

Form 1

THE SECURITIES (REGISTRATION, LICENSING AND CORPORATE GOVERNANCE) RULES, 2010

RULES 3, 12(b), and 12 (d)

APPLICATION FOR REGISTRATION, OF LICENCE/ RENEWAL OF LICENCE TO CONDUCT THE BUSINESS OF A SECURITIES DEALING FIRM.

Application is made for a securities dealing firm/renewal of licence (delete where inapplicable) under the Act and the following statements are made in respect thereof:

Note-

If space is insufficient to provide details, please attach annexure(s). Any annexure(s) should be identified as such and signed by the signatory of this application.

Information provided should be as at the date of the application or renewal.

1. Name of company..... Limited

2. Registered office.....

3. Date of incorporation.....

4. Address

5. E-mail

6. Location, address and telephone number of principal office.....

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7. Name, Licensing No, email and telephone number of securities dealers in the firm

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8. Details of capital structure:

(a) Nominal capital

(b) Number of shares

(c) Paid-up capital

9. Shareholders (please attach a list)

Name Address & telephone number

Number of shares held

10 (a) Directors (please attach a list)

Name.....

Permanent Address.....

Identity card/ Number

Passport Number.....

Date of birth.....

Academic qualifications.....

Professional Qualifications.....

Number of shares held in the company

(b) Secretary

Name.....

Address

Academic/ Professional Qualifications.

(c) Chief executive and other key personnel

Name

Identity number/card.....

Passport/number

Date of appointment

Date of birth.....

Permanent address & telephone number

Academic or professional qualification

Number of shares held in the company

d) Compliance Person

11. Particulars of other directorship(s) of the directors and secretary.

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

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

If 'yes', give details

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

- (a) denied any licence or approval under the Securities Act or equivalent legislation in any other jurisdiction: Yes/No.
If Yes, give details.

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

.....

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

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15. Has any court ever found that the applicant, or a person associated with the applicant was involved in a violation of the Securities Act or Regulations there under, or equivalent law outside Zimbabwe? Yes / No.

If 'yes', give details.

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16. Is the applicant and/or a person associated with the applicant now the subject of any proceeding that could result in a 'yes' answer to the above question (15)?

Yes/ No. If 'yes,' give details.

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17 (1) Is the applicant, or any shareholder, director or the secretary of the applicant, a member or director of a member company of any securities exchange? Yes/ No.

If 'yes', give details.

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(2) Have any of the above persons been -

- (a) refused membership of any securities organization? Yes / No.
If 'yes', give details

.....

- b) expelled from or suspended from trading on or membership of any securities organization? Yes/No. If 'yes' give details

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

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18. Business references:

Name.....

Address.....

Telephone number(s)

Occupation

19. List the office facilities of the applicant

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20. State the exact nature of the activity to be carried on which obliges the applicant to apply for a licence from the Securities Commission.

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21. State securities exchange at which the applicant intends to seek membership (Full member/Associate member) delete where inapplicable

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22. Submit a declaration by the directors as to whether after due enquiry by them in relation to the interval between the dates to which the last accounts have been made and a date not earlier than fourteen days before the date of the application –

- i) the business of the company has, in their opinion, been satisfactorily maintained;
- ii) there have, in their opinion, arisen any circumstances adversely affecting the company's trading or value of its assets;
- iii) there are any contingent liabilities by reason of any guarantees given by the company or any of its subsidiaries;
- iv) there are, since the last annual accounts, any changes in published reserves or any unusual factors affecting the profit of the company or any of its subsidiaries.
- e) a copy of the bank guarantee to be lodged with the securities exchange or the central depository (where applicable).

f) a declaration by persons authorized as prescribed to accompany the application form;

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

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We (Director), (Director)

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

Dated this day of 20

Signed:

.....) Director

.....) Director

.....) Secretary

Note:

1. The following shall be submitted with the application for a licence:

- a) Approval from a registered Exchange
- b) Names of at least two registered securities dealers
- c) memorandum and articles of association.
- d) certificate of incorporation
- e) a statement of the un-audited accounts for the period of accounting year ending not earlier than six months prior to the date of application and audited annual accounts for the preceding two years
- f) Liquid Capital in the form of a valid Investment deal note of a minimum of \$150 000.00 or equivalent to the projected company's operational costs over a minimum of thirteen weeks, whichever is higher.
- g) an application fee of \$8000.00

Renewal of Licence

The below listed documents should be part of your renewal application;

- a) Completed application forms
- b) Renewal fees of \$3000.00
- c) Management accounts not more than one month old
- d) Liquid Capital in the form of a valid Investment deal note equivalent to the company's operational costs over a minimum of thirteen weeks or one hundred and fifty thousand dollars, whichever is higher.
- e) A covering letter stating any significant changes in the business since the last licensing period.
- f) Audited financial statements should be submitted within three months of year end.

Payment of fess

Invoices and Bank details can be obtained from Fidelism@seczim.co.zw

PART 2

MISCELLANEOUS

1. We are aware of the provisions of the Act relating to fraudulent applications.
2. We declare that all information given in this application and in the attached annexures (if any) are true and correct.

Dated this.....day of.....20.....

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*Signature

.....
Signature

.....
(Name of Director)

.....
(Name of Director/Secretary)**

*This application is to be signed by two directors or a director and the secretary of the applicant.
**Delete whichever is inapplicable.