

<p style="text-align: center;">FINANCIAL ADVISERS ACT (Cap. 110)</p> <p style="text-align: center;">FINANCIAL ADVISERS REGULATIONS (Rg 2)</p> <p style="text-align: center;">APPLICATION FOR VARIATION OF A FINANCIAL ADVISER'S LICENCE UNDER SECTION 16(1) READ WITH REGULATION 9</p>

<p style="text-align: center;">FORM</p> <p style="text-align: center;">2</p>

Explanatory Notes

1. Please read the explanatory notes and questions carefully before completing the application form.
2. All questions must be answered. If a question is not applicable, please mark "N.A." in the space provided. Should there be insufficient space for your answers, please attach annex(es) which should be identified as such and signed by the signatories to this application.
3. Where there is an asterisk (*), please delete whichever is inapplicable.
4. Please tick (✓) in the relevant boxes where appropriate.
5. If there are any changes in the information furnished in the application prior to the issuance of the licence, the Monetary Authority of Singapore ("the Authority") should be notified immediately.
6. The application form is to be signed by 2 directors or a director and the secretary of the applicant and must be accompanied by the relevant documents requested in the various sections of this application.
7. The non-refundable application fee prescribed under regulation 6 of the Financial Advisers Regulations (Rg 2) ("the Regulations") will be deducted from the applicant's bank account via GIRO.

FOR OFFICIAL USE ONLY
Application received on:
Remarks:

APPLICATION IS HEREBY MADE TO ADD TO THE TYPE(S) OF FINANCIAL ADVISORY SERVICE ("FAS") OR INVESTMENT PRODUCT AUTHORISED UNDER THE FINANCIAL ADVISER'S ("FA") LICENCE OF:

(Full name of applicant)

Licence no: _____

SECTION 1: TYPE(S) OF FAS OR INVESTMENT PRODUCT TO BE ADDED TO THE FA LICENCE

- Advising others, either directly or through publications or writings, and whether in electronic, print or other form, concerning the following investment product(s), other than advising others by issuing or promulgating research analyses or research reports or advising on corporate finance within the meaning of the Securities and Futures Act (Cap. 289) –
- Securities (other than collective investment schemes)
 - Collective investment schemes
 - Futures contracts
 - Contracts or arrangements for the purposes of foreign exchange trading
 - Contracts or arrangements for the purposes of leveraged foreign exchange trading
 - Life policies
 - Structured deposits
- Advising others by issuing or promulgating research analyses or research reports, whether in electronic, print or other form, concerning the following investment product(s) –
- Securities (other than collective investment schemes)
 - Collective investment schemes
 - Futures contracts
 - Contracts or arrangements for the purposes of foreign exchange trading
 - Contracts or arrangements for the purposes of leveraged foreign exchange trading
 - Life policies
 - Structured deposits
- Marketing of collective investment schemes
- Arranging of contracts of insurance in respect of life policies, other than contracts of reinsurance

SECTION 2: INFORMATION ON THE APPLICANT

- 2.1 Provide the paid-up capital or net head office funds (for branch of a foreign company) of the applicant, including relevant details of shares issued or to be issued (e.g. type, number and issue price) in the format provided below. If the capital does not meet the minimum financial requirement under regulation 15 of the Regulations, please provide a written undertaking that the applicant's paid-up capital will be increased to satisfy the minimum financial requirement upon approval of the application by the Authority.

Type (e.g. Ordinary, Preference)	Number	Paid-up share capital

SECTION 3: PROPOSED BUSINESS PLAN FOR THE FAS AND INVESTMENT PRODUCT(S) TO BE ADDED

Business Plan

- 3.1 Provide a brief description of the manner in which the applicant proposes to conduct business with respect to each additional FAS or investment product applied for.

- 3.2 Who are the proposed clients to whom the applicant proposes to provide the FAS or investment product(s) applied for?

In the brackets, provide an estimate breakdown of the percentage of each type of client.

- Retail investors (___%)
 Accredited investors (___%)
 Institutional investors (___%)
 Expert investors (___%)
 Others, please specify _____ (___%)

- 3.3 Specify the geographical coverage of the applicant's proposed business in the FAS or investment product(s).

- Singapore
 Overseas, please specify _____

- 3.4 Specify the sources of revenue for the applicant's proposed business in the FAS or investment product(s).

- Fees from clients
 Sales commission from product providers (i.e. depends on volume of investment products sold)
 Recovery on a cost-plus basis
 Others, please specify _____

- 3.5 Provide the names of the product providers of the investment product(s).

State whether the applicant is associated with, or connected to, any of the product providers stated above.

Yes No

If the answer is “Yes”, please answer the question on conflicts of interest in 3.12.

3.6 In respect of the provision of FAS or investment product(s):

(a) Specify the manner in which the FAS will be provided to clients of the applicant.

- Face-to-face
 Through the internet
 Others (e.g. telephone, e-mail etc), please specify
-

(b) Specify whether the applicant will be conducting needs-based advice⁶.

⁶ **Advice which takes into account the client’s specific investment objectives, financial situation and particular needs**

Yes No

If the answer is “Yes”, please describe.

(c) Specify whether introducers will be employed in the course of the applicant’s business in providing FAS or investment product(s).

Yes No

If the answer is “Yes”, please indicate whether the introducers are in-house staff or external parties.

- In-house staff
 External parties (other financial institutions)
 External parties (non-financial institutions)
 Accounting/law/consulting
 Call centres
 Members of the public
 Others, please specify _____

3.7 Describe the remuneration structure for representatives of the applicant.

- Representatives are salaried
 Representatives are remunerated based on commission, performance bonus or any other form of remuneration which is based on sales volume generated
 Representatives are remunerated based on fee income which is not based on sales volume generated but on other factors such as performance of clients’ portfolio, amount of assets under advice and/or quality of financial advice given to clients
 Others, please describe _____

3.8 Indicate whether the applicant will be operating a tier structure where overriding benefits are payable to the supervisor of a representative?

Yes No

If the answer is “Yes”, please indicate the number of tiers _____
and the limit on span of control (i.e. number of supervisors to number of representatives)

- 3.9 Furnish a complete list of any other business activities carried out by the applicant.

Staffing Projections

- 3.10 Provide staffing projections for a period of 3 years in the format provided below:

	Year 1	Year 2	Year 3
Individuals providing FAS			
Support staff			

Systems and Processes

- 3.11 Please indicate (where applicable) the key internal control procedures which will be put in place by the applicant in the event that it is licensed to carry on business in providing the additional FAS or investment product(s).

- Advisory and sales process
 Recruitment of representatives that meet the Guidelines on Fit and Proper Criteria
 Training and competency
 Supervision and monitoring of representatives’ activities
 Others, please specify _____

- 3.12 Describe areas of potential conflicts of interest that may arise in the provision of the FAS or investment product(s) by the applicant and explain in detail how such conflicts will be resolved or mitigated.

SECTION 4: INFORMATION ON DIRECTORS AND KEY OFFICERS

- 4.1 State whether there will be new directors.

- Yes No

If the answer is “Yes”, provide details as follows [and submit an application for approval of appointment of director in Form 11]

Name of Director	Executive / Non-Executive	Date of Appointment

- 4.2 Provide an organisation chart detailing names of persons responsible for key aspects of the applicant’s business (including the FAS and investment product(s) applied for).

SECTION 5: FIT AND PROPER CRITERIA

If the answer to any of the following questions is in the affirmative, attach annexes and supporting documents, where appropriate, to provide all relevant particulars. If there is any doubt with respect to any part of this section, please provide all relevant information to demonstrate that the applicant and its shareholders are considered to be fit and proper persons and its directors and chief executive officer are fit and proper persons to hold the office.

Honesty, Integrity and Reputation

5.1 Since the last application/notification by the applicant, has the applicant or any of its shareholders, whether the shareholder is an individual or a corporation, holding 5% or more of the total number of voting shares, or any director or chief executive officer of the applicant

	Yes	No
(a) been licensed, registered or approved under any law in any jurisdiction which requires licensing, registration or approval in relation to any regulated activity?	<input type="checkbox"/>	<input type="checkbox"/>
(b) been licensed, registered, or otherwise authorised by law to carry on any trade, business (including sole proprietorships and partnerships) or profession (including accountancy, engineering, law and architecture) in any jurisdiction?	<input type="checkbox"/>	<input type="checkbox"/>
(c) been a shareholder of any corporation which holds membership of any class or description of any operator of a market or clearing facility in any jurisdiction?	<input type="checkbox"/>	<input type="checkbox"/>
(d) carried on business under any name other than the name stated in this application in any jurisdiction?	<input type="checkbox"/>	<input type="checkbox"/>
(e) been refused the right or restricted in its right to carry on any trade, business or profession for which a specific licence, registration or other authorisation is required by law in any jurisdiction?	<input type="checkbox"/>	<input type="checkbox"/>
(f) been issued a prohibition order under any Act administered by the Authority or been prohibited from operating in any jurisdiction by any financial services regulatory authority?	<input type="checkbox"/>	<input type="checkbox"/>
(g) been censured, disciplined, suspended or refused membership or registration by the Authority, any other regulatory authority, an operator of a market or clearing facility, any professional body or government agency, whether in Singapore or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>
(h) been the subject of any investigations or disciplinary proceedings or been issued a warning or reprimand by the Authority, any other regulatory authority, an operator of a market or clearing facility, any professional body or government agency, whether in Singapore or elsewhere?	<input type="checkbox"/>	<input type="checkbox"/>

- (i) been the subject of any proceedings of a disciplinary or criminal nature or been notified of any potential proceedings or of any investigation which might lead to those proceedings, under any law in any jurisdiction?
- (j) been convicted of any offence, served any term of imprisonment or is being subject to any pending proceedings which may lead to a conviction of any offence, under any law in any jurisdiction?
- (k) had any civil penalty enforcement action taken against it by the Authority or any other regulatory authority under any law in any jurisdiction?
- (l) contravened or abetted another person in breach of any laws or regulations, business rules or codes of conduct, whether in Singapore or elsewhere?
- (m) been the subject of any complaint made reasonably and in good faith, relating to activities that are regulated by the Authority or under any law in any jurisdiction?
- (n) been refused a fidelity or surety bond, whether in Singapore or elsewhere?
- (o) 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, in Singapore 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?
- (p) 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 Authority, any other regulatory authority, an operator of a market or clearing facility, any professional body or government agency, whether in Singapore or elsewhere?
- (q) 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, he was a director, partner, substantial shareholder or concerned in the management of the business, whether in Singapore or elsewhere?
- (r) been dismissed or asked to resign from office, employment, a position of trust or a fiduciary appointment or similar position, whether in Singapore or elsewhere?
- (s) been or is subject to disciplinary proceedings by his current or former employer(s), whether in Singapore or elsewhere?
- (t) been disqualified from acting as a director or disqualified from acting in any managerial capacity, whether in Singapore or elsewhere?

- (u) 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 Singapore or elsewhere?

5.2 Has the applicant or any of its shareholders (where the shareholder is a corporation holding 5% or more of the total number of voting shares), or any its director or chief executive officer

- | | Yes | No |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|--------------------------|
| (a) 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? | <input type="checkbox"/> | <input type="checkbox"/> |
| (b) accepted civil liability for fraud, misrepresentation or dishonesty under any law in any jurisdiction? | <input type="checkbox"/> | <input type="checkbox"/> |

Financial Soundness

5.3 Since the last application/notification by the applicant, has the applicant or any of its shareholders, whether the shareholder is an individual or a corporation (holding 5% or more of the total number of voting shares), or any of its director or chief executive officer

- | | Yes | No |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|--------------------------|
| (a) been or is unable to fulfill any of its financial obligations, whether in Singapore or elsewhere? | <input type="checkbox"/> | <input type="checkbox"/> |
| (b) entered into a compromise or scheme of arrangement with its creditors (including a debt repayment scheme), or made an assignment for the benefit of its creditors, being a compromise, scheme of arrangement or assignment that is still in operation, whether in Singapore or elsewhere? | <input type="checkbox"/> | <input type="checkbox"/> |
| (c) been or is subject to a judgment debt which is unsatisfied, either in whole or in part, whether in Singapore or elsewhere? | <input type="checkbox"/> | <input type="checkbox"/> |
| (d) been or is the subject of a winding up petition, whether in Singapore or elsewhere? | <input type="checkbox"/> | <input type="checkbox"/> |
| (e) been dissolved or is in the course of being wound-up, whether in Singapore or elsewhere? | <input type="checkbox"/> | <input type="checkbox"/> |
| (f) 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 of its property, whether in Singapore or elsewhere? | <input type="checkbox"/> | <input type="checkbox"/> |
| (g) been or is the subject of a bankruptcy petition, whether in Singapore or elsewhere? | <input type="checkbox"/> | <input type="checkbox"/> |
| (h) been adjudicated a bankrupt and the bankruptcy is undischarged, | <input type="checkbox"/> | <input type="checkbox"/> |

whether in Singapore or elsewhere?

- (i) been or is subject to any other process outside Singapore that is similar to those referred to in (d) to (h)?

SECTION 6: MISCELLANEOUS

Set out any additional information that is relevant or material to this application.

SECTION 7: DECLARATION

7.1 We are aware that:

Section 17 of the Financial Advisers Act (Cap.110) (“the Act”) provides as follows:

“ANY PERSON WHO, IN CONNECTION WITH AN APPLICATION FOR THE GRANT OR VARIATION OF A LICENCE –

- (A) WITHOUT REASONABLE EXCUSE, MAKES ANY STATEMENT WHICH IS FALSE OR MISLEADING IN A MATERIAL PARTICULAR; OR
- (B) WITHOUT REASONABLE EXCUSE, OMITTS TO STATE ANY MATTER OR THING WITHOUT WHICH THE APPLICATION IS MISLEADING IN A MATERIAL RESPECT,

SHALL BE GUILTY OF AN OFFENCE AND SHALL BE LIABLE ON CONVICTION TO A FINE NOT EXCEEDING \$50,000.”, and

section 86(1), (3) and (4) of the Act provides as follows:

“ANY PERSON WHO FURNISHES THE AUTHORITY WITH ANY INFORMATION UNDER OR FOR THE PURPOSES OF ANY PROVISION OF THIS ACT SHALL USE DUE CARE TO ENSURE THAT THE INFORMATION IS NOT FALSE OR MISLEADING IN ANY MATERIAL PARTICULAR.

ANY PERSON WHO –

- (a) SIGNS ANY DOCUMENT LODGED WITH THE AUTHORITY; OR
- (b) LODGES WITH THE AUTHORITY ANY DOCUMENT BY ELECTRONIC MEANS USING ANY IDENTIFICATION OR IDENTIFYING CODE, PASSWORD OR OTHER AUTHENTICATION METHOD OR PROCEDURE ASSIGNED TO HIM BY THE AUTHORITY,

SHALL USE DUE CARE TO ENSURE THAT THE DOCUMENT IS NOT FALSE OR MISLEADING IN ANY MATERIAL PARTICULAR.

ANY PERSON WHO CONTRAVENES SUBSECTION (1) SHALL BE GUILTY OF AN OFFENCE AND SHALL BE LIABLE ON CONVICTION TO A FINE NOT EXCEEDING \$25,000 OR TO IMPRISONMENT FOR A TERM NOT EXCEEDING 2 YEARS OR TO BOTH.”

- 7.2 We are aware that under section 16(3) of the Act, the Authority may refuse the application for an additional regulated activity under a financial adviser’s licence if the applicant fails to satisfy the Authority that the applicant (including its officers, employees and substantial shareholders) are fit and proper persons.
- 7.3 We have read the Guidelines on Fit and Proper Criteria (“the Guidelines”) issued by the Authority and in submitting this form, we are satisfied that the applicant (including its officers, employees, representatives and substantial shareholders) are fit and proper persons based on the criteria stated in the Guidelines.
- 7.4 We declare that all information given in this application and in the attached annex(es) (if any) is true and correct.

_____ Signature	_____ Signature
_____ Name of Director	_____ Name of Director/Secretary*
_____ Date (DD/MM/YY)	_____ Date (DD/MM/YY)