



FORM 8C

SECURITIES MARKETS ORDER, 2013 [Section 118]

REGISTRATION STATEMENT FOR PUBLIC OFFERING OF STRUCTURED PRODUCTS

Please refer to the **Guidelines on the Offering of Structured Notes** prior to applying for registration statement.

Application is made for filing of a registration statement for a public offering of structured notes under Section 118 of the Securities Markets Order, 2013 and the following particulars are supplied in respect thereof –

REGISTRATION STATEMENT FOR: -			
Please tick [✓] and complete all Sections, where applicable.			
<input type="checkbox"/> Primary market		<input type="checkbox"/> Secondary market	
SECTION I : DETAILS OF ELIGIBLE SELLER			
NOTE: Eligible Seller means the holder of Capital Market Services Licence (“CMSL”) that meet the criteria as set out under the <i>Guidelines on the Offering of Structured Notes</i> .			
Name of Eligible Seller:			
CMSL no.:			
Date first licenced (dd/mm/yy):			
Principal address:			
Correspondence address:			
Contact person:			
E-mail of contact person:			
Contact no.:	Office:	Fax:	
Is the Eligible Seller also the issuer of the structured product?	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
SECTION II : DETAILS OF ISSUER OF THE STRUCTURED PRODUCT			
Name of issuer of structured product:			
Place of incorporation of the issuer:		Date of incorporation (dd/mm/yy):	

Principal address:			
Business registration number:			
Date of listing:			
Principal activities:			
Credit rating, where applicable:			
[a] Identities of Directors			
Please list the name(s) of the directors of the issuer:			
No.	Name of Director	Appointment Type (Executive / Non-Executive Director)	
1			
2			
3			
4			
[b] Identities of Shareholders			
Please list the name(s) of the shareholders or, in the case of a public company, names of all substantial shareholders:			
No.	Name of Shareholder	% of Shareholdings	
1			
2			
3			
4			
[c] Disclosure of Issuer			
This section applies to the issuer of the structured product. If the answer to any of the following questions is in the affirmative, please 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 issuer is considered to be fit and proper person.			
For the past five (5) years prior to the date of this application, has the issuer:		Yes	No
-			
(a)	or its board of members been convicted or charged with any offence under the securities laws, corporation laws or other laws involving fraud or dishonesty in a court of law?	<input type="checkbox"/>	<input type="checkbox"/>
(b)	been subjected to any action by the stock exchange / listing authority for any breach of the listing requirements or rules issued by the stock exchange / listing authority?	<input type="checkbox"/>	<input type="checkbox"/>
SECTION III : STRUCTURED PRODUCT PARTICULARS			
Name of product:			
Purpose(s) of product:			
Brief description of the features and structure of the product:			

Underlying reference asset:		
Duration of the product:		
Scenario analysis on the return of the product:		
Description of the material risk(s):		
Reasonable comparisons to alternative investment products:		
Indicative fee(s) and cost(s) of the product, where applicable:	At launch of product:	
	During the duration of the product:	
	At early redemption of termination:	
Rights and restrictions related to the transfer of the product:		
Property or other collateral used as a security for repayment, if any:		
Product holder's representative, if any:		
Encumbrances on the property of the company which issues securities in case of unsecured securities:		
Outstanding debt from previous issues of the product:		
Procedure, time and place of repayment:		
Procedures for the conversion of rights, if any:		
The circumstances that can give rise to early termination or redemption of the product:		
Whether clients have the ability to surrender the product before its maturity:		
Rating for the product and the definition of such rating, where applicable:		
Any other information that is deemed material to disclose:		
Is the product Shariah-compliant?	<input type="checkbox"/> Yes	<input type="checkbox"/> No

Islamic principles used, where applicable:									
SECTION IV : DETAILS OF PARTIES INVOLVED									
Please state the name of party(s) involved with regards to the structured product, where applicable.									
Principal adviser:									
Promoter:									
Lead arranger:									
Co-arranger:									
Solicitor:									
Financial adviser:									
Technical adviser:									
Trustee:									
Shariah adviser, where applicable:									
Guarantor:									
Valuer:									
Facility agent:									
Primary subscriber (under a bought-deal arrangement) and amount subscribed:									
Underwriter and amount underwritten:									
Central depository:									
Paying agent:									
Reporting accountant:									
Calculation agent:									
Others:									
SECTION V : SUPPORTING DOCUMENTS									
[*] are mandatory documents and must be submitted together with this form. Other documents must be submitted where applicable.									
	APPENDIX								
<input type="checkbox"/> <p>*Registration statement fee – BND 500</p> <p><i>Cheque is made payable to Brunei Darussalam Central Bank. Payment may be made via online banking transaction or telegraphic transfer [T.T.] to the Authority's accounts: -</i></p> <p>For all BND payment</p> <table border="1"> <tr> <td>Beneficiary Name:</td> <td>Brunei Darussalam Central Bank</td> </tr> <tr> <td>Beneficiary Address:</td> <td><i>Level 14, Ministry of Finance and Economy Building, Commonwealth Drive, BB3910 Brunei Darussalam</i></td> </tr> <tr> <td>Beneficiary Account:</td> <td>0201110270008</td> </tr> <tr> <td>For Account:</td> <td>Baiduri Bank</td> </tr> </table>	Beneficiary Name:	Brunei Darussalam Central Bank	Beneficiary Address:	<i>Level 14, Ministry of Finance and Economy Building, Commonwealth Drive, BB3910 Brunei Darussalam</i>	Beneficiary Account:	0201110270008	For Account:	Baiduri Bank	
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<input type="checkbox"/>	*Payment Instruction Form	ANNEX 3																				
<input type="checkbox"/>	*Programme Information Memorandum																					
<input type="checkbox"/>	Certified true copy of a resolution of the BOD																					
<input type="checkbox"/>	*Sample Term Sheet for first tranche of structured products																					
<input type="checkbox"/>	Expert's consent																					
<input type="checkbox"/>	Copy of the issuer's audited financial statements for the last 3 years																					
<input type="checkbox"/>	*Securities market data regarding any trading history of the issuer's shares																					
<input type="checkbox"/>	Management report outlining the financial condition and results of the issuer's business operation																					
<input type="checkbox"/>	*Forecast of estimated profit or loss for the year ending immediately before the prospectus and the year ending immediately after the date of the prospectus																					
<input type="checkbox"/>	Auditor's certification regarding any changes in issuer's directors and auditors in the last 3 years, indicating reasons for any changes																					
<input type="checkbox"/>	Shareholders' resolution authorising the issue of structured products (if applicable)																					
<input type="checkbox"/>	Certified true copies of issuer's directors' NRIC (for Bruneian citizens) or passport (for non-Bruneian citizens)																					
<input type="checkbox"/>	Certified true copy of material agreements entered into and/or any services contracts with respect to the offering of structured notes, and any																					

	other obligations. E.g. Distribution Agreement	
<input type="checkbox"/>	Certified true copy of a resolution from the Shariah Advisory Body with respect to Islamic structured note	
SECTION VI : TRUE AND CORRECT INFORMATION		
We hereby declare that all information provided in this registration statement and its annexures are true and correct.		
<p>_____</p> <p>[Signature]</p>		<p>_____</p> <p>[Signature]</p>
Name <i>[Contact person completing this form];</i>		Name <i>[**Director / Authorised Signatory of Eligible seller / Issuer];</i>
Date [dd/mm/yyyy]:		Date [dd/mm/yyyy]:

**A member of the board of directors or persons performing similar functions, and its authorised representative in Brunei Darussalam should sign.*