

## **QUESTIONNAIRE FOR CONTROLLERS (BEING A BODY CORPORATE)**

### **NOTES FOR COMPLETION**

- A. The questionnaire should be completed by each controller of the applicant independently and without assistance by the applicant. If insufficient space is available then separate sheets should be attached.
- B. Specific attention is drawn to section 6(6) of the International Banking Act which states that any person who supplies information to the Reserve Bank of Vanuatu and which he or she knows to be false or misleading in any material particular respect shall, on conviction be liable to a fine not exceeding USD250 000.

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1. Name of the institution (“the institution”) to which this questionnaire relates.	
2. Please state the name of the controller (“the controller”) including the corporate name and any business name(s) used for the purposes of or in connection with any business carried on by it.	
3. The reason why the controller qualifies as such with respect to the institution (for example a 10% shareholding)	
4. Description of the controller’s business.	
5. Any former name(s) under which the controller has been registered or has traded.	
6. Country and date of incorporation or formation of the controller.	

<p>7. (a) Registered address of the Head Office of the controller, and</p> <p>(b) Principal place of business in (including address).</p>	
8. Name(s) and address(es) of the controller's principal bankers.	
9. Names and positions of all directors of the controller.	
10. Names of all controllers of the controller, indicating in what sense they are controllers.	
11. Names of all institutions authorised under the International Banking Act other than the applicant institution, of which the controller is also a controller or a significant shareholder, indicating the sense in which it qualifies as such with respect to each.	
12. Does the controller hold, or has it ever held, any authority from a supervisory body to carry on any	

<p>banking business in Vanuatu or elsewhere? If so, give particulars. If any such authority was revoked, give particulars.</p>	
<p>13. Has the controller ever applied for any authority from a supervisory body to carry on banking business in Vanuatu or elsewhere other than an authority already mentioned in answer to Question 12? If so, give particulars. If any such application was, for any reason, refused or withdrawn after it was made, give particulars.</p>	
<p>14. Has the controller within the last 10 years failed to satisfy a judgment debt under a court order in Vanuatu or elsewhere within a year of the making of the order? If so, give particulars.</p>	
<p>15. Has the controller made any compromise or arrangement with its creditors within the last 10 years or otherwise failed to satisfy creditors in full? If so, give particulars.</p>	
<p>16. Has a receiver or an administrative receiver of any property of the controller been appointed in Vanuatu, or has the substantial equivalent of any such person been appointed in any other jurisdiction, in the last 10 years? If so, give particulars, including whether the receiver or equivalent is still acting under the appointment.</p>	
<p>17. Has a petition been serviced in Vanuatu for an administration order in relation to the institution, or has the substantial equivalent of such a petition been served in any other jurisdiction, in the last 10 years? If</p>	

so, give particulars.	
18. Has a notice of resolution for the voluntary liquidation of the controller been given in Vanuatu, or has the substantial equivalent of such a notice been given in any other jurisdiction, in the last 10 years? If so, give particulars.	
19. Has a petition been served in Vanuatu or elsewhere for the compulsory liquidation of the controller, or has the substantial equivalent of such a petition been served in any other jurisdiction, in the last 10 years? If so, give particulars.	
20. Is an inspector or other authorised officer of any government department or agency, professional association or other regulatory body appointed under any Vanuatu or overseas enactment investigating, or has such an investigation ever previously taken place into, the affairs of the controller? If so, give particulars.	
21. Has the controller ever been censured, prosecuted, warned as to future conduct, disciplined or publicly criticised by, or made the subject of a court order at the instigation of, any regulatory authority in Vanuatu or elsewhere? If so, give particulars.	
22. Has the controller ever been refused entry, in Vanuatu or elsewhere, to any professional body or trade association concerned with banking or financial activities or decided not to apply for entry after making an approach? If so, give particulars.	

<p>23. Is the controller engaged, or does it expect to be engaged, in Vanuatu or elsewhere in any litigation which may have material effect on the resources of the controller or the institution? If so, give particulars.</p>	
<p>24. Is the controller engaged, or does it expect to be engaged, in any transaction or arrangements (excluding receipt of dividends) with the institution? If so, give particulars.</p>	
<p>25. Is any business of the controller guaranteed or otherwise underwritten or secured, or expected to be guaranteed or underwritten or secured, by the institution, for example, by the giving of security to a bank in respect of lending to the controller/group company? If so, give particulars.</p>	
<p>26. How many shares in the institution are registered in the name of the controller or an associate? Give name(s) in which registered and class of shares.</p>	
<p>27. In how many shares in the institution (not being registered in the name of the controller or an associate) is the controller or any company in the same group or any related party beneficially interested?</p>	
<p>28. Does the controller or its associates hold any shares in the institution as trustee or nominee? If so, give particulars.</p>	
<p>29. Are any of the shares in the institution mentioned in answer to</p>	

<p>Questions 26, 27 and 28 equitably or legally charged or pledged to any part? If so, give particulars.</p>	
<p>30. What proportion of the voting power at any general meeting of the institution (or of another institution of which the institution is a subsidiary) is the controller and any associate entitled to exercise or control the exercise of?</p>	
<p>31. If the exercise of part of the voting power at any general meeting of the institution or of another institution of which it is a subsidiary is or may be controlled by one or more associates, give the proportion of the voting power so controlled in each case and the identity of each associate.</p>	
<p>32. Please provide audited accounts for the controller (and, where appropriate, audited group accounts for the controller's group) for the last three financial years (if available). If the most recent audited accounts are more than six months out of date, they should be accompanied by management accounts (which need not be audited) showing the current financial position and the current results of the controller. In addition, please provide copies of the constitutional documents of the controller.</p>	
<p>33. If this questionnaire is submitted in connection with an application for authorisation, please provide any other information, which may assist the Reserve Bank of Vanuatu in reaching a decision on the application.</p>	

