

## **REGISTRATION REQUIREMENTS FOR TRANSFER AGENTS under SRC Rule 36.4**

Under said rule, to apply for registration under this Rule, a transfer agent shall:

- Be a corporation;
- Have unimpaired paid up capital of at least One Million Pesos (P1,000,000.00) or such amount as the Commission may determine;
- Have an officer who is a Certified Public Accountant (CPA) and
- Submit an undertaking under oath that it shall comply with the rules and regulations, orders, memorandum circulars and policies promulgated by the Commission, and of other rules, procedures, standards and policies set by other market participants and duly approved by the Commission, and its own internal rules and procedures.

### **Checklist of documents to be submitted:**

- Cover Sheet
- SEC Form 36-TA – Application for Registration with Board approval attesting to the contents of the application
- If existing corporations:
  - (a) Certified True Copy of Articles of Incorporation
  - (b) Certified True Copy of By-Laws
  - (c) Latest Annual Audited Financial Statements;
  - (d) General Information Sheet
- For new corporations:
  - (a) Certified True Copy of Articles of Incorporation;
  - (b) Certified True Copy of By-Laws;
  - (c) List of Officers and Stockholders
- Transfer Agent Rules and Procedures, certified true and correct by its President
- Photocopy of license and identification of the CPA, with original presented for verification
- Organizational Chart
- Business Plan
- Sworn Certification required under SEC Memorandum Circular No. 29, Series of 2020
  - Shall include an undertaking that the applicant shall submit hard and soft copies of its MTTP to the AMLD-EIPD within ten (10) days from receipt of its Certificate of Registration and/or secondary license from the Commission
  - Stamped received by the Anti-Money Laundering Division of the Enforcement and Investor Protection Department (AMLD-EIPD)
- Manual on Corporate Governance or a copy, if an existing corporation
- Copy of the sample engagement letter containing, among others, the identification of the services to be rendered and specification of the responsibilities of the stock transfer agent
- Undertaking to conduct due diligence prior to engagement to warrant the completeness and reliability of the records to be received from the company or its former transfer agent
- Undertaking to assume the obligation in relation to the stock transfer services as provided in the engagement letter during the period of engagement
- Undertaking under oath to comply with the rules and regulations, orders, memorandum circulars and policies promulgated by the Commission, and of other rules, procedures, standards and policies set by other market participants and duly approved by the Commission, and its own internal rules and procedures set for transfer agency operation and

- Undertaking under oath to be a member of an association/organization (PASTRA) and to submit a copy of transfer agent agreement with issuer companies
  
- **Filing Fee: PhP10,100.00**