**Astana Financial Services Authority**

**Application to Incorporate an Investment Company in the AIFC**

Name of an Investment Company to be established: *Insert text here*

Date of application: *Insert text here*

**CONTENTS**

[**Declaration and Consent** 3](#_Toc4660325)

[**Applicant’s Contact Details** 4](#_Toc4660326)

[**Nature of Business** 4](#_Toc4660327)

[**Information on Shareholders** 5](#_Toc4660328)

[**Information on Director(s) and Secretary (if applicable)** 6](#_Toc4660329)

[**Information on Chief Executive Officer (CEO)** 7](#_Toc4660330)

[**Information on Authorised Signatory** 8](#_Toc4660331)

[**Fit And Proper Questionnaire** 8](#_Toc4660332)

[**List of Supporting Documents** 10](#_Toc4660333)

[**NOTICE** 13](#_Toc4660334)

**SECTION 1**

# **Declaration and Consent**

A director, company secretary or other person identified in the board resolution as being authorised to make the application must sign this form in the space below.

* 1. **Declaration**

I declare that:

* I have the authority to make this application.
* All the information given in this application form (including any attachments) is, to the best of my knowledge and belief and after having made all reasonable inquiries, true and complete.
* If at any time after making this declaration, I become aware of a material change in any information given in this application form (including any attachment) that is reasonably likely to be relevant to the Astana Financial Services Authority consideration of this application, I will inform the Astana Financial Services Authority in writing about the change without delay.
	1. **Consent**

I acknowledge that it may be necessary for the Astana Financial Services Authority to obtain information from other regulators, law enforcement agencies or other persons (whether in the State or elsewhere) to properly consider and decide this application. Accordingly, I consent to the Astana Financial Services Authority obtaining any information from third parties that the Astana Financial Services Authority considers is necessary for the purpose of considering and deciding this application.

All Personal Data provided to the Astana Financial Services Authority will be processed in accordance with the AIFC Data Protection Regulations 2017, and by signing this form you consent to the Astana Financial Services Authority sharing the information with the AIFC Authority.

**IMPORTANT**

It is a contravention of the Section 200 of the AIFC Companies Regulations to make a statement, or give information, to the Registrar (whether orally, in a Document or in any other way) that is false or misleading in a material particular, or give a Document to the Registrar that is false or misleading in a material particular, or conceal information or a Document if the concealment is likely to mislead or deceive the Registrar. Contravention of this section is punishable by a fine.

Name of Director/Company Secretary/Authorised person:

|  |
| --- |
| *Insert text here* |

Position:

|  |
| --- |
| *Insert text here* |

***Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_ Date*** *Insert text here*

**SECTION 2**

# **Applicant’s Contact Details**

* 1. **Name and position of main contact for this application:**

|  |
| --- |
| *Insert text here* |

* 1. **Contact number of main contact:**

|  |
| --- |
| *Insert text here* |

* 1. **Email address of main contact:**

|  |
| --- |
| *Insert text here* |

* 1. **Name and position of representative for public register (optional):**

*Please be informed that this detail will be declared publicly and shared with third parties.*

|  |
| --- |
| *Insert text here* |

* 1. **Email address of representatives for public register (optional):**

*Please be informed that this detail will be declared publicly and shared with third parties.*

|  |
| --- |
| *Insert text here* |

* 1. **Contact number of representatives for public register (optional):**

*Please be informed that this detail will be declared publicly and shared with third parties.*

|  |
| --- |
| *Insert text here* |

* 1. **Website for public register (optional):**

*Please be informed that this detail will be declared publicly and shared with third parties.*

|  |
| --- |
| *Insert text here* |

**SECTION 3**

# **Nature of Business**

* 1. **Type of an Investment Company to be established in within the AIFC:**

[ ]  Open-Ended Investment Company

[ ]  Closed-Ended Investment Company

[x]

* 1. **Proposed name of the Investment Company to be established in within the AIFC:**

*Please note that according to AIFC Companies Rules, article 6.3.5, an Investment Company must, ensure that, whenever it uses its name, the name is immediately followed by: (a) for a Closed-Ended Investment Company—the words ‘Closed-Ended Investment Company’ or the abbreviation ‘CEIC’; and (b) for an Open-Ended Investment Company—the words ‘Open-Ended Investment Company’ or the abbreviation ‘OEIC’.*

|  |
| --- |
| *Insert text here* |

* 1. **The address of the principal place of business of the Investment Company in the AIFC:**

*(City, district, street/avenue, building number, office number)*

|  |
| --- |
| *Insert text here* |

* 1. **Period of validity of the Lease Agreement or other supporting document:**

|  |  |  |  |
| --- | --- | --- | --- |
| *From(dd.mm.yyyy):* |  | *To(dd.mm.yyyy):* |  |

* 1. **Is the Investment Company to be registered as a Specialist Fund?**

[ ]  Yes

[ ]  No

**SECTION 4**

# **Information on Shareholders**

|  |
| --- |
| Shareholder - Individual |
| Forename(s) | *Insert text here* |
| Surname | *Insert text here* |
| Citizenship | *Insert text here* |
| Address | *Insert text here* |
| Date of Birth(dd.mm.yyyy) | *Insert date here* |
| Number of Shares | *Insert text here* |
| Value of shares (in USD or KZT) | *Insert text here* |

|  |
| --- |
| Shareholder – Body Corporate |
| Company name | *Insert text here* |
| Registration Number | *Insert text here* |
| Place of incorporation | *Insert text here* |
| Organisational-legal form | *Insert text here* |
| Number of Shares | *Insert text here* |
| Value of shares (in USD or KZT) | *Insert text here* |

**SECTION 5**

# **Information on Director(s) and Secretary (if applicable)**

|  |  |
| --- | --- |
| Director – Individual |  |
| Full forename(s) | *Insert text here* |
| Surname | *Insert text here* |
| Citizenship | *Insert text here* |
| Address | *Insert text here* |
| Date of birth(dd.mm.yyyy) | *Insert date here* |
| Place of birth | *Insert text here* |
| Email | *Insert text here* |
| Tel. number | *Insert text here* |

|  |  |
| --- | --- |
|  Secretary – Individual  |  |
| Full forename(s) | *Insert text here* |
| Surname | *Insert text here* |
| Citizenship | *Insert text here* |
| Address | *Insert text here* |
| Date of birth | *Insert date here* |
|  |  |

|  |
| --- |
| Director - Body Corporate |
| Corporate Name | *XYZ Ltd.* |
| Address | *Str. 77, Office 77, Nur-Sultan, Kazakhstan*  |
| Registration Number | *123456789012* |
| Place of Registration/Incorporation | *Kazakhstan* |

|  |
| --- |
| Secretary – Body Corporate |
| Company name | *Insert text here* |
| Registration Number | *Insert text here* |
| Place of registration | *Insert text here* |
| Organizational-legal form | *Insert text here* |
| Address | *Insert text here* |

# **Information on Chief Executive Officer (CEO)**

|  |  |
| --- | --- |
| CEO – Individual |  |
| Full forename(s) | *Insert text here* |
| Surname | *Insert text here* |
| Citizenship | *Insert text here* |
| Kazakhstani Individual Identification Number (IIN) (required) | *Insert text here* |
| Address | *Insert text here* |
| Date of birth(dd.mm.yyyy) | *Insert date here* |
| Place of birth | *Insert text here* |
| Email | *Insert text here* |
| Tel. number | *Insert text here* |

**SECTION 6**

# **Information on Authorised Signatory**

|  |
| --- |
|  Authorised Signatory  |
| Full forename(s) | *Insert text here* |
| Surname | *Insert text here* |
| Citizenship | *Insert text here* |
| Address | *Insert text here* |
| Date of birth | *Insert date here* |

**SECTION 7**

# **Fit And Proper Questionnaire**

*If any answers are “Yes” to any of the questions, then provide a detailed explanation. If necessary, attach separate documentation. It will not necessarily impair our assessment of the applicant’s fitness and probity if there is a positive response in any of the disclosures. However, deliberately withholding information or providing false or misleading information may prevent the success of the application.*

* 1. **Has the applicant or any member of your Group been made aware, whether formally or informally, that it is the subject of a current or pending investigation, review or disciplinary procedure by any regulatory authority, professional body, Financial Services Regulator, self-regulatory organisation, regulated exchange, clearing house, government body, agency, or any other officially appointed inquiry? If “Yes”, provide full details:**

|  |
| --- |
| *Insert text here* |

* 1. **Has the applicant or any member of its Group in the last 10 years been convicted or found guilty by any court of a competent jurisdiction of any criminal offence? If “Yes”, provide full details:**

|  |
| --- |
| *Insert text here* |

* 1. **Has the applicant or any member of its Group in the last 10 years been the subject of disciplinary procedures by a government body or agency or any Financial Services Regulator, self-regulatory organisation, or other professional body? If “Yes”, provide full details:**

|  |
| --- |
| *Insert text here* |

* 1. **Has the applicant or any member of its Group in the last 10 years contravened any provision of financial services legislation or of rules, regulations, statements of principle, or codes of practice made under it or made by a self-regulatory organisation, Financial Services Regulator, regulated exchange, or clearing house? If “Yes”, provide full details:**

|  |
| --- |
| *Insert text here* |

* 1. **Has the applicant or any member of its Group in the last 10 years been refused or had a restriction placed on the right to carry on a trade, business, or profession requiring a licence, registration, or other permission? If “Yes”, provide full details:**

|  |
| --- |
| *Insert text here* |

* 1. **Has the applicant or any member of its Group in the last 10 years received an adverse finding or an agreed settlement in a civil action by any court or tribunal of competent jurisdiction? If “Yes”, provide full details:**

|  |
| --- |
| *Insert text here* |

* 1. **Have the applicant or any member of its Group in the last 10 years been censured, disciplined, publicly criticised, or the subject of any investigation or enquiry by any regulatory authority, Financial Services Regulator, or officially appointed inquiry? If “Yes”, provide full details:**

|  |
| --- |
| *Insert text here* |

**SECTION 8**

# **List of Supporting Documents**

In accordance with the AIFC Companies Regulations and Rules of Astana International Financial Centre (hereinafter – the AIFC), I hereby submit for your consideration a package of documents for incorporation of *Name of the company* as a Investment Company under the applicable regulations and sub-ordinate rules of the AIFC.

All necessary documents required for the incorporation are attached in accordance with the requirements of the Acting Law of AIFC.

|  |  |  |
| --- | --- | --- |
| № | Requirement | Attached |
| General Details |
|  | A copy of articles of association, accompanied with the certification that complies with relevant requirements prescribed under AIFC Companies Rules, AIFC Collective Investment Scheme Rules and any other applicable regulations of the AFSA | ‏‏‏‏ [ ]  |
|  | Offering Materials (Prospectus), accompanied with the certification that it complies with relevant requirements prescribed under AIFC Companies Rules, AIFC Collective Investment Scheme Rules and any other applicable regulations of the AFSA | [ ]  |
|  | Written consent by the AFSA | [ ]  |
|  | A copy of resolution of the Board of Directors or Shareholders (or other applicable management or executive board). It shall include: * + - 1. Approvement to form a company in the AIFC;
			2. Adoption of the Articles of Association;
			3. Appointment of the person authorized to sign documents on behalf of the incorporator in relation to the incorporation of the new Company;
			4. Appointment of Authorised Signatory - person authorized to sign documents in all matters following incorporation of the new Company;
			5. Appointment of director(s);
			6. Appointment of secretary(ies), if any.

*This document will also serve as the evidence of appointment of Authorised Signatories, directors, secretary.* | [ ]  |
|  | Application form for obtaining BIN (Business Identification Number) | [ ]  |
| Director - Individual |
|  | Passport copy of each Director of the applicant | [ ]  |
| Director – Body Corporate (External Fund Manager) |
|  | Copy of a Certificate of Incorporation or Registration | [ ]  |
|  | Copy of a Licence authorising to carry on Regulated Activity of Manging a Collective Investment Scheme, or equivalent, issued by Principal Regulator | [ ]  |
| Incorporator/Shareholder |
|  | If incorporator – Individual: |  |
|  | Passport copy of each incorporator/shareholder of the applicant | [ ]  |
|  | If incorporator/shareholder – Corporate: |  |
|  | A copy of Certificate of Incorporation or Registration, or a document of similar effect, certified by the relevant authority in the jurisdiction in which it is incorporated or registered or by its director or company secretary (issued no more than three months) | [ ]  |
| Authorised Signatory |
|  | Copy of passport (including Individual Identification Number for Kazakhstani nationals) | [ ]  |
|  | Copy of Kazakhstani Visa or Entry Stamp in Kazakhstan (if applicable) | [ ]  |
|  | Copy of Kazakhstani ID (mandatory for Kazakhstani nationals) | [ ]  |
| Secretary (if applicable) |
|  | Copy of passport | [ ]  |
| Beneficial Owners – this is to identify the Ultimate Beneficial Owners who own or control (directly or indirectly) Shares in the share capital of the company or other Ownership Interests in the Relevant Person of at least 25% |
|  | Completed and signed Form – Details of Beneficial Ownership | [ ]  |
|  | A chart showing the corporate structure of the entity – up to the individual who ultimately owns the company.    | [ ]  |
|  | Copy of passport of individual(s) who ultimately own(s) or effectively control(s) the company. | [ ]  |
| Money Laundering Reporting Officer (MLRO) (if applicable) |
|  | Copy of passport | [ ]  |
|  | Copy of Kazakhstani Visa or Entry Stamp in Kazakhstan (if applicable) | [ ]  |
|  | Anti-Money Laundering, Counter-Terrorist Financing and Sanctions policies, procedures, systems and controls.*For details, please refer to* [*Anti-Money Laundering, Counter-Terrorist Financing and Sanctions Rules*](http://afsa.kz/storage/files/b4f9423ed8c647d6/ANTI-MONEY%20LAUNDERING%2C%20COUNTER%20%E2%80%93%20TERRORIST%20FINANCING%20AND%20SANCTIONS%20RULES.pdf) | [ ]  |
| Fees |
| 20.  | * Registration fee - $300\*
 | [ ]  |
| 21. | * Payment Confirmation
 | [ ]  |

\*Or equivalent amount in KZT at the official daily exchange rate of the National Bank of Kazakhstan on the date of payment.

**SECTION 9**

|  |
| --- |
| **NOTICE**To promote transparency, safety of all parties and mitigate risks in the AIFC, during incorporation/registration process the background check of Persons indicated in the application form will be conducted. This may include crime and tax records, law and regulatory enforcement, sanctions list and other relevant checks. In case of adverse background check, the incorporation/registration process may be delayed.If any of the documents are not in the English language, the documents shall be accompanied by a translation certified to the satisfaction of the Registrar of Companies.The AFSA Office of the Registrar of Companies reserves the right to ask for additional documents and information.We occasionally refer to various Rules, sections, or chapters which make up the AIFC Rules. However, these references are provided only as a guide and are not an exhaustive list of the Rules that may be applicable to your situation. It is your responsibility to research any Rules that might be pertinent to your application.If it is more appropriate to answer certain questions in an attachment then indicate in the cell that this is the case. If you are confident that you have answered a particular question in another form or attachment then make an unequivocal reference to that response.As a matter of good practice, and to avoid any confusion, words and terms that are defined in GLO should have their first letter in upper-case.Ensure that that you are using the *latest version* of this application form. AFSA will only accept out-of-date forms if they are submitted within one month of the latest version available on our website.You are advised to retain a copy of the form and all relevant attachments for the records. |

|  |
| --- |
| **For further Information regarding the registration, please contact:** |
| **Telephone Number**  | **+77172-64-73-92** | **+77172-64-72-68** |
| **Email Address** | **registration@afsa.kz** |
| **For further Information regarding the post-registration, please contact:** |
| **Telephone Number**  | **+77172-64-73-75** | **+77172-64-74-46** |
| **Email Address** | **Post-registration@afsa.kz** |