

**Checklist for Registration of Trustee of Debt Securities**  
**Under Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021**

| Particulars              | Information | File page | Remarks                           |
|--------------------------|-------------|-----------|-----------------------------------|
| Name of the Company      |             |           | As per application                |
| Date of Application      |             |           | As per application                |
| Applied for              |             |           | As per application and trust deed |
| Authorized Capital       |             |           | As per application & AFS          |
| Paid-up Capital          |             |           | As per application & AFS          |
| Net Worth                |             |           | As per application & AFS          |
| Date of Audited Accounts |             |           | As per AFS                        |
| CIB Status               |             |           | As per Bangladesh Banks' Letter   |

**Eligibility Criteria (Rule: 13 of Securities and Exchange Commission (Debt Securities) Rules, 2021)**

| SL. No. | Requirements                                                                                                                                                 | Reference: SEC (Debt Securities) Rules, 2021 | Rule of Thumb | Status | Page No. | Remarks                                    |
|---------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|---------------|--------|----------|--------------------------------------------|
| 1.      | Whether the applicant is a company or corporation                                                                                                            | 13(3)(a)                                     | <b>Yes</b>    | -      |          | As per MOA                                 |
| 2.      | Whether the applicant has applied as per schedule D                                                                                                          | 13(2)                                        | <b>Yes</b>    |        |          | As per application                         |
| 3.      | Whether the applicant has adequate paid-up capital (Minimum 10 Crore)                                                                                        | 13(3)(b)                                     | <b>Yes</b>    |        |          | As per application & AFS                   |
| 4.      | Whether the applicant has arranged sufficient logistics                                                                                                      | 13(3)(c)                                     | <b>Yes</b>    |        |          | Company's declaration                      |
| 5.      | Whether the applicant has adequate and experienced manpower                                                                                                  | 13(3)(c)                                     | <b>Yes</b>    |        |          | Company's declaration & Bio Data           |
| 6.      | Whether the applicant appoints a compliance officer having at least five years service experience in financial market                                        | 13(3)(d)                                     | <b>Yes</b>    |        |          | Appointment letter, Declaration & Bio Data |
| 7.      | Whether the applicant or any of its affiliates or directors have any relation with the issuer or originator or issue manager                                 | 13(3)(e)                                     | <b>No</b>     |        |          | As per Affidavits                          |
| 8.      | Whether the applicant has acted as arranger of the issue and pursued any investor to or not to invest                                                        | 13(3)(f)                                     | <b>No</b>     |        |          | As per declaration                         |
| 9.      | Whether the applicant or its directors have track record of default, negligence or non-compliance with any of the securities laws for discharging its duties | 13(3)(g)                                     | <b>No</b>     |        |          | As per Affidavits                          |

|     |                                                                                                                                                                                                                                                                                                                                                                                                           |              |               |  |  |                                    |
|-----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|---------------|--|--|------------------------------------|
| 1.  | Application in prescribed form along with declaration attached thereto                                                                                                                                                                                                                                                                                                                                    | Schedule "D" | <b>Yes</b>    |  |  | As per application                 |
| 2.  | Application fee of Tk.50,000/-                                                                                                                                                                                                                                                                                                                                                                            |              | <b>Yes</b>    |  |  |                                    |
| 3.  | Memorandum and Articles of Association certified by RJSC and attested by the CEO                                                                                                                                                                                                                                                                                                                          |              | <b>Yes</b>    |  |  |                                    |
| 4.  | Certificate of Incorporation certified by RJSC and attested by the CEO                                                                                                                                                                                                                                                                                                                                    |              | <b>Yes</b>    |  |  |                                    |
| 5.  | Certificate of commencement of business certified by RJSC                                                                                                                                                                                                                                                                                                                                                 |              | <b>Yes/NO</b> |  |  |                                    |
| 6.  | RJSC certified copy of Particulars of Directors (Form-XII)                                                                                                                                                                                                                                                                                                                                                |              | <b>Yes</b>    |  |  | Form-XII                           |
| 7.  | Certified copy of return of allotment of shares/annual summary of share capital;                                                                                                                                                                                                                                                                                                                          |              | <b>Yes</b>    |  |  | Form-XV & Schedule- X              |
| 8.  | Latest audited financial statements                                                                                                                                                                                                                                                                                                                                                                       |              | <b>Yes</b>    |  |  |                                    |
| 9.  | Resolution of the board of directors deciding to act as trustee to the issue attested by CEO                                                                                                                                                                                                                                                                                                              |              | <b>Yes</b>    |  |  |                                    |
| 10. | Organizational Chart/Organogram                                                                                                                                                                                                                                                                                                                                                                           |              | <b>Yes</b>    |  |  |                                    |
| 11. | An affidavit to the effect that neither the trustee, nor any of its affiliates or directors are anyway connected with the issuer or originator or issue manager of the proposed debt securities and that it has no track record of default, negligence or non-compliance of any of the securities laws discharging its duties, if the proposed trustee is in any way connected with the securities market |              | <b>Yes</b>    |  |  | As per Affidavits                  |
| 12. | Banker's certificate/auditors' certificate in favor of paid-up capital                                                                                                                                                                                                                                                                                                                                    |              | <b>Yes</b>    |  |  |                                    |
| 13. | Description of manpower and logistic support to discharge its duties as a trustee;                                                                                                                                                                                                                                                                                                                        |              | <b>Yes</b>    |  |  | Company's declaration and Bio Data |
| 14. | Bio-data of the Chief Executive Officer and Compliance Officer                                                                                                                                                                                                                                                                                                                                            |              | <b>Yes</b>    |  |  |                                    |
| 15. | Appointment letter of Compliance Officer                                                                                                                                                                                                                                                                                                                                                                  |              | <b>Yes</b>    |  |  |                                    |
| 16. | CIB undertakings, where applicable                                                                                                                                                                                                                                                                                                                                                                        |              | <b>Yes</b>    |  |  |                                    |
| 17. | NOC from Regulatory Authority                                                                                                                                                                                                                                                                                                                                                                             |              |               |  |  |                                    |
|     |                                                                                                                                                                                                                                                                                                                                                                                                           |              |               |  |  |                                    |
| 18. | Whether the applicant submitted declaration as per Annexure-A (as mentioned in said Directive)                                                                                                                                                                                                                                                                                                            | Annexure -A  | <b>Yes</b>    |  |  |                                    |
| 19. | Sufficient Manpower Including Legal adviser (with Supporting)                                                                                                                                                                                                                                                                                                                                             | 1(a)         | <b>Yes</b>    |  |  | Company's declaration & biodata    |
| 20. | Whether the legal adviser have knowledge and at least five years experience in corporate and securities laws;                                                                                                                                                                                                                                                                                             | 1(b)         | <b>Yes</b>    |  |  | As per Bio Data of Legal Adviser   |
| 21. | Whether the compliance officer is acting as a compliance officer more than 10 debt securities or ISBS simultaneously.                                                                                                                                                                                                                                                                                     | 1(d)         | <b>No</b>     |  |  | Company's declaration & biodata    |

|     |                                                                                                                                                                |      |            |  |  |                                        |
|-----|----------------------------------------------------------------------------------------------------------------------------------------------------------------|------|------------|--|--|----------------------------------------|
| 22. | Whether the compliance officer have at least five years experience in credit or investment management or issue management:                                     | 1(e) | <b>Yes</b> |  |  | As per Company's declaration & biodata |
| 23. | Whether the compliance officer have at least five years experience in legal documentation of long term credit or financing or investment or trustee operation; | 1(e) | <b>Yes</b> |  |  | As per Company's declaration & biodata |
| 24. | Whether the compliance officer is not below the top five ranked or grade employee of the applicant                                                             | 1(f) | <b>Yes</b> |  |  | As per Company's declaration & biodata |
| 25. | Whether the applicant is acting as trustee to manage more than 40 (forty) debt securities or not                                                               | 2(a) | <b>No</b>  |  |  | As per Annexure-A                      |
| 26. | Whether the total exposure of trusteeship of debt securities/ISBS exceeds 100 time of the applicant's paid up capital of net worth                             | 2(b) | <b>No</b>  |  |  | As per Annexure-A                      |
| 27. | Whether the applicant has submitted Annexure-A as mentioned in this directive                                                                                  | 2(c) | <b>Yes</b> |  |  | As per Annexure-A                      |
| 28. | Whether the memorandum and article of the applicant expressly permit to act as trustee                                                                         | 3    | <b>Yes</b> |  |  | As per MOA                             |
| 29. | Whether the applicant has submitted feature of the Bond/ISBS                                                                                                   | 4    | <b>Yes</b> |  |  |                                        |
| 30. | Whether the applicant has submitted draft trust deed                                                                                                           | 4    | <b>Yes</b> |  |  |                                        |
| 31. | Whether the applicant has submitted bio data of the members of the trustee team.                                                                               | 4    | <b>Yes</b> |  |  |                                        |
| 32. | Whether the applicants or its directors of the trustee is bank defaulter or not;                                                                               | 5    | <b>No</b>  |  |  | As per Bangladesh Banks' Letter        |
| 33. | Whether the Shari'ah adviser is a professional in Islamic fiqh having at least five years experience in Fiqh-e-Mumalath of Islamic Finance                     | 1(c) | <b>Yes</b> |  |  |                                        |
| 34. | If the securities is Islamic Shari'ah based then whether the trustee have a Shari's adviser or not;                                                            | 1(c) | <b>Yes</b> |  |  |                                        |