



## CORPORATE TRUSTEE CHECKLIST

Review against the Capital Markets Act and the relevant Regulations

No.	REQUIREMENT	MET Y/N/NA	COMMENT
1.	Duly completed application Form (Form 1) in duplicate		
2.	Certified copy of the Certificate of incorporation		
3.	Certified copy of the Memorandum and Articles of Association ( <i>with objects that authorize the company to carry out the business for which the license is sought</i> ).		
4.	Letter of No Objection from the primary regulator		
5.	Audited accounts for the preceding two years, where applicable		

No.	REQUIREMENT	MET Y/N/NA	COMMENT
5.	Evidence of an initial capital and continuous issued and paid-up capital of at least Kshs. 10 million		
7	<ul style="list-style-type: none"> <li>• Liquid Capital</li> </ul> (x ≥ The higher of Kes. 5,000,000 or 8% of total liabilities)		
8.	Adequate insurance cover commensurate to its liabilities.		
9.	Business plan according to the Business Plan Guidelines and the envisaged licensed business.		
10.	1. Board of Directors which should comprise of: <ul style="list-style-type: none"> <li>a) A minimum of 3 directors a third of whom must be natural persons;</li> <li>b) At least one third should be independent and non-executive;</li> <li>c) Not more than one third of the Directors are close relations of any director; and</li> </ul>		

No.	REQUIREMENT	MET Y/N/NA	COMMENT
	d) A director should not hold more than two directorships in market intermediaries unless they are subsidiaries or holding.		
11.	The Chairman of the of the Board must be an independent and non-executive director		
12.	Company Secretary ( <i>Disclose the name of an individual and ICPSK Number</i> )		
13.	Shareholding Structure, detailing the number of shares, the percentage.  Holding and including the ultimate beneficial shareholding of all corporate shareholders and any existing Trusts if applicable. (Please note the shareholding structure requirements as stipulated under section 29(5) of the Capital Markets Act)		
13.	Name and competencies of Chief Executive		
14.	Sufficient financial, technical		

No.	REQUIREMENT	MET Y/N/NA	COMMENT
	operational, and technological resources and experience necessary to enable it effectively to conduct its business and carry out its obligations as a trustee of collective investment scheme		
15.	Adequate systems, policies, processes, procedures and the necessary control environment to conduct its business		
16.	<ul style="list-style-type: none"> <li>▪ External Auditor</li> </ul>		
17.	<ul style="list-style-type: none"> <li>▪ Details of premises</li> </ul>		
18.	<p>Details of staff</p> <p>(please note the requirement for the chief financial officer, risk management officer, compliance officer and internal audit functions as per the Corporate Governance Regulations) The internal auditor and chief financial officer must be members of</p> <p>ICPAK and the internal auditor must not be the compliance officer)</p>		

No.	REQUIREMENT	MET Y/N/NA	COMMENT
19.	Directors' Statutory declaration		
20.	Submission of a board charter that:		
	i. confirms the Board's responsibility for adoption of strategic plans, monitoring operational performance, the determination of policies and processes that ensure the intermediary's risk management and internal controls;		
	ii. reserves specific powers to itself and delegates other matters to the management of a market intermediary		
	iii. provides a code of conduct that addresses conflict of interest relating to directors and management which shall be regularly reviewed and updated as necessary		

No.	REQUIREMENT	MET Y/N/NA	COMMENT
	iv. Identifies the key risk areas that require regular monitoring		
21.	Clear separation of roles and responsibilities of the Chairman and the Chief Executive.		
22.	Have a policy for the appointment of employees.		
23.	A Risk Management Framework in place		
24.	Two (2) letters of business reference		
25.	One letter of bank reference		
26.	Comprehensive Curriculum Vitae for directors and Key personnel		
27.	Duly filled and executed Fit and Proper forms for Directors and Key personnel		
28.	Valid certified copies of Police Clearance Certificate for Director and key personnel		
29.	Application fee (Kshs. 10,000)		