

FINANCIAL SERVICES COMMISSION

SECURITIES ACT, CAP. 318A AND ITS REGULATIONS

CHECKLIST - INITIAL FILING OF REGISTRATION STATEMENT – REPORTING ISSUERS  
(SHARES, BONDS & COMMERCIAL PAPER)

**Instructions for using the checklist**

1. The checklist must accompany a completed registration statement.
2. All documents requiring certification must be clearly certified as true copies of the original by an appropriate person. Persons who may certify documents include; a Justice of the Peace, Attorney-at-law, or a Notary Public.
3. All documents that are not in English must be accompanied by a certified English translation.
4. "N/A" should be used where a document outlined below is not applicable.

Select the appropriate option:

- The registration statement is being filed for:
- Registration as a reporting issuer
  - Registration of shares
  - Registration of a bond
  - Registration of commercial paper
  - Registration of other security \_\_\_\_\_ [specify]

State full name of the issuer: \_\_\_\_\_

**The following have been submitted:**

<input type="checkbox"/>	Form 4 – Registration Statement
<input type="checkbox"/>	Copy of Prospectus or Short Form Distribution Circular
<input type="checkbox"/>	Business Plan
<input type="checkbox"/>	If applicable, a signed Conflict of Interest Rules Statement or a Statement in accordance with Regulation 60(4) of the Securities Regulations, 2002.
<input type="checkbox"/>	Annual Report for the last three years ( <i>where applicable</i> )
<input type="checkbox"/>	Confirmation of the Company's bankers
	<i>Certified Copies of the Company's Corporate Documents:</i>
<input type="checkbox"/>	Certified copies of any other corporate documents required in accordance with Section 448(g) of the Companies Act, Cap. 308
<input type="checkbox"/>	Form 1 - Articles of Incorporation
<input type="checkbox"/>	Form 3 - Certificate of Incorporation
<input type="checkbox"/>	Form 4 - Notice of Address / Change of Address
<input type="checkbox"/>	Form 5 - Articles of Amendment

<input type="checkbox"/>	Copies of Certificate of Amendment (where applicable)
<input type="checkbox"/>	Form 9 - Notice of Directors / Change of Directors
<input type="checkbox"/>	Form 28 - External Company Application for Registration
<input type="checkbox"/>	Form 29 - External Company Certificate of Registration
<input type="checkbox"/>	Form 31 - External Company Annual Return
<input type="checkbox"/>	Form 32 - Application to Restore Name to the Register
<input type="checkbox"/>	Form 33 - Request for Name Search / Reservation
<input type="checkbox"/>	By-laws / Memorandum of Association
<input type="checkbox"/>	Electronic copy of Share Register / Certified copy of the Register of Beneficial owners ( <i>where applicable</i> )
<b>FOR REGISTRATION OF SHARES</b> (also submitted)	
<input type="checkbox"/>	Copy of approved Listing Agreement with the Barbados Stock Exchange Inc. ("BSE") ( <i>listed companies only</i> )
<input type="checkbox"/>	Copy of Participant Agreement with the BSE
<input type="checkbox"/>	Copy of Insider Trading Rules
<input type="checkbox"/>	List of the names of the Executives of the Company and their interests (if any) in the Company regardless of the size of their investment
<input type="checkbox"/>	List of the names of the Directors of the Company and their interests (if any) in the Company regardless of the size of their investment
<b>FOR REGISTRATION OF BONDS / COMMERCIAL PAPER</b> (also submitted)	
<input type="checkbox"/>	Copy of Trust Deed
<input type="checkbox"/>	Copy of Executive Administration/ Trustee Agreement
<input type="checkbox"/>	Copy of List of Participants
<input type="checkbox"/>	Copy of Breakdown/ Spread of Rates ( <b>Term Structure</b> )
<input type="checkbox"/>	Copy of Letter of Comfort/ Guarantee

**DUE DILIGENCE REQUIREMENTS<sup>1</sup>**

The following have been submitted for each of the relevant persons:

<input type="checkbox"/>	Completed Fit and Proper Questionnaire
<input type="checkbox"/>	Curriculum Vita /Resume
<input type="checkbox"/>	Police Certificate of Character ( <i>In the absence of same, some confirmation in writing such as an affidavit, that the relevant person has no criminal record or has not been convicted of a serious crime or any offence involving dishonesty or is not subject of a current criminal hearing or proceeding must be sent</i> )
<input type="checkbox"/>	Notarized/certified copy of the signature and photo pages of a valid passport
<input type="checkbox"/>	Proof of address: copy of utility bill/ bank statement/ credit card statement dated within the last 3 months

**FEES**

Payment has been submitted:

		Prescribed fee
<input type="checkbox"/>	Filing of registration statement	BDS\$1,500

**Payment method**
 Cheque No.: \_\_\_\_\_
  Draft No.: \_\_\_\_\_
  Wire Transfer (**provide confirmation**)

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<sup>1</sup> The following must be completed and submitted for each director; senior officer and beneficial owner of the issuer.