is complete and accurate to the best of my knowledge, information and belief and that there are no other facts relevant to this application of which the Authority should be aware.

I undertake to inform the Authority of any changes material to the application which arise while the Authority is considering the application. I further undertake that, in the event that the licence or any renewal thereof which is hereby sought is granted, I will notify the Authority of any material changes to or affecting the completeness or accuracy of, the application above as soon as possible, but in any event no later than 14 days from the day that the changes come to my attention, where a time limit has not been prescribed.

BRUNEI DARUSSALAM GOVERNMENT GAZETTE

Dated this day of, 20.....

Name:

Position:

Signature:

| | |
|---|-----------------------|
| Lodged in the office of the Authority in Brunei Darussalam by – | For Registry's Use |
| Name: | Date of Registration: |
| Address: | Receipt No.: |
| Telephone No.: | Checked by: |
| Fax No.: | |

FORM 3

SECURITIES ORDER, 2001
[section 18(1)]

APPLICATION FOR INVESTMENT ADVISER'S LICENCE

Application is made for a licence under section 18(1) of the Securities Order, 2001 and the following particulars are supplied in respect thereof –

1. Applicant.

- 1.1 **Name** of applicant.
- 1.2 **Address** in Brunei Darussalam of the applicant.
- 1.3 **Address** of principal office, if incorporated outside Brunei Darussalam.
- 1.4 **Date and place of Incorporation.**
- 1.5 **A detailed statement of the nature of activities to be conducted and the applicant's experience.**

2. Financial Information.

- 2.1 If applicant is a body corporate, the authorised and Paid-Up Capital.
- 2.2 Annual accounts of the applicant and of its holding company, if applicable, for the preceding 3 years where available, being duly audited and certified by an independent auditor.

3. Shareholders.

- 3.1 If applicant is a body corporate, a list of all the shareholders of the applicant, providing the following information —
 - 3.1.1 Full Name.
 - 3.1.2 Nationality.
 - 3.1.3 Private Address.
 - 3.1.4 Number of shares held.
 - 3.1.5 Date of acquisition of such shares.

4. Directors.

This is applicable to Directors resident in Brunei Darussalam, or to be resident in Brunei Darussalam, or directly responsible for Brunei Darussalam operations.

- 4.1 A list of all directors of the applicant, providing the following information —
 - 4.1.1 Full Name.
 - 4.1.2 Private Address.
 - 4.1.3 Address in Brunei Darussalam.
 - 4.1.4 Date of Birth.
 - 4.1.5 Place of Birth.
 - 4.1.6 Gender.
 - 4.1.7 Nationality.
 - 4.1.8 NRIC No. or Passport No.

4.1.9 Qualifications attained.

4.1.10 Working experience.

4.1.11 Any directorships held now and during the last 10 years, including details of the employer and dates of the employment.

The following Part is to be completed by the applicant and all the proposed directors of the applicant —

1. Have you at any time been licensed or registered in any place under any law which requires licensing or registration in relation to securities? If so, give particulars (including details of contact persons at relevant authorities).

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2. Have you, or any body corporate with which you are or have been associated, at any time been charged with and/ or convicted of any offence including an expunged offence (other than an offence in connection with the use or ownership of a motor vehicle)? If so, give particulars of the court by which you or the body corporate were convicted, the offence charged and the penalty imposed and the date of conviction.

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3. Have you at any time held a licence relating to securities or providing investment advice, which has been cancelled, withdrawn or suspended under any law either while you were associated with it or within one year after you ceased to be associated with it? If so, give particulars (including details of contact persons at relevant authorities).

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4. Have you been censured, disciplined, warned as to future conduct or publicly criticised by, or made the subject of a court order at the instigation of, any regulatory authority or professional body to which you belong or belonged or have you ever held a licence subject to conditions? If so, give particulars (including details of contact persons at relevant authorities).

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5. Has the applicant been the subject of an investigation by, or at the instigation of, a governmental, professional or other regulatory body? If so, give particulars (including details of contact persons at relevant authorities).

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6. Have you been dismissed from any office or employment or barred from entry to any profession or occupation? If so, give particulars.

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7. Have you been adjudicated bankrupt by a court or at any time suspended payment to your creditors or entered into an arrangement with your creditors? If so, give particulars.

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8. Have you failed to satisfy any debt adjudged due and payable by you as a judgment-debtor under an order of a court? If so, give particulars.

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9. Have you, in connection with any security been adjudged by a civil court liable for any fraud, misfeasance or other misconduct by you towards such a security? If so, give particulars.

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10. Has any organisation with which you were associated as a Dealer, Investment Adviser, Representative or any similar position been compulsory 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, either while you were associated with it or

within one year after you ceased to be associated with it? If so, give particulars.

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11. In carrying out your duties will you be acting on the direction or instructions of any other person? If so, give particulars.

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12. Do you, in your private capacity, or does any close relative or associate (either individual or corporate), undertake or intend to undertake business with the applicant? If so, give particulars.

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13. Do you, in your private capacity, or does any close relative or associate (either individual or corporate) hold any (present or future) beneficial interest in the voting power of the applicant, or hold any voting power? If so, give particulars.

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14. Are you engaged in, or do you expect to be engaged in, any litigation or matter of dispute with any authority, including taxation authorities? If so, give particulars.

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FORM OF DECLARATION

I, being a proposed Director of

..... on hereby certify that I have read and understood the provisions of the Securities Order, 2001 and all regulations and circulars issued thereunder.

I certify that the information given in the application is complete and accurate to the best of my knowledge, information and belief and that there are no other facts relevant to this application of which the Authority should be aware.

14th. MAY, 2001

I undertake to inform the Authority of any changes material to the application which arise while the Authority is considering the application. I further undertake that, in the event that the licence or any renewal thereof which is hereby sought is granted, I will notify the Authority of any material changes to or affecting the completeness or accuracy of, the application above as soon as possible, but in any event no later than 14 days from the day that the changes come to my attention, unless a time limit has been prescribed.

Dated this day of, 20.....

Name:

Position:

Signature:

| | |
|---|-----------------------|
| Lodged in the office of the Authority in Brunei Darussalam by — | For Registry's Use |
| Name: | Date of Registration: |
| Address: | Receipt No.: |
| Telephone No.: | Checked by: |
| Fax No.: | |

FORM 4

SECURITIES ORDER, 2001
[section 20(1)]

APPLICATION FOR A REPRESENTATIVE'S LICENCE

Application is made for a licence under section 20(1) of the Securities Order, 2001 and the following particulars are supplied in respect thereof —

1. Applicant.

1.1 **Name** of applicant.

1.2 **Name** of person the applicant is to represent.

- 1.3 Nature of licence sought.
- 1.4 **Address** in Brunei Darussalam of the applicant.
- 1.5 **Address** of principal office, if incorporated outside Brunei Darussalam.
- 1.6 Date and place of Incorporation.
- 1.7 A detailed statement of the nature of activities to be conducted.
- 1.8 Details of applicant's educational and professional qualifications.
- 1.9 Details of applicant's working experience.

The following Part is to be completed by the applicant —

- 1. Have you at any time been licensed or registered in any place under any law which requires licensing or registration in relation to securities? If so, give particulars (including details of contact persons at relevant authorities).

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- 2. Have you, or any body corporate with which you are or have been associated, at any time been charged with and/ or convicted of any offence including an expunged offence (other than an offence in connection with the use or ownership of a motor vehicle)? If so, give particulars of the court by which you or the body corporated were convicted, the offence charged and the penalty imposed and the date of conviction.

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- 3. Have you at any time held a licence relating to securities or providing investment advice, which has been cancelled, withdrawn or suspended under any law either while you were associated with it or within one year after you ceased to be associated with it? If so, give particulars (including details of contact persons at relevant authorities).

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4. Have you been censured, disciplined, warned as to future conduct or publicly criticised by, or made the subject of a court order at the instigation of, any regulatory authority or professional body to which you belong or belonged or have you ever held a licence subject to conditions? If so, give particulars (including details of contact persons at relevant authorities).

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5. Has the applicant been the subject of an investigation by, or at the instigation of, a governmental, professional or other regulatory body? If so, give particulars (including details of contact persons at relevant authorities).

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6. Have you been dismissed from any office or employment or barred from entry to any profession or occupation? If so, give particulars.

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7. Have you been adjudicated bankrupt by a court or at any time suspended payment to your creditors or entered into an arrangement with your creditors? If so, give particulars.

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8. Have you failed to satisfy any debt adjudged due and payable by you as a judgment-debtor under an order of a court? If so, give particulars.

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BRUNEI DARUSSALAM GOVERNMENT GAZETTE

9. Have you, in connection with any security been adjudged by a civil court liable for any fraud, misfeasance or other misconduct by you towards such a security? If so, give particulars.

.....
.....

10. Has any organisation with which you were associated as a Dealer, Investment Adviser, Representative or any similar position been 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, either while you were associated with it or within one year after you ceased to be associated with it? If so, give particulars.

.....
.....

11. In carrying out your duties will you be acting on the direction or instructions of any other person? If so, give particulars.

.....
.....

12. Do you, in your private capacity, or does any close relative or associate (either individual or corporate), undertake or intend to undertake business with the applicant? If so, give particulars.

.....
.....

13. Do you, in your private capacity, or does any close relative or associate (either individual or corporate) hold any (present or future) beneficial interest in the voting power of the applicant, or hold any voting power? If so, give particulars.

.....
.....

14. Are you engaged in, or do you expect to be engaged in, any litigation or matter of dispute with any authority, including taxation authorities? If so, give particulars.

.....
.....

15. Any additional information considered relevant to the application.

.....
.....

FORM OF DECLARATION

I, being a Director of

..... on hereby
certify that I have read and understood the provisions of the Securities Order, 2001
and all regulations and circulars issued thereunder.

I certify that the information given in the application is complete and accurate to
the best of my knowledge, information and belief and that there are no other facts
relevant to this application of which the Authority should be aware. It is believed
that the applicant is of good character and reputation and has the competent
experience to perform the functions of a representative.

I undertake to inform the Authority of any changes material to the application
which arise while the Authority is considering the application. I further undertake
that, in the event that the licence or any renewal thereof which is hereby sought is
granted, I will notify the Authority of any material changes to or affecting the
completeness or accuracy of, the application above as soon as possible, but in any
event no later than 14 days from the day that the changes come to my attention,
where a time limit has not been prescribed.

Dated this day of, 20.....

Name:

Position:

Signature:

| | |
|---|-----------------------|
| Lodged in the office of the Authority in Brunei Darussalam by – | For Registry's Use |
| Name: | Date of Registration: |
| Address: | Receipt No.: |
| Telephone No.: | Checked by: |
| Fax No.: | |

FORM 5

SECURITIES ORDER, 2001
[section 20(1)]

**APPLICATION FOR RENEWAL OF DEALER'S/
INVESTMENT ADVISER'S LICENCE**

Application is made for a licence under section 20(1) of the Securities Order, 2001 and the following particulars are supplied in respect thereof –

1. Applicant.

- 1.1 **Name** of applicant.
- 1.2 **Licence Number.**
- 1.3 **Address** in Brunei Darussalam of the registered office of the applicant.
- 1.4 **Address** of principal office, if incorporated outside Brunei Darussalam.
- 1.5 Details of any new business activity undertaken since the previous application.

2. Shareholders.

- 2.1 A list of all the shareholders of the applicant, providing the following information –
 - 2.1.1 **Full Name.**
 - 2.1.2 **Nationality.**
 - 2.1.3 **Private Address.**
 - 2.1.4 **Number of shares held.**
 - 2.1.5 **Date of acquisition of such shares.**

3. Directors.

- 3.1 A list of all directors of the applicant, providing the following information —
- 3.1.1 Full Name.
 - 3.1.2 Private Address.
 - 3.1.3 Address in Brunei Darussalam.
 - 3.1.4 Date of Birth.
 - 3.1.5 Place of Birth.
 - 3.1.6 Gender.
 - 3.1.7 Nationality.
 - 3.1.8 NRIC No. or Passport No.
 - 3.1.9 Qualifications attained.
 - 3.1.10 Working experience.
 - 3.1.11 Any directorships held now and during the last 10 years, including details of the employer and dates of the employment.

The following Part is to be completed by the applicant and all the directors of the applicant —

1. Have you at any time been licensed or registered in any place under any law which requires licensing or registration in relation to securities? If so, give particulars (including details of contact persons at relevant authorities).
.....
.....
.....
2. Have you, or any body corporate with which you are or have been associated, at any time been charged with and/ or convicted of any offence including an expunged offence (other than an offence in connection with the use or ownership of a motor vehicle)? If so, give particulars of the court by which you or the body corporate were convicted, the offence charged and the penalty imposed and the date of conviction.

.....
.....
.....

3. Have you at any time held a licence relating to securities or providing investment advice, which has been cancelled, withdrawn or suspended under any law either while you were associated with it or within one year after you ceased to be associated with it? If so, give particulars (including details of contact persons at relevant authorities).

.....
.....

4. Have you been censured, disciplined, warned as to future conduct or publicly criticised by, or made the subject of a court order at the instigation of, any regulatory authorisation or professional body to which you belong or belonged or have you ever held a licence subject to conditions? If so, give particulars (including details of contact persons at relevant authorities).

.....
.....
.....

5. Has the applicant been the subject of an investigation by, or at the instigation of, a governmental, professional or other regulatory body? If so, give particulars (including details of contact persons at relevant authorities).

.....
.....

6. Have you been dismissed from any office or employment or barred from entry to any profession or occupation? If so, give particulars.

.....
.....

7. Have you been adjudicated bankrupt by a court or at any time suspended payment to your creditors or entered into an arrangement with your creditors? If so, give particulars.

.....

.....
8. Have you failed to satisfy any debt adjudged due and payable by you as a judgment-debtor under an order of a court? If so, give particulars.

.....
.....
9. Have you, in connection with any security been adjudged by a civil court liable for any fraud, misfeasance or other misconduct by you towards such a security? If so, give particulars.

.....
.....
10. Has any organisation with which you were associated as a Dealer, Investment Adviser, Representative or any other similar position of any fund been compulsory 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, either while you were associated with it or within one year after you ceased to be associated with it? If so, give particulars.

.....
.....
11. In carrying out your duties will you be acting on the direction or instructions of any other person? If so, give particulars.

.....
.....
12. Do you, in your private capacity, or does any close relative or associate (either individual or corporate), undertake or intend to undertake business with the applicant? If so, give particulars.

.....
.....
13. Do you, in your private capacity, or does any close relative or associate (either individual or corporate) hold any (present or future) beneficial interest in the voting power of the applicant, or hold any voting power? If so, give particulars.

.....
.....

14. Are you engaged in, or do you expect to be engaged in, any litigation or matter of dispute with any authority, including taxation authorities? If so, give particulars.

.....
.....

15. Any other changes since the previous application of additional information considered relevant to the application.

.....
.....

FORM OF DECLARATION

I, being a Director of
..... on hereby
certify that I have read and understood the provisions of the Securities Order, 2001
and all regulations and circulars issued thereunder.

I certify that the information given in the application is complete and accurate to the best of my knowledge, information and belief and that there are no other facts relevant to this application of which the Authority should be aware.

I undertake to inform the Authority of any changes material to the application which arise while the Authority is considering the application. I further undertake that, in the event the renewal which is hereby sought is granted, I will notify the Authority of any material changes to or affecting the completeness or accuracy of, the application above as soon as possible, but in any event no later than 14 days from the day that the changes come to my attention, where a time limit has not been prescribed.

Dated this day of, 20.....

Name:

Position:

Signature:

| | |
|---|-----------------------|
| Lodged in the office of the Authority in Brunei Darussalam by — | For Registry's Use |
| Name: | Date of Registration: |
| Address: | Receipt No.: |
| Telephone No.: | Checked by: |
| Fax No.: | |

FORM 6

SECURITIES ORDER, 2001
[section 20(1)]

APPLICATION FOR RENEWAL OF A REPRESENTATIVE'S LICENCE

Application is made for a licence under section 20(1) of the Securities Order, 2001 and the following particulars are supplied in respect thereof —

1. Applicant.

1.1 **Name** of applicant.

1.2 **Licence Number.**

1.3 **Address** in Brunei Darussalam of the applicant.

1.4 **Address** of principal office, if incorporated outside Brunei Darussalam.

1.5 **Details** of any new business activity undertaken since the previous application.

The following Part is to be completed by the applicant —

1. Have you at any time been licensed or registered in any place under any law which requires licensing or registration in relation to securities? If so, give particulars (including details of contact persons at relevant authorities).

.....
.....

BRUNEI DARUSSALAM GOVERNMENT GAZETTE

2. Have you, or any body corporate with which you are or have been associated, at any time been charged with and/ or convicted of any offence including an expunged offence (other than an offence in connection with the use or ownership of a motor vehicle)? If so, give particulars of the court by which you or the body corporate were convicted, the offence charged and the penalty imposed and the date of conviction.

.....
.....

3. Have you at any time held a licence relating to securities or providing investment advice, which has been cancelled, withdrawn or suspended under any law either while you were associated with it or within one year after you ceased to be associated with it? If so, give particulars (including details of contact persons at relevant authorities).

.....
.....
.....

4. Have you been censured, disciplined, warned as to future conduct or publicly criticised by, or made the subject of a court order at the instigation of, any regulatory authority or professional body to which you belong or belonged or have you ever held a licence subject to conditions? If so, give particulars (including details of contact persons at relevant authorities).

.....
.....
.....

5. Has the applicant been the subject of an investigation by, or at the instigation of, a governmental, professional or other regulatory body? If so, give particulars (including details of contact persons at relevant authorities).

.....
.....

6. Have you been dismissed from any office or employment or barred from entry to any profession or occupation? If so, give particulars.

.....

.....
7. Have you been adjudicated bankrupt by a court or at any time suspended payment to your creditors or entered into an arrangement with your creditors? If so, give particulars.

.....
.....
8. Have you failed to satisfy any debt adjudged due and payable by you as a judgment-debtor under an order of a court? If so, give particulars.

.....
.....
9. Have you, in connection with any security been adjudged by a civil court liable for any fraud, misfeasance or other misconduct by you towards such a security? If so, give particulars.

.....
.....
10. Has any organisation with which you were associated as a Dealer, Investment Adviser, Representative or any similar position been compulsory 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, either while you were associated with it or within one year after you ceased to be associated with it? If so, give particulars.

.....
.....
11. In carrying out your duties will you be acting on the direction or instructions of any other person? If so, give particulars.

.....
.....
12. Do you, in your private capacity, or does any close relative or associate (either individual or corporate), undertake or intend to undertake business with the applicant? If so, give particulars.

.....
.....
13. Do you, in your private capacity, or does any close relative or associate (either individual or corporate) hold any (present or future) beneficial interest in the voting power of the applicant, or hold any voting power? If so, give particulars.

.....
.....
14. Are you engaged in, or do you expect to be engaged in, any litigation or matter of dispute with any authority, including taxation authorities? If so, give particulars.

.....
.....
15. Any other changes since the previous application of additional information considered relevant to the application.

FORM OF DECLARATION

I, being a Director of

..... on hereby certify that I have read and understood the provisions of the Securities Order, 2001 and all regulations and circulars issued thereunder.

I certify that the information given in the application is complete and accurate to the best of my knowledge, information and belief and that there are no other facts relevant to this application of which the Authority should be aware. It is believed that the applicant is of good character and reputation and has the competent experience to perform the functions of a representative.

I undertake to inform the Authority of any changes material to the application which arise while the Authority is considering the application. I further undertake that, in the event that the renewal which is hereby sought is granted, I will notify the Authority of any material changes to or affecting the completeness or accuracy of, the application above as soon as possible, but in any event no later than 14 days

from the day that the changes come to my attention, where a time limit has not been prescribed.

Dated this day of, 20.....

Name:

Position:

Signature:

| | |
|---|-----------------------|
| Lodged in the office of the Authority in Brunei Darussalam by — | For Registry's Use |
| Name: | Date of Registration: |
| Address: | Receipt No.: |
| Telephone No.: | Checked by: |
| Fax No.: | |

FORM 7

**SECURITIES ORDER, 2001
[section 29]**

NOTIFICATION OF CESSATION OF BUSINESS OR OTHER CHANGE IN PARTICULARS

Notice is hereby given for a change in particulars under section 29 of the Securities Order, 2001 and the following particulars are supplied in respect thereof —

I (name), a director of
..... (name of licensee) hereby give notice that the following change(s) of information have occurred in respect of the following:

Notice is hereby given that (name) the holder of a dealer's licence/ investment adviser's licence/ representative's licence¹ will cease/ has ceased¹ to carry on the business or to hold himself out as carrying on the business to which the dealer's licence/ investment adviser's licence/ representative's licence¹ relates.

Any other changes, please state:²

Dated this day of, 20.....

.....
Director

| | |
|---|-----------------------|
| Lodged in the office of the Authority in Brunei Darussalam by – | For Registry's Use |
| Name: | Date of Registration: |
| Address: | Receipt No.: |
| Telephone No.: | Checked by: |
| Fax No.: | |

¹Delete as appropriate.

²If sufficient space, please include annexure.

FORM 8

SECURITIES ORDER, 2001
[section 34(1)]

REGISTER OF SECURITIES

Particulars of the securities under section 34(1) of the Securities Order, 2001 in which I have an interest are as follows –

1. Applicant.

- 1.1 Name of person.
- 1.2 Designation.
- 1.3 Name of security.
- 1.4 Name of dealer.
- 1.5 Date security acquired.
- 1.6 Unit price.
- 1.7 No. of units required.

1.8 No. of units disposed.

1.9 Notice of place at which register to be kept.

Dated this day of, 20.....

.....
(Name)

| | |
|---|-----------------------|
| Lodged in the office of the Authority in Brunei Darussalam by — | For Registry's Use |
| Name: | Date of Registration: |
| Address: | Receipt No.: |
| Telephone No.: | Checked by: |
| Fax No.: | |

FORM 9

SECURITIES ORDER, 2001 [section 35(1)]

NOTICE OF PARTICULARS OF REGISTER

Notice is hereby given to the Authority of particulars as required under section 35(1) of the Securities Order, 2001 in which I have an interest are as follows —

1. Name of person.
2. Designation.
3. Address in Brunei Darussalam of the registered office of the applicant.
4. Place at which register is to be kept.
5. Date of commencement of keeping register at place as specified.
6. Such other particulars as the Authority may require.

Dated this day of, 20.....

BRUNEI DARUSSALAM GOVERNMENT GAZETTE

.....
(Name)

| | |
|---|-----------------------|
| Lodged in the office of the Authority in Brunei Darussalam by — | For Registry's Use |
| Name: | Date of Registration: |
| Address: | Receipt No.: |
| Telephone No.: | Checked by: |
| Fax No.: | |

Made this 5th. day of Zulhijah, 1421 Hijriah corresponding to the 1st. day of March, 2001.

(DATO PADUKA AWANG HAJI YAKUB BIN ABU BAKAR)
Permanent Secretary,
Ministry of Finance,
Brunei Darussalam.