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| TRUST COMPANIES ACT  (Cap. 336)  APPLICATION FOR APPROVAL OF CONTROLLER OF A LICENSED TRUST COMPANY UNDER SECTION 17(1) OF THE TRUST COMPANIES ACT | FORM  3 |
| Explanatory Notes | |
| 1. For the purposes of this Form, a “controller” has the same meaning as in section 2 of the Trust Companies Act (“TCA”). 2. This Form is to be submitted to the Monetary Authority of Singapore (the “Authority”) to obtain the Authority’s approval to become controller of a licensed trust company (henceforth referred to as “Licensee”). 3. Only one Form should be submitted to the Authority for all controllers in the same shareholding chain. 4. All questions must be answered and all fields must be filled. If a question or field is not applicable, please check the “N.A.” box or mark “N.A.” in the space provided. 5. Please use the “+” function in the tables to add rows where relevant; the “+” function can be viewed by clicking on a row in a table to be filled. 6. If there are any changes in the information furnished in the application prior to the approval of the application, the Authority should be notified immediately. 7. This application should be accompanied by a copy of each proposed controller's Declaration as set out in Section 7. Where the proposed controller is an entity, the proposed controller’s Declaration must be signed by either two directors, or a director and a company secretary of the controller. 8. Annex B will only need to be completed if there is any affirmative response to fit and proper criteria. 9. If more space is needed to provide responses to the questions in this Form, the applicant should submit an attachment with the additional responses, and label clearly the relevant question each additional response is for. 10. Form 3 should be lodged online via [FormSG](https://form.gov.sg/63579cae6163af0011af2ffc). After submission, FIs may view a record of their submission by logging into [[MAS-Tx](https://eservices.mas.gov.sg/mastx/login)](https://eservices.mas.gov.sg/mastx/login). | |

SECTION 1: APPLICATION TO BE A CONTROLLER

Proposed controllers:

|  |  |
| --- | --- |
| **Name of Entity/Individual** | **Ultimate, intermediate or immediate controller** |
| Click or tap here to enter text. | Choose an item. |

For obtaining effective control (“proposed acquisition”) of:

|  |  |
| --- | --- |
| **Full name of the Licensee** | Click or tap here to enter text. |

SECTION 2: CONTACT PERSON(S)

Provide the following details of the person who will be liaising with the Authority on this application. This person should be familiar with the application and able to address queries from the Authority on the application.

|  |  |
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| **Name of contact person** | Click or tap here to enter text. |
| **Designation** | Click or tap here to enter text. |
| **Company** | Click or tap here to enter text. |
| **Contact number** | Click or tap here to enter text. |
| **E-mail address** | Click or tap here to enter text. |
| **Is this person the primary contact person?** | Choose an item. |

SECTION 3: INFORMATION ON THE PROPOSED ACQUISITION

1. Provide the following information:

(i) information on the proposed controller(s).

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| **Name of shareholder (entity/individual)** | **% of shareholding and voting power held by (i) the proposed controller alone; (ii) the proposed controller’s associates; and (iii) the proposed controller and its associates.**  **For indirect controller, provide details of how the controller would control the Licensee as an indirect controller.** | **20% controller, 50% controller or indirect controller** |
| Click or tap here to enter text. | Click or tap here to enter text. | Choose an item. |

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| An “associate” is as defined in section 16(4)(c) of the TCA. |

1. Where the proposed controller(s) is an entity, provide the following information:

Basic information

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| --- | --- | --- | --- |
| **Name of entity** | **Entity incorporation /identification number** | **Place and Date of incorporation/ registration** | **Brief history and nature of business, and names of the members of the board of directors** |
| Click or tap here to enter text. | Click or tap here to enter text. | Click or tap here to enter text. | Click or tap here to enter text. |

Licensing, registration, approval or other regulatory status in any jurisdiction, in relation to conducting regulated activity(s) in the financial sector, where applicable

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| --- | --- | --- | --- | --- |
| **Name of entity** | **Name of entity in foreign language (if any)** | **Country and Name of regulator** | **Type of licence/ approval held** | **Date of licensing/approval** |
| Click or tap here to enter text. | Click or tap here to enter text. | Click or tap here to enter text. | Click or tap here to enter text. | Click or tap to enter a date. |

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| In describing the nature of business of an operating entity, include the type of business the entity is engaged in, including the products and services offered, its target clientele, and where its customers are based. |

1. Where the proposed controller(s) is an individual, provide the information as set out in Annex A.

Are there associates among the proposed controllers of the Licensee?

No

Yes – provide the names of the shareholder(s) who are associates, and the relationship(s) of the associates:

|  |
| --- |
| Click here to enter text. |

1. Provide the current and proposed shareholding charts (to be attached as part of the submission of this Form) that show the following:
2. percentage of shareholdings (and voting power if different from shareholdings) held by each of the Licensee’s (immediate, intermediate or ultimate) shareholder (including any individual);
3. date of incorporation/registration and the place of incorporation/registration of each shareholder which is an entity;
4. any subsidiary, branch or related corporation of the Licensee (where applicable), including date of incorporation/registration and the place of incorporation/registration; and
5. name(s) of the exchange(s) on which the shares of any immediate, intermediate or ultimate shareholder(s) are listed (where applicable).

Attached

1. Provide the reasons for the proposed acquisition:

|  |
| --- |
| Click or tap here to enter text. |

1. Set out any additional information that is relevant or material to this application.

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| Click or tap here to enter text. |

SECTION 4: CHANGES ARISING FROM PROPOSED ACQUISITION AND PARENTAL SUPPORT

1. Indicate the checkbox that is applicable to the proposed acquisition:

The change in shareholdings **will not** result in any changes to the Licensee’s board and senior management, as well as its business operations in Singapore.

The change in shareholdings **will** result in changes to the Licensee’s board and senior management, and/or its business operations in Singapore (e.g. changes in type of clientele or business model). Provide details of the resulting changes. If more space is needed, the applicant should submit an attachment with the additional details.

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| Click or tap here to enter text. |

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| Submit Form 4 for the appointment of each new Director and/or Resident Manager for the Licensee if there are changes to the board or Resident Manager of the Licensee. |

1. Is the proposed controller or its related entity willing and able to provide a Letter of Responsibility (“LR”) to the Authority?

Yes. *Proceed to question 4.3.*

No. *Explain why and proceed to section 5:* Click or tap here to enter text.

N.A. as the proposed controller is an individual.  *Proceed to section 5.*

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| The Letter of Responsibility is a commitment from the applicant's parent entity or related entity that it will maintain adequate oversight over the applicant's operations, financial position, compliance with laws, management and other relevant issues. |

1. Provide information on the parent entity or related entity which will provide the LR (“proposed LR provider”).
   1. Entity type

It is a regulated entity.

It is not a regulated entity, but is an operating entity with audited financial statements.

It is an investment holding entity with audited financial statements.

None of the above applies.

* 1. Financial information on the proposed LR provider relating to its **own** assets and shareholders’ equity (i.e. not consolidated financial figures)

|  |  |  |  |
| --- | --- | --- | --- |
| **Name of proposed LR provider** | Click or tap here to enter text. | | |
| **Provide the following financial figures in Singapore dollars** | **Financial year ended, in descending order** | | |
|  | **Year 1** | **Year 2** | **Year 3** |
| Click or tap to enter a date.  N.A. | Click here to enter a date.  N.A. | Click here to enter a date.  N.A. |

|  |  |  |  |
| --- | --- | --- | --- |
| **Financials of the proposed LR provider** | | | |
| Are the statements audited? (Yes/No) | Choose an item. | Choose an item. | Choose an item. |
| Revenue (S$) | Click here to enter text. | Click here to enter text. | Click here to enter text. |
| Profit after tax (S$) | Click here to enter text. | Click here to enter text. | Click here to enter text. |
| Assets (S$) | Click here to enter text. | Click here to enter text. | Click here to enter text. |
| Shareholders’ funds/ Total equity (S$) | Click here to enter text. | Click here to enter text. | Click here to enter text. |
| If there were any losses indicated in the table, provide reasons and an assessment of the impact of the losses on the sustainability of the proposed LR provider and Licensee.   |  | | --- | | Click or tap here to enter text. |   Have the auditors provided any opinion other than an unqualified audit opinion, or refused to perform an audit on the financial statements of the LR provider? If so, provide details of the concerns or issues raised, and how these concerns/issues have been addressed by the LR provider.   |  | | --- | | Click or tap here to enter text. | | | | |

SECTION 5: FURTHER INFORMATION

* 1. Complete the table below on the proposed controller’s financial position.

Attach scanned copies of the proposed controller’s financial statements (audited where applicable) for the last 3 years.

Attached

|  |  |  |  |
| --- | --- | --- | --- |
| **Name of entity** | Click here to enter text. | | |
| **Provide the following financial figures in Singapore dollars** | **Financial year ended, in descending order** | | |
|  | **Year 1** | **Year 2** | **Year 3** |
| Click here to enter a date.  N.A | Click here to enter a date.  N.A. | Click here to enter a date.  N.A. |
| **Consolidated/ Group financial statements** | | | |
| Are the statements audited? (Yes/No) | Click here to enter text. | Click here to enter text. | Click here to enter text. |
| Revenue (S$) | Click here to enter text. | Click here to enter text. | Click here to enter text. |
| Profit after tax (S$) | Click here to enter text. | Click here to enter text. | Click here to enter text. |
| Shareholders’ funds/ Total equity (S$) | Click here to enter text. | Click here to enter text. | Click here to enter text. |
| If there were any losses indicated in the table, provide reasons and an assessment of the impact of the losses on the sustainability of the proposed controller, its group and the Licensee.   |  | | --- | | Click here to enter text. |   Have the auditors provided any opinion other than an unqualified audit opinion, or refused to perform an audit on the financial statements of the proposed controller or its group? If so, provide details of the concerns or issues raised, and how these concerns/issues have been addressed by the proposed controller/group.   |  | | --- | | Click or tap here to enter text. | | | | |

* 1. Confirm the following:

The proposed controller(s) has assessed that it is (they are) financially sound, and there will continue to be sufficient commitment from the proposed LR provider (if any) to support the ongoing business operations in Singapore, where required.

* 1. Indicate the checkbox that is applicable to the proposed acquisition:

The proposed controller(s) has assessed that there will be no potential conflicts of interests arising from the proposed acquisition. Provide rationale behind the assessment.

The proposed controller(s) has assessed that potential conflicts of interests may arise from the proposed acquisition. Provide an assessment of the potential conflicts of interests that may arise as well as the mitigating measures that will be put in place.

|  |
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| Click or tap here to enter text. |

SECTION 6: FIT AND PROPER CRITERIA

If the answer to any of the following questions is in the affirmative, provide supporting documents where appropriate, except for items 1(a) to (d). **For items 1(e) to (u), and 2(a) and (b), complete Annex B**.

If there is any doubt with respect to any part of this section, provide all relevant information to demonstrate that the proposed controller(s) are considered to be fit and proper persons.

|  |  |  |
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| Honesty, Integrity and Reputation | | |
| * 1. Within the past 10 years, has any of the proposed controller(s), whether the proposed controller is an individual, corporation, or body unincorporated (including the related entity(s) of the proposed controller(s) ), | | |
|  | Yes | No |
| 1. been licensed, registered or approved under any 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? |  |  |
|  |  |  |
| 1. been a shareholder of any corporation which holds membership of any class or description of any operator of an organised market or clearing facility in any jurisdiction? |  |  |
|  |  |  |
| 1. carried on business under any name other than the name stated in this application in any jurisdiction? |  |  |
|  |  |  |
| 1. been refused the right or restricted in its or 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? |  |  |
|  |  |  |
| 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? |  |  |
|  |  |  |
| 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? |  |  |
|  |  |  |
| 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? |  |  |
|  |  |  |
| 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? |  |  |
|  |  |  |
| 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? |  |  |
|  |  |  |
| 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? |  |  |
|  |  |  |
| 1. contravened or abetted another person in breach of any laws or regulations, business rules or codes of conduct, whether in Singapore or elsewhere? |  |  |
|  |  |  |
| 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? |  |  |
|  |  |  |
| 1. been refused a fidelity or surety bond, whether in Singapore or elsewhere? |  |  |
|  |  |  |
| 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? |  |  |
|  |  |  |
| 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? |  |  |
|  |  |  |
| 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? |  |  |
|  |  |  |
| 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? |  |  |
|  |  |  |
| 1. been or is subject to disciplinary proceedings by his/her current or former employer(*s*), whether in Singapore or elsewhere? |  |  |
|  |  |  |
| 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? |  |  |
|  |  |  |
|  |  |  |
| * 1. Has the new proposed controller, whether the controller is an individual, corporation, or body unincorporated (including the controllers’ or related corporation(s)), | | |
|  | Yes | No |
| 1. had any judgment (in particular, that associated with a finding of fraud, misrepresentation or dishonesty) entered against it or him 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? |  |  |
|  |  |  |
|  |  |  |
| Financial Soundness |  |  |
| 1. Within the past 10 years, has the new proposed controller, whether the controller is an individual, corporation, or body unincorporated (including the controllers’ or related corporation(s)), | | |
|  | 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? |  |  |
|  |  |  |
| 1. been or is subject to a judgment debt which is unsatisfied, either in whole or in part, whether in Singapore or elsewhere? |  |  |
|  |  |  |
| 1. been or is the subject of a bankruptcy petition, whether in Singapore or elsewhere? |  |  |
|  |  |  |
| 1. been adjudicated a bankrupt and the bankruptcy is undischarged, whether in Singapore or elsewhere? |  |  |
|  |  |  |
| 1. been or is the subject of a winding-up petition, whether in Singapore or elsewhere? |  |  |
|  |  |  |
| 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? |  |  |
|  |  |  |
| 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 property of the corporation, 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)? |  |  |
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SECTION 7: DECLARATION

**Attach a scanned or pdf copy of this Declaration when submitting this Form electronically. Where there is more than one proposed controller, each proposed controller should complete one Declaration. For a proposed controller which is an entity, the Declaration must be signed by either two directors, or a director and a company secretary of the controller. Electronic signatures may be provided in lieu of physical signatures.**

We declare that:

We are fully aware that sections 62(1) and (3) of the TCA 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 SIGNS ANY DOCUMENT LODGED WITH 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 $25,000 OR TO IMPRISONMENT FOR A TERM NOT EXCEEDING 2 YEARS OR TO BOTH”. |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Signature: |  |  | Signature: |  |
| Designation\*: | Director |  | Designation\*: | Director/Company Secretary |
| Name of proposed controller: | Click or tap here to enter text. |  | Name of proposed controller: | Click or tap here to enter text. |
| Date: | Click or tap to enter a date. |  | Date: | Click or tap to enter a date. |
|  | (DD/MM/YYYY) |  |  | (DD/MM/YYYY) |

\* To be filled in if the proposed controller is an entity.

ANNEX A: INFORMATION ON A PROPOSED CONTROLLER WHO IS AN INDIVIDUAL

Complete Annex A by providing information on each proposed controller who is an individual.

|  |  |
| --- | --- |
| **Name of individual** | Click here to enter text. |
| **Full name of individual in foreign language (if any)** | Click here to enter text. |

1. Personal particulars

|  |  |  |
| --- | --- | --- |
| **Date of birth (DD/MM/YYYY)** | | Click or tap to enter a date. |
| **Gender** | | Male  Female |
| **Nationality type** | | Choose an item. |
| **Country of citizenship (for non-Singapore citizens)** | | Click here to enter text. |
| **NRIC no. (for Singapore citizens or permanent residents)** | | Click here to enter text. |
| **For non-Singapore citizens or non-permanent residents, provide** | **FIN no. (if applicable)** | Click here to enter text. |
| **Passport no.** | Click here to enter text. |
| **Occupation** | | Click here to enter text. |

1. Set out details of the individual’s employment history during the past 10 years (including periods of part-time employment, unemployment or self-employment).

Complete the table below in reverse chronological order, starting from the most recent record:

Select this if the information has been provided in Form 4 (as requested in question 4.1 of this Form). There is no need to fill in the table below.

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| **Full name of employer/ Country of operation of business (if self-employed, state so)** | **Full name of employer in foreign language if it is regulated (if any)** | **Nature of business of employer** | **Designation and department** | **Brief description of duties** | **Period (MM/YYYY)** | | **Regulator that individual is/was licensed, registered or approved by, if applicable** |
| **From** | **To** |
| 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. |

1. The individual is a shareholder with 5% or more of total votes attached to all voting shares, controller and/or has directorships/sole proprietorships/partnerships/other business interests other than shareholdings and appointments in the Licensee.

Yes. *Proceed to question (c)(i)*

No.

(c)(i) The applicant has:

Assessed that there will be **no potential conflicts** of interest arising from the individual’s shareholdings and business interests. The Licensee will also have in place measures to address potential conflicts of interest should they arise in the future.

Assessed that there will be **potential conflicts of interest** arising from the individual’s shareholdings and business interests, but will put in place measures to address them.

Describe the measures the Licensee will put in place to address potential conflicts of interest, if different from the measures provided in question 5.3.

|  |
| --- |
| Click here to enter text. |

Set out details of any directorship / sole proprietorship/ partnership/ other business interests or substantial shareholdings of the individual in any entity, other than appointments in the Licensee. The following may be excluded: business interests and shareholdings in the applicant, and in any entity that is invested into by investment vehicles managed by the applicant as part of its fund management or real estate investment trust management activity.

Complete the table below in reverse chronological order, starting from the most recent record:

Select this if the information has been provided in Form 4 (as requested in question 4.1 of this Form). There is no need to fill in the table below.

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| **Name of corporation** | **Related corporation** | **Place of incorporation** | **Nature of business** | **Directorship** | **Date of appointment (MM/YYYY)** | **% shareholding in corporation** | **Effective date of shareholding** | **Regulator that individual is/was licensed, registered or approved by, if applicable** |
| Click or tap here to enter text. | Choose an item. | Click or tap here to enter text. | Click or tap here to enter text. | Choose an item. | Click or tap here to enter text. | Click or tap here to enter text. | Click or tap to enter a date. | Click or tap here to enter text. |

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| ANNEX B: AFFIRMATIVE RESPONSES TO THE FIT AND PROPER CRITERIA SECTION |

Complete the table below where there is an affirmative response to items 1(e) to (u), and 2(a) and (b) of the fit and proper criteria in Section 6. Complete a table for each person (individual/entity), and use one row for each affirmative response.

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| **Name of person (individual/entity) involved:** Click or tap here to enter text. | | | | | | | | | |
| **Fit & proper criteria1** | **Name of regulator/ authority** | **Nature of incident for affirmative response**  **(“Incident”)2** | **Date of Incident (DD/MM/YYYY)** | **Details of Incident [free-text]** | **Status of Incident [Pending/ Finalised]** | **Penalty amount/ No. of years of imprisonment** | **Remedial measures taken to address the incident, if any [free-text]** | **Progress of remedial measures [Completed/ Ongoing]** | **Reasons why person meets the Authority’s fit and proper criteria per Guidelines on Fit and Proper Criteria [Guideline No. FSG-G01] despite the incident** |
| Click or tap here to enter text. | Click or tap here to enter text. | Click or tap here to enter text. | Click or tap to enter a date. | Click or tap here to enter text. | Choose an item. | Click or tap here to enter text. | Click or tap here to enter text. | Choose an item. | Click or tap here to enter text. |

1 Indicate the item number of the fit and proper criteria per Section 6 where there is affirmative response, e.g. 1.(g).  
2 Indicate one of the following, or where the categories below are not applicable, briefly describe the nature of the incident:

* Refused membership/registration/right to carry on trade

|  |
| --- |
| * Prohibition order * Suspended * Imprisonment * Subject of/notified of disciplinary proceeding/investigation * Subject of/notified of criminal proceeding/investigation * Subject of/notified of civil proceeding/investigation * Subject of complaint * Fine * Warning * Reprimand |