

Annexure 1A: Application For Recognition As An Exchange Broker

References Chapter 1, SIM VSE Business Rules

Instructions

A company applying for recognition as an Exchange Broker must complete and return this annexure to the Exchange.

Information and documents (including this annexure) given to the Exchange in support of an application become property of the Exchange and may be made public.

If the space provided in this form is insufficient, additional information should be included in attachments initialled by the applicant's two signing officers.

Name of applicant	ACN, ARBN or ARSN

We apply for recognition as an Exchange Broker and in support of our application give the Exchange the following information all of which is true and correct.

Business Of The Applicant

1 Place and date of incorporation

2 Head office address

3 Other business addresses

4 Nature of applicant's business since incorporation

5 List all stock exchange, self regulatory and industry body memberships with dates of membership and current status

6 Name and address of the applicant's auditors

7 Name and address of the applicant's banker or bankers

Ownership

8 Shares – list classes of shares, whether classes of shares are voting or non voting, number of issued shares in each class and dollar value of each class

9 Other securities – list bonds, debentures and notes, the dollar value outstanding, the terms on which the securities are issued and the source and maturity dates of each security

10 Does the applicant have any outstanding loans or instruments evidencing indebtedness? If so, state amount, source and maturity

11 Has the applicant issued or become obligated in relation to any stock options or agreements creating any obligations to allot, issue or transfer any share of its capital? If yes, provide particulars

12 Has any person or company undertaken to act as a guarantor in relation to any financial or other undertaking of the applicant? If yes, give details

13 Has the applicant undertaken to act as guarantor in relation to the financial or other undertakings of any person or company? If yes, give details

14 List the names and addresses of all registered owners and beneficial owners of shares of each class in the applicant and the number of shares of each class held by each owner. Identify all owners who are non-residents

Name	Address	Number & Class of Shares Beneficially Held

15 No other person, firm or corporation has any interest in, or any charge on, or any right to acquire any shares other than as set out above except:

Directors And Officers

16 List the names and addresses of all directors and officers of the applicant and the number and class of shares held by them in the applicant (if any)

Name	Address	Position	Number & Class of Shares Held

17 Name the directors of the applicant who are residents of a State or Territory of Australia

18 Are all of the directors listed above actively engaged in the business of the applicant? If not, list those directors who are not active and their occupations

19 The business activities of the applicant’s directors and officers during the past ten years were:

Name of Director or Officer	Name of Employer	Date of Employment	Position Held

Principal Requirements

20 For each of the directors of the applicant who need to satisfy the principal requirements in the Exchange Business Rules please provide the following information

a) experience working in a stock broking capacity

b) educational qualifications

c) evidence that they will devote a substantial part of the working week to the business of a broker as a principal, officer, employee or authorised representative of the applicant

Licences

21 Does the applicant hold a securities dealers or advisors licence under the Corporations Act? If so, provide details. If not, when will the applicant be applying for a securities dealers licence?

22 Does the applicant hold any other licences that the Exchange may regard as relevant to its assessment of this application (eg futures brokers licence)? If so, provide details

23 Has the applicant ever been refused a securities dealers licence, futures brokers licence or advisors license under the Corporations Act (or its predecessors) or any similar licence under the laws of any country other than Australia? If so, give full particulars

24 If the applicant has held a securities dealers licence, futures brokers licence or advisors license under the Corporations Act (or its predecessors) or any similar licence under the laws of any country other than Australia, has such licence ever been suspended or cancelled? If so, give full particulars

25 If the applicant has held a securities dealers licence, futures brokers licence or advisors license under the Corporations Act (or its predecessors) or any similar licence under the laws of any country other than Australia, has the applicant or any officer of the applicant been the subject of any disciplinary action by a stock exchange, regulatory body or similar organisation? If so, give full particulars

Offences Under The Law

26 Has the applicant ever been convicted under any laws of Australia or any other country relating to trading in securities, futures contracts or commodities, the theft of securities or fraud arising out of any trade or advice in relation to securities? If yes, give full particulars

27 Has the applicant ever been convicted under any law of Australia or any other country for contraventions or other criminal offences not noted in 26 above? If yes, give full particulars

28 Is the applicant currently the subject of a charge or indictment under any law of Australia or any other country for contraventions, criminal offences or other conduct of the type described in 26 or 27 above? If yes, give full particulars

Civil Proceedings

29 Has the applicant ever been convicted of committing, or otherwise found to have committed, fraud or similar conduct? If yes, give full particulars

30 Are there any proceedings now pending under any law of Australia or any other country against the applicant? If yes, give particulars

Insolvency

31 Has a meeting ever been convened, resolution proposed, petition presented or order made for the winding up of the applicant or has a receiver, receiver and manager, provisional liquidator, liquidator, administrator or other officer ever been appointed in relation to the applicant's undertaking or assets? If so, provide particulars

32 Are any of the directors of the applicant an insolvent under administration within the meaning of that expression in the Corporations Act or have any of them ever been? If so, please provide details

Related Companies And Businesses

33 Does the applicant or any of the officers or directors of the applicant have a substantial interest in another partnership or corporation which carries on a business of a broker, dealer or adviser in securities? If yes, state name and address of the other partnership or corporation and the extent of the interest held

- 34 Has any partnership or corporation in which the applicant does or has held a substantial interest ever been involved in any matter or conduct of the type described in 27, 28 above? If so, give full particulars.

Financial Resources And Business Systems

- 35 Please provide details of how the applicant satisfies the requirement to have sufficient financial resources to meet its obligations as an Exchange Broker including, in particular, its capital adequacy obligations

- 36 Please provide details of how the applicant's business systems will enable the applicant to adequately meet its obligations as an Exchange Broker

Settlement Agent

- 37 If the applicant has appointed a settlement agent under the Exchange Business Rules please provide details together with a copy of the contract between the settlement agent and the applicant. If the applicant has not yet appointed a settlement agent but intends to do so please provide details of the proposed settlement agent.

Good Character & High Business Integrity

- 38 The applicant is required to satisfy the Exchange that all of the directors and substantial shareholders of the applicant or its holding company are of good character and high business integrity. If the applicant is aware of any matter or circumstance that the Exchange may regard as important in assessing whether the applicant satisfies this requirement please provide particulars

Undertaking To Comply With The Exchange Business Rules

39 Each director of the applicant that does not satisfy the principal requirements in the Exchange Business Rules and substantial shareholders of the applicant or its holding company are required to undertake to the Exchange and to the applicant to comply with and be bound by the Exchange Business Rules. Copies of the undertakings are attached.

Applicant's Constitution

40 The provisions of the applicant's constitution that require continued compliance by the applicant with the Exchange Business Rules and authorising the applicant to obtain from its members any information that could be obtained if Part 6 of the Corporations Act applied to the applicant are as follows:

- continued compliance
- information from members

Other

41 If the applicant is aware of any other fact, matter or circumstance that the Exchange may regard as relevant in assessing whether it should recognise the applicant as an Exchange Broker please provide particulars

Signed: _____
(Exchange Broker) (Authorised Signatory)

Print name: _____

Address of Exchange Broker: _____

Dated: _____