

**FIRST SCHEDULE**

**THE CAPITAL MARKETS ACT  
(Cap. 485A)**

**Form 1**

**(r. 4(1))**

**THE CAPITAL MARKETS (ONLINE FOREIGN EXCHANGE TRADING)  
REGULATIONS, 2017**

**APPLICATION FOR A LICENCE TO CONDUCT THE BUSINESS OF AN ONLINE  
FOREIGN EXCHANGE BROKER/MONEY MANAGER**

Application is made for an online forex broker/money manager license under the Capital Markets (Online Foreign Exchange Trading) Regulations, 2017 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.....
- 7. Location, address and telephone number of branch offices .....
- 8. Details of capital structure:
  - (a) Nominal capital (Ksh.) .....
  - (b) Number of shares .....
  - (c) Paid-up capital (Ksh.) .....

9. Shareholders (please attach a list)

<i>Name</i>	<i>Address and telephone number</i>	<i>Number of shares held</i>

10 (a) Directors (please attach a list)

<i>Name</i>	<i>Identity Card/</i>	<i>Date of Appointment</i>	<i>Date of birth</i>	<i>Permanent</i>	<i>Academic or</i>	<i>Number of shares held</i>

	<i>Passport number</i>			<i>address and telephone number</i>	<i>Professional qualification</i>	<i>in the company</i>

(b) Secretary

Name .....

Address .....

Institute of Certified Secretaries of Kenya Registration No. ....

(c) Chief executive and other key personnel

<i>Name</i>	<i>Identity Card/ Passport number</i>	<i>Date of Appointment</i>	<i>Date of birth</i>	<i>Permanent address &amp; telephone number</i>	<i>Academic or Professional qualification</i>	<i>Number of shares held in the company</i>

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

.....

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

.....

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 Kenya or elsewhere? Yes/ No.

If 'Yes', give details

.....

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 Capital Markets Act or equivalent legislation in any other jurisdiction: Yes/No.

If Yes, give details.

.....

(b) a director of a company providing banking, insurance, financial or investment advisory services whose licence has been revoked by the relevant 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.

.....  
15. Has any court ever found that the applicant, or a person associated with the applicant was involved in a violation of the Capital Markets Act or Regulations thereunder, or equivalent law outside Kenya? Yes / No.

If 'Yes', give details.

.....  
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.

.....  
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 or derivatives exchange or any over the counter platform? Yes/ No.

If 'Yes', give details.

.....  
(2) Have any of the above persons been -

(a) refused membership of any securities or derivatives organization? Yes / No.

If 'Yes', give details

.....  
(b) expelled from or suspended from trading on or membership of any securities or derivatives organization or any over the counter platform? Yes/No.

If 'Yes' give details

.....  
(c) subjected to any other form of disciplinary action by any stock/securities or derivatives exchange? Yes/No.

If 'Yes', give details.

.....  
18. Business references:

<i>Name</i>	<i>Address</i>	<i>Telephone number(s)</i>	<i>Occupation</i>

19. One bank reference, where the applicant is a bank the reference shall be given by another bank independent of the applicant

20. Profile of the chief executive and key employees in the applicant company:

<i>Name</i>	<i>Post</i>	<i>Qualifications</i>	<i>Experience</i>

21. List the office facilities of the applicant

22. State the exact nature of the activity to be carried on which obliges the applicant to apply for a licence from the Capital Markets Authority

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

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) memorandum and articles of association
- (b) certificate of incorporation;
- (c) 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 or an auditor's certificate in case of a newly established entities (in the case of application of licence), management accounts up to the 30th November and audited annual accounts for the preceding year (in the case of renewal of licence);
- (d) a declaration by the directors as to whether after due enquiry by them in relation to the interval between the date 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 declaration by persons authorized as prescribed to accompany the application form;
- (f) an application fee of Kshs. 10,000.