

Securities and Futures (Central Depository System) Regulations 2015

Table of Contents

Enacting Formula

1 Citation and commencement

2 Definitions

3 Forms

4 Control of depository agents by Depository

5 Duties of Depository

6 Duties of depository agents

7 Rights and obligations of depositor in his or her book-entry security are same as depositor's deposited security

8 No law requiring proper instrument of transfer and documents evidencing title to validate transfer of securities applies to transfer of book-entry securities

9 Record of entry in depositor's account prima facie evidence

10 Jumbo certificates and marketable lots

11 Procedure for transmission of title on death or bankruptcy

12 Procedure on transmission of title by Court order

13 Orders restraining transfer or dealing in book-entry securities

- 14 Period in which records to be kept by Depository and depository agents**
- 15 Certificate of authorised officer to be evidence**
- 16 Six-monthly statements of accounts to be sent by Depository**
- 17 Duty of Depository to keep certain records**
- 18 Physical stock count of documents evidencing title and other documents**
- 19 Procedure for withdrawal of securities**
- 20 Securities interest — Forms**
- 21 Creation of certain security interests by sub-account holders and depository agents under common law not precluded**
- 22 Subsistence of security interests created before securities converted into book-entry securities**
- 23 Security interests created by assignment to include all securities**
- 24 Audit**
- 25 Approval of depository fee by Authority**
- 26 Duty to comply with rules of Depository**
- 27 Depository not liable for failure of electronic system of Depository**
- 28 Penalty**
- 29 Application of sections 150 and 150A of Act**
- 30 Savings and transitional provisions**

SECURITIES AND FUTURES ACT
(CHAPTER 289)

SECURITIES AND FUTURES (CENTRAL DEPOSITORY
SYSTEM) REGULATIONS 2015

In exercise of the powers conferred by section 81SU of the Securities and Futures Act, the Monetary Authority of Singapore makes the following Regulations:

Citation and commencement

1. These Regulations may be cited as the Securities and Futures (Central Depository System) Regulations 2015 and come into operation on 3 January 2016.

Definitions

2. In these Regulations, unless the context otherwise requires —

“accounts”, “approved liquidator”, “business day”, “charge” and “Official Receiver” have the same meanings as in section 4(1) of the Companies Act (Cap. 50);

“Depository Agent Agreement” means an agreement entered into by the Depository with a depository agent;

“depository fee” means any fee, tariff or compensation imposed by the Depository on an account holder for —

(a) the deposit of book-entry securities with the Depository, the custody of such securities by the Depository, or their withdrawal or transfer; or

(b) the maintenance of accounts of book-entry securities by the Depository, or for the opening or closing of such accounts,

but does not include a clearing fee defined in regulation 21(12) of the Securities and Futures (Clearing Facilities) Regulations 2013 (G.N. No. S 464/2013);

“document” includes —

(a) summons, orders and other legal processes;

(b) notices issued under regulations 11(3) and 12(2); and

(c) any register;

“issuer” means a corporation whose securities are listed on the SGX-ST.

Forms

3.—(1) The forms to be used for the purposes of these Regulations are those set out at the Authority’s Internet website at <http://www.mas.gov.sg> (under “Regulations and Financial Stability”, “Regulations, Guidance and Licensing” and “Securities, Futures and Fund Management”) and any reference in these Regulations to a relevant form is to be construed as a reference to the current version of the relevant form which is displayed at that website.

(2) Any document required to be lodged with the Depository or the Authority, as the case may be, under any provision of Part IIIAA of the Act or these Regulations must be lodged in the relevant form and in the manner specified in the website referred to in paragraph (1), or in such manner as the Authority may specify from time to time.

(3) All forms used for the purposes of these Regulations must be completed in the English language and in accordance with such directions as may be specified in the form or by the Authority.

(4) The Depository or the Authority, as the case may be, may refuse to accept any form if —

- (a) it is not completed or lodged in accordance with this regulation; or
- (b) it is not accompanied by the relevant fee payable under the depository rules.

(5) Where strict compliance to any form is not possible, the Authority may allow for the necessary modifications to be made to that form, or for the requirements of that form to be complied with in such manner as the Authority thinks fit.

Control of depository agents by Depository

4.—(1) No person may be approved as a depository agent by the Depository unless the Depository is satisfied that —

- (a) the person has the competence, capability and financial resources to discharge the person’s duties under the Depository Agent Agreement and the person is able to meet any obligation the person might reasonably be expected to incur under that Agreement; and
- (b) the person is a fit and proper person to perform those duties and obligations.

(2) The Depository may terminate the Depository Agent Agreement —

- (a) where the depository agent ceases to meet the requirements in paragraph (1); or
- (b) on the occurrence of any of the events that may be specified in the Depository Agent Agreement as terminating the Agreement.

Duties of Depository

5.—(1) The Depository must establish and maintain a system of procedures to enable and facilitate the evidencing and transfer of title to book-entry securities.

(2) In particular, and without prejudice to the generality of paragraph (1), the Depository must establish or cause to be established all such procedures as may be necessary —

- (a) to facilitate the deposit and withdrawal of documents evidencing title in relation to book-entry securities;
- (b) to ensure orderly dealings in, and registration of, book-entry securities;
- (c) to ensure the safe custody of documents evidencing title deposited with the Depository; and
- (d) to ensure as far as is reasonably practicable that the risk of error and fraud is reduced and in particular to ensure that the access to the computerised Central Depository System is regulated.

Duties of depository agents

6. A depository agent must —

- (a) open and maintain separate accounts of sub-account holders as authorised under its Depository Agent Agreement, for its own account and on account of each of its clients;
- (b) gather and maintain a record of such information relating to sub-account holders as the Depository may from time to time specify;
- (c) furnish to the Depository upon request information relating to services provided by the Depository under the Depository Agent Agreement and the discharge of the depository agent's obligations under that Agreement, but not including information concerning its sub-account holders unless disclosure of such information is permitted under the Depository Agent Agreement for a particular purpose or for purposes of investor protection or is required by any court or under the provisions of any written law; and
- (d) furnish to the Authority such information or documents relating to a