

SECURITIES AND EXCHANGE COMMISSION, GHANA



**APPLICATION BY A CORPORATE BODY FOR THE GRANT /
RENEWAL OF A LICENCE TO CARRY ON BUSINESS AS**

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[TYPE REGULATED ACTIVITY APPLIED FOR]
**UNDER THE SECURITIES INDUSTRY
ACT 2016 (ACT 929)**

SEC FORM 1

1. GENERAL INFORMATION

(1) Name of Applicant

Address

Date of incorporation

Location of Principal Place of Business

Location / Address of Branches (if applicable)

Telephone Number

Fax

Email

(2) Name and Address of Principal Bankers and Bank Account Numbers
(specify trust accounts)

Name of Bank

Account #

Branch Address

Trust Account (Y/N)

(3) Name and Address of Secretary (if applicant is a company)

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(4) Name and Address of the External Auditor's of the applicant

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.....

2. TYPE OF APPLICATION

- (1) Please indicate if this is an initial application for a licence or whether it is an application for the renewal of an existing licence -

Initial Application

Renewal of Existing Licence

- (2) If it is for the renewal of an existing licence please furnish the following information

(a) Date of issue of existing licence.....

(b) Licence number.....

*3. LEGAL STATUS

- (1) If applicant is incorporated in Ghana please specify whether applicant is -

incorporated under the Companies Act, 2019 (Act 992)

incorporated under the Incorporated Private Partnerships Act, 1962.

- (2) If applicant is incorporated outside Ghana please specify the jurisdiction and the Act under which the applicant is incorporated.

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(3) Please confirm whether the Company's constitution / partnership agreement permits it to engage in the business for which the licence is sought.

Yes

No

4. CAPITAL STRUCTURE AND SHAREHOLDING

- (1) Please specify -

Authorised Shares

Issued Shares

Paid Up Capital

- (2) Please specify the names and addresses of all shareholders with 5% or more shareholding in the applicant.

*5. OTHER BUSINESSES

Please give details of other businesses (if any) the applicant is engaged in other than the business for which a license is being applied for.

*6. PARTICULARS OF DIRECTORS/PARTNERS/MANAGEMENT

- (1) Please specify name, address and profession/occupation of every director/partner along with any other directorships held by them.

<u>Name</u>	<u>Address</u>	<u>Occupation/Profession</u>	<u>Executive (Yes/No)</u>
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- (2) Please specify the name, address and qualifications of the chief executive officer along with any other directorships held by him/her.



***7. ORGANISATIONAL STRUCTURE**

Please annex a chart setting out by way of a diagram the organisational structure of the applicant with particular reference to supervision and lines of reporting.

***8. GROUP AND ASSOCIATED PERSON INFORMATION**

Please specify names of the holding company, subsidiary companies and associates of the applicant indicating companies or partnerships in which the applicant has an interest.



*9. STAFF

(1) Please name the directors/partners, owners and employees of the applicant who will be involved in the operations of the business for which the licence is sought.

(2) Please specify qualifications and experience and whether these persons are holders of market operators' representative licences under the Act.

(3) Please give the names and addresses of documentation/computer/accounting/administration and clerical staff of the applicant.

(4) Please specify location and custodian of the register of interests in securities required to be maintained under section 127(1) of the Act.

10. DECLARATION

We the undersigned certify that the above information is true and accurate.

We undertake to comply with the provisions of the Act, Regulations, Codes, Directives, Guidelines, Circulars, Manuals, Rules, Statements of Principles, Procedures, present and prospective issued from time to time by the Commission under the Act.

We also undertake to inform the Commission immediately of any change in any of the particulars stated in this application.

WE CONFIRM THAT

- (a) the applicant is not in the course of being wound up/or in bankruptcy;
- (b) no receiver or manager has been appointed under any law with regard to the business and assets of the applicant;
- (c) the applicant has not entered into any compromise or scheme of arrangement with any of its creditors either in Ghana or outside which is still in operation;
- (d) neither the applicant nor any of the directors/partners and executive officers of the applicant have been -
 - (i) adjudged bankrupt anywhere;
 - (ii) convicted either within Ghana or elsewhere within the period of 10 years immediately preceding the date on which this application is made of an offence involving fraud or dishonesty punishable on conviction with imprisonment for a term of three months or more;
 - (iii) denied a licence as a market operator or representative or had a licence issued under this Act to them suspended or revoked; or
 - (iv) directors or partners of an entity which has been denied a licence under the Act or had any licence issued under this Act suspended or revoked

WE ENCLOSE

We enclose the documents specified in schedule 5 of the securities industry (licensing guidelines) 2020

SEAL OF APPLICANT

DATE:

AUTHORISED SIGNATORIES TO COMPLETE THIS SECTION

NAME

DESIGNATION

SIGNATURE

NAME

DESIGNATION

SIGNATURE

11. THIS SECTION IS TO BE COMPLETED BY THE SECURITIES EXCHANGE IF THE APPLICANT IS A MEMBER OF THE EXCHANGE.

1. Please confirm that the applicant is a broker-dealer member of your securities exchange and has satisfactorily complied with all the rules, guidelines and codes of business and professional conduct of the exchange.
2. In the event the applicant has not satisfactorily complied with all the rules, guidelines and codes of business and professional conduct please specify the nature of deviation.
3. Any other observations.

We certify that the above particulars are true and correct

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Name of the Securities Exchange

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Authorised signatories

.....
Date:



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Names/Designations

NB

* Not required in case of a renewal unless there have been changes
+In the case of a renewal the audited financial statements of the last financial year will suffice in the event these accounts have not already been filed with the Commission

SCHEDULE 5 DOCUMENTS TO ACCOMPANY CORPORATE APPLICATIONS

- 1) Certified true copy of the registered constitution of the company or Partnership Agreement of the partnership. *
- 2) Certified true copy of Certificate of Incorporation/Registration. *
- 3) Certified true copy of Certificate to commence business, where applicable (to be obtained and submitted after approval of application). *
- 4) Business Plan (as defined in the Securities industry (Licencing guidelines) 2020.
- 5) Anti-Money Laundering/Combating the Financing of Terrorism (AM/CFT) compliance programme. *
- 6) Organizational structure indicating names of staff.
- 7) Evidence of payment of the minimum paid-up capital required under Schedule 4 of the securities industry (Licensing guidelines) 2020. *
- 8) Completed Director's Personal Notes in accordance with Schedule 8 of the securities industry (Licensing guidelines) 2020 together with a curriculum vitae of all directors. *
- 9) A certified copy of the audited financial statements of the applicant for the past three financial years/ auditors statement of affairs (if the applicant is yet to commence operations or is yet to issue audited financial statements). +
- 10) Certified true copy of registration Forms from the Registrar General's Department for changes in directors (if any change has occurred).
- 11) Receipt for payment of licence fee in the amount prescribed in Schedule 3 of the securities industry (Licensing guidelines) 2020.
- 12) Statutory declaration by the directors that the company is yet to commence business.*
- 13) Letters of acceptance from Auditor's and Company Secretary. *
- 14) Certified true copy of Auditor's registration and current practicing licence. *
- 15) Proof of valid national identification of all directors / partners acceptable to the Commission.*
- 16) Proof of residential address of directors/partners (GhanaPost GPS Address, utility bill and sketch of directions to director's / partner's residence). *
- 17) An Official Search Report on the company from Registrar- Generals Department not older than 14 days from the date of issue indicating the following: current directors and other directorships, shareholder, secretary, auditors, registered address, objects.*

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- 18) Certified true copy of register of interest in securities in accordance with Form 5 Schedule 7 of the securities industry (licensing guidelines) 2020. *

 - 19) Tax clearance certificate with regard to the last period of assessment.

12. FOR OFFICIAL USE ONLY

Comments

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Officer

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Sign

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Date

Securities and Exchange Commission. No. 30, 3rd Circular Road, Cantonments, Accra
P. O. Box CT 6181, Cantonments, Accra, Tel: 0302 768970-2, Fax: 0302 768984
E-mail: info@sec.gov.gh, Website: www.sec.gov.gh

PAYMENT INSTRUCTIONS

Bank Details:

Bank Name: Consolidated Bank Ghana

Account Name: SEC Revenue Collection Account

Account Number: 177 435 8120 001

Branch: Manet Tower 3

You are to send the payment advice quoting your licence number and duly completed form to the appropriate department as indicated below and copy financecapital@sec.gov.gh

Email

Market Operator

funds@sec.gov.gh

Fund Managers, Mutual Funds, Unit Trusts, Trustees, Custodians

brokerdealers@sec.gov.gh

Broker Dealers, Investment Advisers, Primary Dealers

exmarkets@sec.gov.gh

Securities Exchanges, Depositories, Registrars

issuers@sec.gov.gh

Issuing Houses

auditrisk@sec.gov.gh

AML