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| SECURITIES AND FUTURES ACT 2001  SECURITIES AND FUTURES  (LICENSING AND CONDUCT OF BUSINESS)  REGULATIONS | FORM  23 |
| **NOTICE OF CHANGE OF PARTICULARS LODGED PURSUANT TO PARAGRAPH 7(6)(*b*) OF THE SECOND SCHEDULE TO THE REGULATIONS BY PERSON EXEMPTED FROM HOLDING CAPITAL MARKETS SERVICES LICENCE TO CARRY ON BUSINESS IN ADVISING ON CORPORATE FINANCE UNDER PARAGRAPH 7(1)(*b*) OF THE SECOND SCHEDULE TO THE REGULATIONS** | |
| Explanatory Notes | |
| 1. Please read the Frequently Asked Questions on Exempt Persons [“FAQs”], the explanatory notes and questions carefully before completing and lodging the notification form with the Monetary Authority of Singapore (“the Authority”). The FAQs can be found at www.mas.gov.sg under “Regulations and Financial Stability”, “Regulations, Guidance and Licensing”, “Securities, Futures and Fund Management”, and “FAQs”. 2. All terms used in this Form shall, except where expressly defined in this Form or whether the context otherwise requires, have the same meaning as defined in the Securities and Futures Act (the “Act”) or the Regulations. 3. All questions must be answered and all fields must be filled. If a question is not applicable, please check the “N.A.” box or mark “N.A.” in the space provided. Should there be insufficient space for your answers, please attach annex(es) which should be identified as such and signed by the signatories to this notification. 4. Where there is an asterisk (\*), please delete whichever is inapplicable. 5. Please check the relevant boxes where appropriate. 6. In this Form –    1. “exempt person” refers to a person exempt from holding a capital markets services licence under paragraph 7(1)(b) of the Second Schedule to the Securities and Futures (Licensing and Conduct of Business) Regulations (the “Regulations”);    2. “key officer”, in relation to an exempt person, means:       1. a director or equivalent person;       2. a chief executive officer or equivalent person; or    3. “controller” refers to a person set out under paragraph 14A(2)(b)(iii)(C) of the Regulations. 7. This Form should be submitted online via FormSG. Please refer to the “Compliance Toolkit for Approvals, Notifications and Other Regulatory Submissions to MAS (for FIs conducting regulated activities under the SFA other than for fund managers and REIT managers)” (https://www.mas.gov.sg/regulation/guidance/compliance-toolkit-for-approvals-notifications-and-other-regulatory-submissions-to-mas-sfa) for the FormSG submission link. After submission, FIs may view a record of their submission by logging into MAS-Tx[[1]](#footnote-1). | |

**SECTION I: PARTICULARS OF THE EXEMPT PERSON**

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| **Name** (If its name has been changed, state the name as previously furnished to the Authority) | Click here to enter text. |
| **Company/ Business Registration No.\*** | Click here to enter text. |

Notice is hereby given that on Click or tap to enter a date.(dd/mm/yy), the following particulars of the abovementioned person have been changed:

**Note: Only those particulars which have been changed since the date such particulars were last furnished to the Authority need to be stated.**

**SECTION II: NEW PARTICULARS OF CORPORATION/ SOLE PROPRIETORSHIP/ PARTNERSHIP**

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| **Name** (Please attach a copy of relevant document stating the change in name) | Click here to enter text. |
| **Principal address where the business operates** | Click here to enter text. |
| **Telephone number/ fax number** | Click here to enter text. |
| **E-mail address** | Click here to enter text. |
| **Financial year end** | Click here to enter text. |

**SECTION III: INFORMATION ON CHANGE(S) ON CONTROLLER(S) OF THE CORPORATION/PARTNERS OF BUSINESS: (Please attach a copy of identification documents)**

1. Where the controller is not natural person, provide the following information:

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| --- | --- | --- | --- |
| **Name of entity** | **Entity incorporation/ identification number** | **Place of incorporation/ registration** | **Nature of business** |
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| Click here to enter text. | Click here to enter text. | Click here to enter text. | Click here to enter text. |

1. Where the controller is a natural person, provide the following information:

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| **Name of individual** | **Date of birth** | **Gender** | **Nationality Type** | **Country of citizenship (for non-Singapore citizens)** | **NRIC no. (for Singapore citizens or permanent residents)** | **For non-Singapore citizens or non-permanent residents** | | **Occupation** |
| **FIN no. (if applicable)** | **Passport no.** |
| Click here to enter text. | Click here to enter text. | Click here to enter text. | Click here to enter text. | Click here to enter text. | Click here to enter text. | Click here to enter text. | Click here to enter text. | Click here to enter text. |

**SECTION IV: INFORMATION ON CHANGE(S) ON DIRECTOR(S) OF THE CORPORATION:**

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| --- | --- | --- |
| **Name of individual** | **Executive/ Non- Executive** | **Date of Appointment/ Resignation** |
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| Click here to enter text. | Click here to enter text. | Click here to enter text. |

**SECTION V: NEW PARTICULARS OF KEY OFFICER(S) OF THE CORPORATION:**

Provide the following information on the key officers:

1. Name; Click here to enter text.
2. Designation; Click here to enter text.
3. Residential Address; Click here to enter text.
4. Officer and Home Telephone Number; Click here to enter text.
5. E-mail Address; Click here to enter text.
6. Date of Birth (dd/mm/yy); Click here to enter text.
7. Nationality (for non-Singapore citizens, state whether you are a Singapore permanent resident); Click here to enter text.
8. Identity Card No. / Passport No. (for non-Singapore citizen)/ UIN No. (for Singapore permanent resident). Please provide a copy of identification document; Click here to enter text.
9. Information on Employment Pass (“EP”): Click here to enter text.

For key officer and representative who is not a Singapore citizen or permanent resident, has the person obtained an EP?

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| Yes **(Please provide a copy of the EP)**  Immigration Ref No.: Click here to enter text.  Date of grant of EP: Click here to enter text.  Expiry date of EP: Click here to enter text.  No but has applied for EP  Date of application for EP: Click here to enter text.  No and has not applied for EP  Reason(s) for not applying: Click here to enter text. |

**SECTION VI: FIT AND PROPER DECLARATION FOR THE EXEMPT PERSON, KEY OFFICER(S) AND CONTROLLERS:**

If the answer to any of the following questions is in the affirmative, attach annexes and supporting documents, where appropriate, to provide all relevant particulars. If there is any doubt with respect to any part of this section, please provide all relevant information to demonstrate that the exempt person, including its key officers and controllers \* are considered to be fit and proper persons.

**Pursuant to regulation 14A(2)(b) of the Regulations, any person (including all its key officers and controllers) exempt under paragraph 7(1)(b) of the Second Schedule to the Regulations are required to be fit and proper.**

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| Honesty, Integrity and Reputation | | |
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| * 1. Within the past 10 years, has the exempt person, or any of its key officers or controllers, | | |
|  | Yes | No |
| 1. been licensed, registered or approved under a law in any jurisdiction which requires licensing, registration or approval in relation to any regulated activity? |  |  |
|  |  |  |
| 1. been licensed, registered, or otherwise authorised by law to carry on any trade, business (including sole proprietorships and partnerships) or profession (including, accountancy, engineering, law and architecture) in any jurisdiction? |  |  |
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| 1. been a shareholder of any corporation which holds membership of any class or description any operator of an organised market or clearing facility in any jurisdiction? |  |  |
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| 1. carried on business under any name other than the name stated in this lodgement in any jurisdiction? |  |  |
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| 1. been refused the right or restricted in his/her right to carry on any trade, business or profession for which a specific licence, registration or other authorisation is required by law in any jurisdiction? |  |  |
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| 1. been issued a prohibition order under any Act administered by the Authority or been prohibited from operating in any jurisdiction by any financial services regulatory authority? |  |  |
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| 1. been censured, disciplined, suspended or refused membership or registration by the Authority, any other regulatory authority, an operator of an organised market or clearing facility, any professional body or government agency, whether in Singapore or elsewhere? |  |  |
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| 1. been the subject of any complaint made reasonably and in good faith, relating to activities that are regulated by the Authority or under any law in any jurisdiction? |  |  |
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| 1. been the subject of any proceedings of a disciplinary or criminal nature or been notified of any potential proceedings or of any investigation which might lead to those proceedings, under any law in any jurisdiction? |  |  |
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| 1. been convicted of any offence, served any term of imprisonment or is being subject to any pending proceedings which may lead to a conviction of any offence, under any law in any jurisdiction? |  |  |
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| 1. had any civil penalty enforcement action taken against it or him/her by the Authority or any other regulatory authority under any law in any jurisdiction? |  |  |
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| 1. contravened or abetted another person in breach of any laws or regulations, business rules or codes of conduct, whether in Singapore or elsewhere? |  |  |
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| 1. been the subject of any investigations or disciplinary proceedings or been issued a warning or reprimand by the Authority, any other regulatory authority, an operator of an organised market or clearing facility, any professional body or government agency, whether in Singapore or elsewhere? |  |  |
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| 1. been refused a fidelity or surety bond, whether in Singapore or elsewhere? |  |  |
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| 1. been or is a director, partner, substantial shareholder or concerned in the management of a business that has been censured, disciplined, prosecuted or convicted of a criminal offence, or been the subject of any disciplinary or criminal investigation or proceeding, whether in Singapore or elsewhere, in relation to any matter that took place while he/she was a director, partner, substantial shareholder or concerned in the management of the business? |  |  |
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| 1. been or is a director, partner, substantial shareholder or concerned in the management of a business that has been suspended or refused membership or registration by the Authority, any other regulatory authority, an operator of an organised market or clearing facility, any professional body or government agency, whether in Singapore or elsewhere? |  |  |
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| 1. been a director, partner, substantial shareholder or concerned in the management of a business that has gone into insolvency, liquidation or administration during the period when, or within a period of one year after, he was a director, partner, substantial shareholder or concerned in the management of the business, whether in Singapore or elsewhere? |  |  |
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| 1. been dismissed or asked to resign from office, employment, a position of trust, or a fiduciary appointment or similar position, whether in Singapore or elsewhere? |  |  |
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| 1. been or is subject to disciplinary proceedings by his/her current or former employer(*s*), whether in Singapore or elsewhere? |  |  |
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| 1. been disqualified from acting as a director or disqualified from acting in any managerial capacity, whether in Singapore or elsewhere? |  |  |
|  |  |  |
| 1. been an officer found liable for an offence committed by a body corporate as a result of the offence having proved to have been committed with the consent or connivance of, or neglect attributable to, the officer, whether in Singapore or elsewhere? |  |  |
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| * 1. Has the exempt person, or any of its key officers or controllers, | | |
|  | Yes | No |
| 1. had any judgment (in particular, that associated with a finding of fraud, misrepresentation or dishonesty) entered against it or him/her in any civil proceedings or is a party to any pending proceedings which may lead to such a judgment, under any law in any jurisdiction? |  |  |
|  |  |  |
| 1. accepted civil liability for fraud, misrepresentation or dishonesty under any law in any jurisdiction? |  |  |
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| Financial Soundness |  |  |
| 1. Within the past 10 years, has the exempt person, or any of its key officers or controllers, | | |
|  | Yes | No |
| 1. been or is unable to fulfill any of its or his/her financial obligations, whether in Singapore or elsewhere? |  |  |
|  |  |  |
| 1. entered into a compromise or scheme of arrangement (including a debt repayment scheme) with its or his/her creditors, or made an assignment for the benefit of its or his/her creditors, being a compromise, scheme of arrangement or assignment that is still in operation, whether in Singapore or elsewhere? |  |  |
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| 1. been or is subject to a judgment debt which is unsatisfied, either in whole or in part, whether in Singapore or elsewhere? |  |  |
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| 1. been or is the subject of a bankruptcy petition, whether in Singapore or elsewhere? |  |  |
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| 1. been adjudicated a bankrupt and the bankruptcy is undischarged, whether in Singapore or elsewhere? |  |  |
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| 1. been or is the subject of a winding-up petition, whether in Singapore or elsewhere? |  |  |
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| 1. been dissolved or is in the course of being wound-up, where the dissolution/winding-up does not relate to members’ voluntary winding-up, whether in Singapore or elsewhere? |  |  |
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| 1. been or is a corporation where a receiver, receiver and manager, judicial manager, or such other person having the powers and duties of a receiver, receiver and manager, or judicial manager, has been appointed, in relation to, or in respect of any of its property, whether in Singapore or elsewhere? |  |  |
| 1. been or is subject to any other process outside Singapore that is similar to those referred to in (d) – (h)? |  |  |

**SECTION VII: DECLARATION**

I am aware that section 329(1), (3) and (4) of the Act provides as follows:

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| “ANY PERSON WHO FURNISHES THE AUTHORITY WITH ANY INFORMATION UNDER THIS ACT SHALL USE DUE CARE TO ENSURE THAT THE INFORMATION IS NOT FALSE OR MISLEADING IN ANY MATERIAL PARTICULAR.  ANY PERSON WHO –   1. SIGNS ANY DOCUMENT LODGED WITH THE AUTHORITY; OR 2. LODGES WITH THE AUTHORITY ANY DOCUMENT BY ELECTRONIC MEANS USING ANY IDENTIFICATION OR IDENTIFYING CODE, PASSWORD OR OTHER AUTHENTICATION METHOD OR PROCEDURE ASSIGNED TO HIM BY THE AUTHORITY,   SHALL USE DUE CARE TO ENSURE THAT THE DOCUMENT IS NOT FALSE OR MISLEADING IN ANY MATERIAL PARTICULAR.  ANY PERSON WHO CONTRAVENES SUBSECTION (1) OR (3) SHALL BE GUILTY OF AN OFFENCE AND SHALL BE LIABLE ON CONVICTION TO A FINE NOT EXCEEDING $50,000 OR TO IMPRISONMENT FOR A TERM NOT EXCEEDING 2 YEARS OR TO BOTH.” |

I am aware that under section 99(6) of the Act, the Authority may withdraw the exemption granted to any person under section 99 of the Act if the exempt person fails to satisfy the Authority that that person and all persons under regulation 14A(2)(b) of the Regulations are fit and proper persons;

I have read the Guidelines on Fit and Proper Criteria (“the Guidelines”) issued by the Authority and in submitting this form, I am satisfied that the exempt person, and all itskey officer(s) and controller(s), are fit and proper based on the criteria stated in the Guidelines;

I declare that all information given in this Form and in the attached annexes (if any) is true and correct.

**This Signature Page must be signed by a director or secretary of the corporation, a partner or the sole proprietor, as the case may be. Electronic signature may be provided in lieu of physical signature.**

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| Signature | : \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |
| Name | : Click or tap here to enter text. |
| Designation | : Director / Company Secretary / Sole Proprietor / Partner\* |
| Date | : Click or tap to enter a date. (dd/mm/yy) |

1. For general support on MAS-Tx, you may refer to MAS-Tx FAQ page (https://eservices.mas.gov.sg/mastx/faq) or contact helpdesk@mas.gov.sg. [↑](#footnote-ref-1)