

9.	Address Details
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a.	Registered Office														
	Address Line 1														
	Address Line 2														
	Address Line 3														
	Landmark														
	City														
	Country														
	Zip Code														

b.	Principal Place of Business	Same as Registered Office <i>(Tick any one)</i>										Yes		No	
	Address Line 1														
	Address Line 2														
	Address Line 3														
	Landmark														
	City														
	Country														
	Zip Code														

c.	Correspondence Office														
	Same as Registered Office	Yes		No		<i>Fill in the address below, if it is "No" to both the choices</i>									
	Same as Principal Place of Business	Yes		No											
	Address Line 1														
	Address Line 2														
	Address Line 3														
	Landmark														
	City														
	Country														
	Zip Code														

10.	List of Directors <i>Refer Annexure - 2</i>														
	Name of the Director		I / C		Age		Passport No. / LEI Code							PEP(Y/N)	
	1														
	2														
	3														
	4														
	5														
	6														
	7														
	8														

I = Individual;
C = Corporate

11.	Company Secretary Details															
a	Name (Mr. / Ms. / Mrs.)															
b	Contact Details															
c	Office Number 1															
d	Office Number 2															
e	Residence Number															
f	Mobile Number															
g	Fax Number															
h	Email ID															
i	Alternate email ID															

12.	Compliance Officer Details <i>Refer Annexure 3; Annexure 4</i>															
a	Name (Mr. / Ms. / Mrs.)															
b	Contact Details															
c	Office Number 1															
d	Office Number 2															
e	Residence Number															
f	Mobile Number															
g	Fax Number															
h	Email ID															
i	Alternate email ID															

13	FSC Registration Detail <i>Refer Annexure 7</i>															
a	Registration No.															
b	Valid Till Date															(DD-MM-YYYY)

14	Declaration and Undertaking
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We hereby apply to become a Participant of AFRINEX Clearing House Limited (“ACHL”) for Depository Services as Registrar and Transfer Agent (“RTA”). We shall adhere to the rules and regulations, circulars, notifications and other applicable laws of Financial Services Commission (FSC), Bank of Mauritius (BOM), the ACHL, CDS Act, as applicable and as may be issued and amended from time to time.

We declare that the Applicant: (i) is not and shall not engage in any other business activities other than as licensed or authorized by the FSC/ BOM; (ii) is not involved in any pending or threatened civil or criminal litigation, suit or proceeding; (iii) the Applicant and/or its associate or affiliate has not been rejected, suspended or expelled from membership of any securities exchange or clearing house; (iv) is not facing any enquiry/investigation from FSC, BOM or any regulatory authority; (v) has necessary infrastructure like adequate office space, equipment and man power to effectively discharge its activities; (vi) does not have any directors, shareholders or associates which are categorized as ‘Politically Exposed Persons’, except, as mentioned in the application.

We undertake that the Compliance Officer appointed by us has obtained the required certification/ approvals as prescribed by FSC and/or ACHL. We shall pay the required fees and deposits to ACHL and submit the necessary documents, as may be required, from time to time.

We hereby state that the above-mentioned particulars are correct and complete to the best of our knowledge. We acknowledge that any misstatement or misrepresentations or withholding of facts

in connection with this application or breach of any undertaking/ declaration or condition may result in rejection of our application or termination of our registration as a Participant.

We undertake to notify ACHL of any material change in information/documents submitted with respect to the above, within 15 days of any such change.

15.	Signatures
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Signature: 1	Signature: 2
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Name:

Name:

Designation:

Designation:

Date:

Date:

Place:

Place

Documents Checklist

S No.	Document	Format	Attached
1	Board Resolution Suggested Format	Annexure 1	
2	Board of Directors List	Annexure 2	
3	Appointment of Compliance Officer	Annexure 3	
4	Declaration by Compliance Officer	Annexure 4	
5	Details of Senior Executive Officers	Annexure 5	
6	Declaration by Senior Executive Officers	Annexure 6	
7	Fit and Proper Declaration	Annexure 7	
8	Constitution of the Company		
9	Proof of Address of the Company		
10	Latest Audited Financial Statements - Balance Sheet and Profit and Loss Statement of the Company		
11	Self-Attested Proof of Address of all the Directors		
12	Self-Attested Proof of Address of the Senior Executive Officers, Company Secretary and Compliance Officer		

SPECIMEN BOARD RESOLUTION

On the letterhead of the Company

(Should be signed by the Company Secretary or MD or any Director)

Extract of the minutes of the meeting of the Board of Directors of (name of the company) duly convened and held on (date and time) at (address).

“RESOLVED THAT the Company joins AFRINEX Clearing House Limited (ACHL) as Participant for Depository Services as Registrar and Transfer Agent (“RTA”) and that the approval of the Board of Directors be and is hereby accorded to Company to make necessary application, undertakings (s), deeds, papers and all other documents etc. necessary for the purpose of Company becoming Participant of AFRINEX Clearing House Limited (“ACHL”) for Depository Services as RTA and for all matters incidental thereto as may be considered necessary and expedient”.

“RESOLVED THAT Mr./ Ms. _____ and/ or Mr./Ms. _____ and/ or Mr./ Ms _____, directors of the company be and are hereby authorized to sign (severally / jointly) and execute any of the above mentioned documents, carry out modifications or amendments thereto and affix the Common Seal of the Company, thereon (wherever necessary) in accordance with Article of the Association of the Company.”

“RESOLVED FURTHER THAT Mr/Ms _____ and/or Mr/Ms _____ and/or Mr/Ms _____, Directors of the Company _____ be and are hereby authorised to appoint any suitable person as Compliance officer and other staff required in this connection”.

The resolution was passed unanimously.

Certified True Copy

Signature with stamp

Name : < Chairman of the meeting/Company Secretary/Director/MD/ED >

Designation

Date:

BOARD OF DIRECTORS*(To be signed and stamped by Senior Executive Officer)**Please complete this for all the Directors***Director 1**

1.	Full Name as shown in Passport	
2.	Nationality	
3.	NIC Number	
4.	Passport Number	
5.	Designation(executive/ non-executive)	
6.	Contact Number (Office)	
7.	Contact Number (Mobile)	
8.	Email Address	

Director 2

1.	Full Name as shown in Passport	
2.	Nationality	
3.	NIC Number	
4.	Passport Number	
5.	Designation(executive/ non-executive)	
6.	Contact Number (Office)	
7.	Contact Number (Mobile)	
8.	Email Address	

Director 3

1.	Full Name as shown in Passport	
2.	Nationality	
3.	NIC Number	
4.	Passport Number	
5.	Designation(executive/ non-executive)	
6.	Contact Number (Office)	
7.	Contact Number (Mobile)	
8.	Email Address	

Director 4

1.	Full Name as shown in Passport	
2.	Nationality	
3.	NIC Number	
4.	Passport Number	
5.	Designation(executive/ non-executive)	
6.	Contact Number (Office)	
7.	Contact Number (Mobile)	
8.	Email Address	

Director 5

1.	Full Name as shown in Passport	
2.	Nationality	
3.	NIC Number	
4.	Passport Number	
5.	Designation(executive/ non-executive)	
6.	Contact Number (Office)	
7.	Contact Number (Mobile)	
8.	Email Address	

Director 6

1.	Full Name as shown in Passport	
2.	Nationality	
3.	NIC Number	
4.	Passport Number	
5.	Designation(executive/ non-executive)	
6.	Contact Number (Office)	
7.	Contact Number (Mobile)	
8.	Email Address	

Director 7

1.	Full Name as shown in Passport	
2.	Nationality	
3.	NIC Number	
4.	Passport Number	
5.	Designation(executive/ non-executive)	
6.	Contact Number (Office)	
7.	Contact Number (Mobile)	
8.	Email Address	

Director 8

1.	Full Name as shown in Passport	
2.	Nationality	
3.	NIC Number	
4.	Passport Number	
5.	Designation(executive/ non-executive)	
6.	Contact Number (Office)	
7.	Contact Number (Mobile)	
8.	Email Address	

APPOINTMENT OF COMPLIANCE OFFICER*(On letterhead, to be signed by Senior Executive Officer and Compliance Officer)*

Date:

To

AFRINEX Clearing House Limited
OfficeA11-01, Level 11, Tower A
1 Exchange Square, Wall Street
Ebene – 72201, Mauritius

Sub : Appointment of Compliance Officer

Dear Sir/ Madam

We have appointed Mr./ Ms. _____ as
our Compliance Officer. Information of our Compliance Officer is as below:

1.	Name of Compliance Officer	
2.	Date of Birth (dd/mm/yyyy)	
3.	Nationality	
4.	NIC/ Passport Number	
5.	Educational Qualifications	
6.	Office Telephone	
7.	Mobile Number	
8.	Office Address	
9.	Email Address	
10.	Residential Address	
11.	Employment History	

We hereby undertake that we will keep Afrinex Clearing House Limited informed of any change regarding the appointment or relevant information of our Compliance Officer.

Yours faithfully

For on and behalf of (name of the applicant company)

Senior Executive Officer	Senior Executive Officer	Compliance Officer
Name	Name	Name
Place	Place	Place
Date	Date	Date

DECLARATION BY COMPLIANCE OFFICER

(To be signed on the letterhead of the Company)

I, (_____ Name of the Compliance Officer _____), declare that all particulars given in this application are true and accurate and that I have not deliberately omitted any relevant facts.

I hereby undertake as follows:

1. To be bound by the rules and regulations of AFRINEX Clearing House Limited (“ACHL”), as may be issued from time to time.
2. Not to act in the capacity of a person registered with ACHL until I have received written confirmation from ACHL that application for the Participant of the Depository Services as Registrar and Transfer Agent has been approved.
3. To immediately inform ACHL House of any material change in any information given in this application or if I become involved in any investigation conducted by any government body, regulatory authority or institution or in any matter that may be detrimental to the name, reputation and business of the ACHL while I am registered with them.

I confirm that I have obtained the necessary consent to disclose the documents and information contained in this application to ACHL, and authorize the ACHL to collect, use and disclose this information for the purpose of assessing my application for registration and for the ACHL to discharge their obligation.

Name of Compliance Officer:

Signature :

Date:

DETAILS OF SENIOR EXECUTIVE OFFICERS*(To be signed & stamped by all the relevant Senior Executive Officers)*

Full Name:	
Date of Birth: (dd/mm/yyyy)	
Full Residential Address:	
Telephone Number (Office and Residence):	
Email:	
Mobile No.:	
Educational Qualification(s):	
Work Experience:	
Details of other Directorships held (if any)	
Membership of Professional Bodies:(if any)	
Nationality:	
NIC details (for Mauritian National)	
Passport Details: Number: Date of Issue: Date of Expiry:	

I hereby solemnly declare and affirm that the above information is true and correct to the best of my knowledge.

Signed Senior Executive Officers

Name :

Place:

Date:

DECLARATION BY SENIOR EXECUTIVE OFFICER

(To be provided by each Senior Executive Officer)

I, (Name of the Senior Executive Officer), declare that all particulars given in this application are true and accurate and that I have not deliberately omitted any relevant facts.

I hereby undertake as follows:

1. To be bound by the rules and regulations of AFRINEX Clearing House Limited (“ACHL”), as may be issued from time to time.
2. Not to act in the capacity of a person registered with ACHL until I have received written confirmation from ACHL that application for the Participant of the Depository Services as Registrar and Transfer Agent has been approved.
3. To immediately inform ACHL House of any material change in any information given in this application or if I become involved in any investigation conducted by any government body, regulatory authority or institution or in any matter that may be detrimental to the name, reputation and business of the ACHL while I am registered with them.

I confirm that I have obtained the necessary consent to disclose the documents and information contained in this application to ACHL and authorize ACHL to collect, use and disclose this information for the purpose of assessing my application for registration and for ACHL to discharge their obligation.

Name of Senior Executive Officer:

Signature :

Date :

FIT AND PROPER DECLARATION*(on letter head of the Company and stamped by Senior Executive Officer)*

Please complete the Fit and Proper Declaration for the following:	
Applicant	Key Officers and Personnel
Board of Directors; Board of Managers; or Other equivalent Governing Body of the Applicant, as applicable	Senior Executive Officers Compliance Officer

If your response is **Yes** to any of the below questions, please provide details in the textbox at the end of the declaration and append documentation, where applicable

Honesty, Integrity and Reputation		
Within the Past 10 years, has any of the above parties		Yes / No
a.	been a substantial shareholder of any corporation which holds membership of any class or description of any securities exchange or clearing/ settlement facility in any jurisdiction?	
b.	carried on business under any name other than the name stated in this application in any jurisdiction?	
c.	been refused the right or restricted in its or his right to carry on any trade, business or profession for which a specific license, registration or other authorization is required by law in any jurisdiction?	
d.	been issued a prohibition order under any Act administered by the FSC Mauritius or been prohibited from operating in any jurisdiction by any financial services regulatory authority?	
e.	been censured, disciplined, involuntarily suspended or refused membership or registration by the FSC Mauritius, any other regulatory authority, an exchange or operator of a market or clearing facility, whether in Mauritius or elsewhere?	
f.	been convicted of any offence, or is being subject to any pending proceedings which may lead to a conviction, under any law in any jurisdiction? (excluding juvenile delinquency, motor and traffic offences)	
g.	had any civil penalty enforcement action taken against it or him by the FSC Mauritius or any other regulatory authority under any law in any jurisdiction?	
h.	contravened or abetted another person in breach of any laws or regulations, business rules or codes of conduct, whether in Mauritius or elsewhere?	
i.	been the subject of any investigations or disciplinary proceedings or been issued a warning or reprimand by the FSC Mauritius, any other regulatory authority, an exchange or operator of a market or clearing facility, or government agency, whether in Mauritius or elsewhere?	
j.	been refused a fidelity or surety bond, whether in Mauritius or elsewhere?	
k.	been or is a director, partner, substantial shareholder or concerned in the management of a business that has been censured, disciplined, prosecuted or convicted of a criminal offence, or been the subject of any disciplinary or criminal investigation or proceeding, whether in Mauritius or elsewhere, in relation to any matter that took place while he was a director, partner, substantial shareholder or concerned in the management of the business?	
l.	been or is a director, partner, substantial shareholder or concerned in the management of a business that has been suspended or refused membership or registration by the FSC Mauritius, any other regulatory authority, an operator of a market or clearing facility, any professional body or government agency, whether in Mauritius or elsewhere?	

m.	been a director, partner, substantial shareholder or concerned in the management of a business that has gone into insolvency, liquidation or administration during the period when, or within a period of one year after, the relevant person was a director, partner, substantial shareholder or concerned in the management of the business, whether in Mauritius or elsewhere?	
n.	been dismissed or asked to resign from office, employment, a position of trust, or a fiduciary appointment or similar position, whether in Mauritius or elsewhere, other than retrenchment?	
o.	been or is subject to disciplinary proceedings by his current or former employer(s), whether in Mauritius or elsewhere?	
p.	been disqualified from acting as a director or disqualified from acting in any managerial capacity, whether in Mauritius or elsewhere?	
q.	been an officer found liable for an offence committed by a body corporate as a result of the offence having proved to have been committed with the consent or connivance of, or neglect attributable to, the officer, whether in Mauritius or elsewhere?	
r.	had any judgment in particular, that associated with a finding of fraud, misrepresentation or dishonesty entered against it or him in any civil proceedings or is a party to any pending proceedings which may lead to such a judgment, under any law in any jurisdiction?	
s.	accepted civil liability for fraud, misrepresentation or dishonesty under any law in any jurisdiction?	
Competence and Capability		
Do the relevant parties		Yes / No
a.	lack satisfactory past performance or expertise, having regard to the nature of the relevant parties' business or duties, as the case may be, whether in Mauritius or elsewhere?	
Financial Soundness		
Within the past 10 years, has any of the relevant parties		Yes / No
a.	been or is unable to fulfill any of its or his financial obligations, whether in Mauritius or elsewhere?	
b.	entered into a compromise or scheme of arrangement (including a debt repayment scheme) with its or his creditors, or made an assignment for the benefit of its or his creditors, being a compromise, scheme of arrangement or assignment that is still in operation, whether in Mauritius or elsewhere	
c.	been or is subject to a judgment debt which is unsatisfied, either in whole or in part, whether in Mauritius or elsewhere?	
d.	been or is the subject of a bankruptcy petition, adjudicated a bankrupt and the bankruptcy is undischarged, whether in Mauritius or elsewhere?	
e.	been or is the subject of a winding up petition, whether in Mauritius or elsewhere?	
f.	been dissolved or is in the course of being wound-up, whether in Mauritius or elsewhere?	
g.	been or is a corporation where a receiver, receiver and manager, judicial manager, or such other person having the powers and duties of a receiver, receiver, and manager, or judicial manager has been appointed in relation to, or in respect of any property of, the corporation, whether in Mauritius or elsewhere?	

If your response is yes to any of the above questions, please describe below and provide supporting documentation.

Name of Senior Executive Officer:

Signature :

Date :

Place :