



Antigua and Barbuda Financial Services Regulatory Commission

The Corporate Management and Trust Service Providers Act, 2008 [Section 13] as Amended
SCHEDULE J: APPLICATION FOR APPROVAL OF TRANSFER OF SHARES TO SHAREHOLDERS IN LICENSEE

This schedule must be completed by a licensee that intends to transfer its shares or to increase its interest holder in the licensee.

This schedule can be downloaded from the Commission's website in Adobe Acrobat format, and completed online. Alternatively, the form may be printed and completed with the use of a typewriter, or **black ink** and **BLOCK CAPITALS** or typescript. Any information provided on additional sheets must be signed and dated. Where there is a question which is not applicable, please write "N/A" beside the question. All dates must be completed in the form: Day/Month/Year. Questions left unanswered or which do not disclose all information will affect the Commission's assessment, and may result in significant delays in processing.

Where prior approval from the Commission was not granted for the issuance or transfer of shares or other equity interest; which resulted in a person owning or controlling more than 20% of the licensee; the Commission may declare the transfer void or order such person to divest or otherwise relinquish control of the shares that were issued or transferred or impose such terms and conditions as it deems appropriate or revoke or suspend the licensee's licence.

1. Date of Application:

SECTION I. LICENSEE INFORMATION

2. Name of Licensee:

Licence No.:

3. Principal Office Information:

Address:

Contact Person:

Telephone Number:

Fax Number:

E-mail Address:

SECTION II. ISSUANCE OR TRANSFER OF SHARES OR OTHER EQUITY INTERESTS

4. We hereby apply for approval to issue or transfer shares or other equity interests to persons who have or will have beneficial ownership or control of more than 20% of the above-named licensee in accordance with the selection below. (Indicate with a (✓) the option which best describes the change in shares or other equity interest in the licensee below):

A. The issuance of shares or other equity interests to a person who intends to have **beneficial ownership or control of more than 20% of the licensee**; or

B. A shareholder or other equity holder with **beneficial ownership or control of more than 20% of the licensee is transferring shares** or other equity interest to another person; or

C. A shareholder or other equity holder of the licensee is transferring shares or other equity interest to another person, which will result in **the transferee owning or controlling more than a 20% interest in the licensee**.

5. Information on person(s) transferring shares or other equity interest:

Name 1:

No. of shares currently owned:

(%) of ownership before transfer:

No. of shares to be transferred:

(%) of ownership after transfer:

Name 2:

No. of shares currently owned:

(%) of ownership before transfer:

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No. of shares to be transferred:		(%) of ownership after transfer:	
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6. Information on person(s) receiving beneficial ownership or control of more than 20% of the licensee:

Name 1:		<input type="checkbox"/> Schedule B attached
No. of shares currently owned:		(%) of ownership before transfer:
No. of shares to be received:		(%) of ownership after transfer:
Name 2:		<input type="checkbox"/> Schedule B attached
No. of shares currently owned:		(%) of ownership before transfer:
No. of shares to be received:		(%) of ownership after transfer:
Name 3:		<input type="checkbox"/> Schedule B attached
No. of shares currently owned:		(%) of ownership before transfer:
No. of shares to be received:		(%) of ownership after transfer:

SECTION III. SHARES OR OTHER EQUITY INTERESTS TRANSFERRED BY PROCESS OF LAW, INHERITANCE, MERGER OR OTHER SUCCESSION

7. As secretary of the above-named licensee, I hereby provide a thirty-(30)-day notification of the transfer of shares or other equity interests in the licensee by process of law, inheritance, merger or other succession to the following persons who now have beneficial ownership or control of more than 20% of the licensee. (Indicate with a (✓) the option which best describes the change in shares or other equity interest in the licensee below):

Name 1:		<input type="checkbox"/> Schedule B attached
No. of shares currently owned:		(%) of ownership before change:
No. of shares to be received:		(%) of ownership after change:

<input type="checkbox"/> Process of Law	<input type="checkbox"/> Inheritance	<input type="checkbox"/> Merger	<input type="checkbox"/> Other Succession (specify)	
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Name 2:		<input type="checkbox"/> Schedule B attached
No. of shares currently owned:		(%) of ownership before transfer:
No. of shares to be received:		(%) of ownership after transfer:

<input type="checkbox"/> Process of Law	<input type="checkbox"/> Inheritance	<input type="checkbox"/> Merger	<input type="checkbox"/> Other Succession (specify)	
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Name 3:		<input type="checkbox"/> Schedule B attached
No. of shares currently owned:		(%) of ownership before transfer:
No. of shares to be received:		(%) of ownership after transfer:

<input type="checkbox"/> Process of Law	<input type="checkbox"/> Inheritance	<input type="checkbox"/> Merger	<input type="checkbox"/> Other Succession (specify)	
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SECTION IV. DETAILS ON CURRENT SHAREHOLDERS

8. List the names and percentage (%) ownership shareholders in the licensee after issuance or transfer of shares:

Share register attached

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Shareholder 1:		(%) of Ownership:	
Shareholder 2:		(%) of Ownership:	
Shareholder 3:		(%) of Ownership:	
Shareholder 4:		(%) of Ownership:	
Shareholder 5:		(%) of Ownership:	
Shareholder 6:		(%) of Ownership:	

SECTION V. DECLARATION

This declaration must be signed by any two authorized signatories of the licensee.

I hereby certify that all the information provided on this form and any other document provided in support of said form are true and correct to the best of my knowledge and belief. I further undertake to inform the Commission, without delay, of any changes to this form and any information supplied with this form.

Authorised Name 1:		Signature:	
Title/Position:		Date:	
Authorised Name 2:		Signature:	
Title/Position:		Date:	

SECTION VI. DOCUMENTATION WHICH FORMS PART OF THIS APPLICATION

Documents	Notes	Attached
1. Schedule B	<i>Biographical Affidavit of Shareholder, Director, Manager or Officer</i> for each person with at least 20% interest in the licensee, not already filed with the Commission.	<input type="checkbox"/>
2. Letter of Notification	A letter of notification, signed by the licensee's secretary, providing information on the person(s) with beneficial ownership or control of at least 20% interest in the licensee, which was transferred by process of law, inheritance, merger or other succession.	<input type="checkbox"/>
3. Proof of process of law, inheritance, merger or other succession	Documentation providing proof of beneficial ownership or control of at least 20% interest in the licensee, which was transferred by process of law, inheritance, merger or other succession.	<input type="checkbox"/>
4. Share Register	An updated copy of the licensee's share register to reflect its current shareholders and the number of shares owned by each shareholder after the issuance or transfer of shares or equity interest of at least 20% interest in the licensee.	<input type="checkbox"/>

SECTION VII. ADMINISTRATION - FOR FSRC USE ONLY

Date Form Received:		Received by (employee's name):	
Decision taken by the Commission:			

Please forward completed form with any supporting material to:

Director of International Business Corporations

Financial Services Regulatory Commission

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