

**FORM OF APPLICATION FOR SEEKING
REGISTRATION AS DEBT SECURITIES TRUSTEE**

[see regulation 5(1) of the Debt Securities Trustee Regulations, 2012)

(Please carefully read the instructions annexed to this Form)

To,

The Securities and Exchange Commission of Pakistan

Pursuant to the decision of the Board of Directors of *[Name of the applicant]*..... taken in its meeting held on*[Date of Meeting]*....., we hereby apply for registration under Regulation 5(1) of the Debt Securities Trustee Regulations, 2012.

The information and documents mentioned in **Annexure-I** are attached herewith.

Date: _____

Signature: _____

Place: _____

Name of the Chief Executive Officer, the Company Secretary or the Chief Financial Officer duly authorized by the Board of Directors through a resolution for signing and submission of this application.

Annexure-I
(see Form A)

1. General and business Information:

- 1.1 Brief history of the applicant containing the name of the applicant; date and place of its incorporation; date of commencement of business; length of experience as Debt Securities Trustee, if any; names of its sponsors/promoters/major shareholders; group structure, if any and status of the applicant whether Scheduled Bank, Development Finance Institution as notified by the State Bank of Pakistan, Investment Finance Company or other.
- 1.2 Address of the Registered Office of the applicant (postal address, postal code, telephone & fax numbers).
- 1.3 Name and designation of the compliance officer along with contact detail i.e. postal address, postal code, telephone number, fax number and e-mail address.
- 1.4 Detail of ongoing legal or regulatory proceedings, if any, initiated against the applicant or any of its directors, Chief Executive Officer, Chief Financial Officer or Company Secretary by the Commission or any other regulatory authority.
- 1.5 Detail of penal or regulatory action(s), if any, taken against the applicant during the last three years by the Commission or any other regulatory authority.
- 1.6 In case any associated company of the applicant is already registered under these Regulations, the following details shall be provided:
 - i) Name of such associated company;
 - ii) Detail of warning notices, if any, issued to such associated company by the Commission during the last three years;
 - iii) Detail of ongoing legal proceedings, if any initiated against such associated company or any of its directors, Chief Executive Officer, Chief Financial Officer or Company Secretary , by the Commission; or any other regulatory authority; and
 - iv) Penal action, if any, taken against such associated company by the Commission during the last three years.

2. Other Information:

2.1 Detail of pending disputes:

Nature of dispute relating to the Trusteeship business of the Applicant	Name of the party	Name & Place of Court / Tribunal where dispute is pending	Amount Involved	Date of last hearing	Decision taken in the last hearing

- 2.2 List of financial or criminal offenses which have been alleged against the applicant or any of its sponsors, directors or employees during the last three years.
- 2.3 Procedures for redressal of complaints, if any, lodged by the Debt securities holders.
- 2.4 Any other information considered relevant to the business of the applicant as Debt Securities Trustee.
- 2.5 Any significant awards or recognition.

3. List of documents to be provided along with application:

- 3.1 copy of Memorandum & Articles of Association of the applicant, certificate of incorporation and certificate of commencement of business
- 3.2 copy of Form 3, 27, 28 and 29 of the applicant duly certified from the Company Registration Office (CRO) concerned.
- 3.3 audited accounts of the applicant for the last three years and latest half yearly and quarterly accounts.
- 3.4 profile of Chief Executive Officer, Chief Financial Officer, Company Secretary, Compliance Officer and Directors, of the applicant [Name, Qualification, Experience and Date of Appointment, Directorship in other companies and Date of Appointment as director in such other companies].
- 3.5 date wise breakup of Issues, if any, in which the applicant acted as Debt Securities Trustee during the last three years. The statement should also contain size of each Issue.
- 3.6 list of Issues, if any, in which the applicant has enforced security or taken any other remedial action for safeguarding the interest of its debt securities holders.
- 3.7 an Affidavit as specified in **Annexure-II** signed by the Chief Executive or any director of the applicant authorized by the Board of Directors to do so through resolution passed in its meeting.
- 3.8 confirmation that the quantum of minimum capital or equity, as the case may be, required under the respective statute is maintained.
- 3.9 receipt evidencing payment of non-refundable fee of Rs.100,000/- (Rupees One Hundred Thousand Only) in favor of the Securities and Exchange Commission of Pakistan.

****Instructions:***

- (i) The applicant must submit application for registration under regulation 5 on this Form duly filled in and signed, together with supporting documents to the Commission.
- (ii) All columns of the application Form should be filled in. In case a column is not relevant or not applicable, the same should also be filled in as “Not Applicable” or “Not Relevant”.
- (iii) Information, which needs to be supplied in more details may be provided on separate sheet(s) and attached to the application.

AFFIDAVIT
(On Stamp Paper of appropriate value)

I, _____ son/daughter/wife of _____ adult, resident of _____ and holding CNIC/Passport No. _____ do hereby state on solemn affirmation as under:-

1. That I am the chief executive/director of(name of the applicant).... and as such I am well conversant with the facts deposed to below.
2. That the statements made and the information and documents provided along with the application for registration as a Debt Securities Trustee under the Debt Securities Trustee Regulations, 2012 are correct and there are no facts which have been concealed.
3. That the Securities Exchange Commission of Pakistan (the Commission) will be notified of any change in the information provided to it along with the application for registration under regulation 5 of the Debt Securities Trustee Regulations, 2012 during the period the applications for registration is being considered and after the grant of registration.
4. That all the documents provided to the Commission are true copies of the originals.

That I do hereby verify that the statements made above are correct to the best of my knowledge and belief and nothing has been concealed therein.

DEPONENT

Signature _____

The Deponent is identified by me.

Signature _____

ADVOCATE
(Name & Seal)

Solemnly affirmed before me on this ____ day of ____ at ____ by the Deponent above named who is identified to me by _____, Advocate.

Signature _____
OATH COMMISSIONER
FOR TAKING AFFIDAVIT
(Name & Seal)
