

# NOTICE

**TO: ALL ACCREDITED REGISTRARS OF QUALIFIED BUYERS**

**SUBJECT: INTERIM PROCEDURES FOR THE IMPLEMENTATION OF THE RULES GOVERNING REGISTRAR OF QUALIFIED BUYERS UNDER SEC MEMORANDUM CIRCULAR NO. 05 s. of 2026**

Pursuant to SEC Memorandum Circular No. 05, Series of 2026, which provides the rules governing of Registrars of Qualified Buyers (QBs), the Commission hereby issues and adopts the following interim procedures and guidance pending the full implementation of the QB Inter-Registrar Registry (QB IRR) System. These procedures are intended to facilitate the orderly implementation of the QB registration and monitoring process while the QB IRR system is being developed and deployed.

## I. COVERAGE

These Interim Procedures shall apply to all Authorized Registrars of Qualified Individual and Institutional Buyers (QBs) under Rule 39.1.4. of the 2015 SRC IRR, as amended.

## II. INTERIM IMPLEMENTATION PROCEDURES

### A) Submission of Amended Internal Procedures

All accredited Registrars are hereby instructed to submit their amended internal procedures to the Investment Products and Services Division of the Markets and Securities Regulation Department (MSRD-IPSD) through [ipsd\\_qbregistrar@sec.gov.ph](mailto:ipsd_qbregistrar@sec.gov.ph), in compliance with the requirements under SEC Memorandum Circular No. 05, Series of 2026, on or before **30 June 2026**.

The amended internal procedures shall incorporate the processes for the registration, monitoring, and identification of Qualified Buyers, consistent with the policies prescribed by the Commission. Pending review by the Commission, accredited Registrars may continue operating under their currently approved internal procedures, provided that reasonable efforts are undertaken to align with the amended rules.

New Registrar applicants shall submit proposed internal procedures as part of their application for authority to act as Registrar through [imessage.sec.gov.ph](mailto:imessage.sec.gov.ph).

### B) Assignment of Registrar Codes and QB Identification Numbers (QBIDs)

#### B.1) Assignment of Registrar Codes

In connection with the implementation of the Qualified Buyer Identification Number (QBID), each Registrar shall nominate its preferred three-letter Registrar Code using the prescribed SEC Form 39-Registrar-Code.

- Registrars shall submit the accomplished SEC Form 39-Registrar-Code (Annex A) through [ipsd\\_qbregistrar@sec.gov.ph](mailto:ipsd_qbregistrar@sec.gov.ph) on or before **15 June 2026**.
- Registrar Codes shall be assigned on a first-approved basis and must not duplicate existing Registrar Codes. The Commission may reject proposed codes that are confusingly similar to existing codes or are otherwise deemed inappropriate.

- The MSRD-IPSD shall review and approve the nominated Registrar Code, taking into consideration, among others, uniqueness and the avoidance of duplication or confusion within the system. Approval of the Registrar Code shall be communicated through email.
- Upon approval, the assigned Registrar Code shall be posted on the SEC website as part of the official list of accredited Registrars and shall likewise be reflected in the directory of the QB IRR System.
- The approved Registrar Code shall be used consistently in all QBIDs issued by the Registrar.

## **B.2) Assignment of QBIDs**

The assignment of QBIDs shall follow the format prescribed under Rule 39.1.4.4.5 of SEC Memorandum Circular No. 05, Series of 2026.

- For existing QBs with active registrations prior to the effectivity of the said SEC Memorandum Circular, Registrars shall assign QBIDs retroactively during the transition period. Such retroactive assignment shall not require the re-registration or reconferment of QB status on existing QBs, provided that their registration and QB status remains valid and active.
- The QBID shall remain permanent and shall not change upon renewal with the same Issuing Registrar.
- Assigned QBIDs shall be reflected in the latest Certificate of Registration issued to the QBs. The reissuance of Certificates of Registration to existing QBs shall be at the discretion of the Registrar as to the mode of issuance, whether through electronic or hard copy, provided that receipt thereof is duly acknowledged by the QBs.
- The Issuing Registrar shall likewise provide instructions to QBs regarding the use of QBIDs, including the use of existing QBIDs when relying on such registration in transactions with other Registrars (hereinafter referred to as “Relying Registrars”).

## **C) Assignment of Certificate of Registration (COR) Control Number**

The Certificate of Registration (COR) Control Number shall be generated and assigned by the concerned Registrar upon issuance of the Certificate of Registration to a Qualified Buyer.

The format of the COR Control Number shall be determined by the Registrar, provided that it ensures uniqueness, traceability, and consistency within the Registrar’s records and submissions.

For QBs registered prior to the implementation of this interim procedure, Registrars shall assign COR Control Numbers in a manner that preserves continuity of records.

In all cases, Registrars shall ensure that no duplication of COR Control Numbers occurs and that all existing QB records are properly mapped for audit and verification purposes.

The Certificate of Registration shall likewise indicate the validity period of the QB status. The COR Control Number may be changed upon the reissuance of the Certificate of Registration in connection with the renewal of QB status.

**D) Submission of QB Registrar Forms and QB-Related Reports**

Pending the full operationalization of the QB Inter-Registrar Registry (IRR) System, all Authorized Registrars shall submit the following forms and reports to the MSRD-IPSD through [ipsd\\_qbregistrar@sec.gov.ph](mailto:ipsd_qbregistrar@sec.gov.ph), in accordance with the timelines and purposes indicated below.

| Name of Form                                                                                      | Purpose                                                                                                                                                                                                                                                                                                                                                                  | Frequency / Deadline                                                                                                                                                                                                                                                                                          |
|---------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>SEC Form 39-Registrar-QB</b><br>(Report of Registration of Qualified Buyer)                    | Used to report the conferment or renewal of QB status. It reflects the assigned QBID, relevant QB information, and the details of the Registrar evaluator responsible for the qualification assessment.                                                                                                                                                                  | To be submitted within seven (7) calendar days from the date of QB conferment or renewal. Each submission shall be accompanied by the corresponding Conforme and Undertaking to QB Status Form.                                                                                                               |
| <b>Annex 39-QB-Undertaking</b><br>(Conforme and Undertaking to QB Status)                         | Used to obtain express undertakings from QB applicants regarding continued compliance, disclosure obligations, and acknowledgment of the SEC's verification authority.                                                                                                                                                                                                   | To be submitted as attachment to SEC Form 39-Registrar-QB for each QB registration or renewal.                                                                                                                                                                                                                |
| <b>Annex 39-QB-Compliance</b><br>(Attestation of Continued Compliance for Qualified Buyer Status) | Used when no material changes in QB qualifications are identified during the annual verification cycle. This shall serve as QB's declaration of continued compliance with eligibility requirements.                                                                                                                                                                      | To be submitted to the Commission only when directed, particularly for purposes of audit, investigation, official inquiry, surveillance or verification activities.                                                                                                                                           |
| <b>SEC Form 39-Registrar-AR</b><br>(Annual Report of Registrar for Qualified Buyers)              | Annual consolidated report of all QB registrations, renewals, expirations, disqualifications, portfolio distributions, reliance transactions, and aggregate statistical data.                                                                                                                                                                                            | To be submitted annually within thirty (30) calendar days from the end of the calendar year covered by the report.                                                                                                                                                                                            |
| <b>Annex 39-Registrar-Attestation</b><br>(Annual Attestation of Continued Compliance of QBs)      | Used to confirm and certify the continued eligibility of all registered QBs under the Registrar. The attestation shall include a complete list of QB names and their corresponding QBIDs, and shall serve as the Registrar's annual confirmation that the QBs under its registry continue to meet the qualification requirements under the SRC and applicable SEC rules. | To be submitted as attachment to SEC Form 39-Registrar-AR.                                                                                                                                                                                                                                                    |
| <b>SEC Form 39-Registrar-IS</b><br>(Information Sheet for Qualified Buyers)                       | Used as the supporting application and evaluation document for QB applicants, capturing indicators of financial capacity and financial sophistication.                                                                                                                                                                                                                   | To be submitted to the Commission only when directed, particularly for purposes of audit, investigation, official inquiry, surveillance or verification activities. This shall be collected upon onboarding and shall be maintained by the Registrar to ensure its availability for regulatory inspection and |

|                                                                     |                                                                                                                                                                                                                                                                              |                                            |
|---------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|
|                                                                     |                                                                                                                                                                                                                                                                              | compliance with any such directive.        |
| <b>SEC Form 39-Registrar-Code</b><br>(Nomination of Registrar Code) | Used to nominate preferred three-letter Registrar Codes for assignment under the QB IRR System.                                                                                                                                                                              | To be submitted on or before 15 June 2026. |
| <b>QB Monitoring Sheet</b>                                          | Used as the interim consolidated registry of the Registrar containing the same information required under the revised SEC Form 39-Registrar-QB, provided that the Registrar Code nominated by the Registrar and forming part of the QBID has been approved by the MSRD-IPSD. | To be submitted on or before 30 June 2026. |
| <b>Internal Procedure</b>                                           | Used to set out the Registrar's internal processes for QB registration, evaluation, monitoring, reliance handling, and compliance with SEC MC No. 05, series of 2026, including alignment with interim QB IRR implementation requirements.                                   | To be submitted on or before 30 June 2026. |

Any subsequent changes in the information of a QB, or instances where the QB is found to be no longer entitled to such status due to intervening events, shall likewise be reported by the Registrar to the MSRD-IPSD through the abovementioned email address using the following email subject format: **"Changes in QB Information: [QBID]"**, within five (5) business days from knowledge of such disqualification or revocation.

Such amendments shall be disseminated electronically by the MSRD-IPSD to the concerned Relying Registrar within **three (3) business days** from receipt of the notice of amendment.

#### **E) MSRD-IPSD Internal Repository and Verification**

The MSRD-IPSD shall maintain an internal repository of all submitted SEC Form 39-Registrar-QB reports and Consolidated QB Monitoring Sheets.

This repository shall serve as a temporary registry for monitoring, verification, and audit purposes pending the operationalization of the QB Inter-Registrar Registry System.

#### **F) QB Registration Reliance (Interim Verification Process)**

Pending the implementation of the QB IRR System, the MSRD-IPSD shall conduct verification of QB registrations for purposes of reliance using the QBID.

- Relying Registrars may rely on the Certificate of Registration presented by the QB bearing the assigned QBID. The Relying Registrar shall exercise due diligence in confirming the authenticity and validity of the Certificate of Registration.
- A Relying Registrar may request verification from the MSRD-IPSD through the abovementioned email address by submitting the QBID and the latest Certificate of Registration presented by the QB. Such request shall use the following email subject format: **"For Verification for QB Registration Reliance: [QBID]"**.

- Upon receipt of the request, the MSRD-IPSD shall validate the QBID against its internal repository of submitted SEC Form 39-Registrar-QB reports and QB Monitoring Sheets to confirm the registration status and relevant details of the Qualified Buyer.
- The MSRD-IPSD shall respond to the verification request within **three (3) business days** from receipt thereof.
- The Relying Registrar may rely in good faith on the verification provided by the MSRD-IPSD, without prejudice to applicable laws and regulations governing the exercise of due diligence.
- The Relying Registrar may likewise seek confirmation from the relevant Issuing Registrar in accordance with Rule 39.1.4.8.2 of SEC Memorandum Circular No. 05, Series of 2026.
- Good faith reliance consistent with documented verification procedures shall be recognized for purposes of interim compliance. The submission of additional documents shall be at the discretion of the Registrar and shall be reflected in its Amended Internal Procedures.
- All reliance verification requests and responses shall be documented and retained for audit and compliance purposes.
- Upon deployment of the QB IRR System, the Commission may require formal onboarding, access controls, and the designation of authorized users.

#### **G) Availability of Updated Forms and Templates**

The revised QB Registrar Forms, QB Monitoring Sheet, Information Sheet, Registrar Code Nomination Form, and Undertaking shall be made available for download on the SEC website.

Registrars are advised to use the latest versions of these forms in all submissions **beginning 10 June 2026**.

### **III. Interim Nature of the Procedures**

These interim procedures shall remain effective from issuance hereof, until the operationalization of the QB Inter-Registrar Registry (IRR) System.

All Registrars are directed to strictly comply with these procedures to ensure the proper implementation of the Registrar of Qualified Buyers framework.

Issued on **09 June 2026** in Makati City, Philippines.

## SEC FORM 39-REGISTRAR-QB REPORT OF REGISTRATION OF QUALIFIED BUYER

### General Instructions

Pursuant to SEC Memorandum Circular No. 05, Series of 2026, amending Rule 39.1.4 of the 2015 SRC Rules (Rules Governing Registrars of Qualified Institutional and Individual Buyers), this form must be submitted electronically to the Commission within seven (7) calendar days from the date of QB conferment. **For each submission of this form, the QB's signed Letter of Undertaking shall also be submitted. Do not leave any fields blank. Input N/A if not applicable.**

### Registrar Information

Name of Registrar:

Name of the Issuing Registrar

Principal Address:

Indicate Room/ Unit Number, Floor, Building name and Street, City and Postal Code. Do not use P.O. Box No.

Contact Details:

Telephone No(s).

Email Address

Website

### QB Information

Name of Qualified  
Buyer(s):

First Name / Name of Institution

Middle Name

Last Name

Suffix

First Name (for joint accounts)

Middle Name

Last Name

Suffix

First Name (for joint accounts)

Middle Name

Last Name

Suffix

First Name (for joint accounts)

Middle Name

Last Name

Suffix

First Name (for joint accounts)

Middle Name

Last Name

Suffix

QB Identification  
Number (QBID):

Three-letter  
Registrar Code

IND or INS

Two-digit Year Code

Six alphanumeric characters (e.g., ABC123)

Type of Qualified  
Buyer:

☐ Individual  
☐ Institutional

If Joint Qualified Buyer Account:

☐ OR Arrangement  
☐ AND Arrangement  
☐ AND/OR Arrangement  
☐ NOT APPLICABLE

Date of  
Registration as QB:

Month

Day

Year

Validity Date  
of QB status:

Month

Day

Year

COR Control  
Number

Certificate of Registration Control Number

### Registrar Evaluator Details

Name of Evaluator:

Name of Registrar Personnel Who Conducted the Evaluation:

Designation of  
Evaluator:

Designation of the Personnel Who Conducted the Evaluation  
(e.g., Salesman, FIMS, CIS, AP of the Registrar)

SEC registration  
license number:

Evaluator's SEC registration  
license number

Date of Evaluation:

Month

Day

Year

By submitting this SEC Form 39-Registrar-QB, registrar and the executing official represent that all the information contained herein are true, correct and complete.

Signature

Signature of the Compliance Officer

Name

Name of Compliance Officer

Date of Signature

Month

Day

Year

## Reference Guide for Accomplishing SEC Form 39-Registrar-QB

**General Instructions** • The form shall be submitted electronically to the Commission within seven (7) calendar days from the date of conferment for QB status.

- For every submission of SEC Form 39-Registrar-QB, submit electronically the QB's signed Letter of Undertaking.
- Page 1 of this form shall be accomplished electronically. Handwritten entries shall not be accepted, except for signatures;
- Do not leave any field blank. Input "N/A" if not applicable.
- Information entered in the form must be complete, accurate, and consistent with the Applicant's submitted documents, Registrar's records and the issued Certificate of Registration.

### Field-by-Field Guide

#### I. Registrar Information

1. **Name of Registrar** - Indicate the complete registered name of the Issuing Registrar same as with the SEC-registered Corporate Name indicated in their General Information Sheet.
2. **Principal Address** - Indicate the complete principal office address of the Registrar as indicated in their General Information Sheet.
3. **Contact Details** - Indicate Registrar's official contact number, email address, and website which shall be reflected in the Directory of Registrars in the QB Inter-Registrar Registry System.

#### II. QB Information

4. **Name of Qualified Buyer(s)** -
  - a. For Qualified **Individual** Buyers: Input data in all applicable fields. Put "N/A" if not applicable.
  - b. For Qualified **Institutional** Buyers: Input the complete corporate or institutional name under the "First Name (or Name of Institution)" field. Put "N/A" in all unused fields.

If there are two or more principals/beneficial owners, input the names of all joint account holders in the succeeding rows provided; otherwise, put "N/A" in all unused fields.

5. **QB Identification Number (QBID)** - Input the QBID assigned to the Qualified Buyer in the prescribed format: AAA-IND/INS-YY-XXXXXX  
Where:
  - AAA - Three-letter Registrar Code approved by the Commission
  - IND or INS - Indicates whether the QB is an Individual or Institutional QB
  - YY - Two-digit year code corresponding to the year of QB conferment (e.g., 26 for year 2026)
  - XXXXXX - Six-character alphanumeric code assigned by the Registrar, where the first three (3) characters shall be alphabetic letters only, and the last three (3) characters shall be numeric digits only.

6. **Type of Qualified Buyer** - Indicate whether the QB is Qualified Individual Buyers or Qualified Institutional Buyers. Check the appropriate checkbox in the form.

**If Joint Qualified Buyer Account-** Applicable only for joint accounts. Check the applicable arrangement ("OR", "AND/OR", or "AND" arrangement). Check "NOT APPLICABLE" if the QB account/status has only one principal/beneficial owner.

For purposes of determining compliance with the financial capacity requirements where income, portfolio investments, net worth, or gross assets are held under joint accounts or arrangements involving two or more beneficial owners or principals, whether through individual, corporate, trust, or other similar structures, the evaluation shall be governed by the applicable ownership arrangement, as stated in SEC Memorandum Circular No. 10, s. of 2018, wherein:

- i. A joint account with an "OR" or "AND/OR" arrangement shall be evaluated based on the income or portfolio investment or net worth or gross assets of each beneficial owner/principal.
- ii. A joint account with an "AND" arrangement shall be evaluated based on the combined income or portfolio investment or net worth or gross assets of all the beneficial owners/principals.
- iii. For both types of joint account, continuing compliance with the aforementioned qualifications is required. For the "OR" or "AND/OR" arrangement, each beneficial owner/principal shall continuously comply with the required aforementioned qualifications. Subsequent purchases of "OR" or "AND/OR" arrangements that have lost their qualified buyer status shall not be allowed.

7. **Date of Registration as QB** - Indicate the date when QB status was conferred.

8. **Validity Date of QB Status** – Indicate the expiration date of the QB registration. This shall likewise be reflected in the Certificate of Registration, which shall be valid for three (3) years from the date of issuance, provided that the qualifications are continuously maintained.
9. **COR Control Number** - Indicate the Registrar's control number appearing in the issued Certificate of Registration (COR).

### III. Registrar Evaluator Details

10. **Name of Evaluator** - Indicate the complete name of the Registrar personnel who conducted the evaluation of the QB applicant. Only registered persons may conduct evaluations.
11. **Designation of Evaluator** - Indicate the evaluator's designation or SEC registration category. Such as Salesman, Fixed Income Market Salesman (FIMS), Certified Investment Solicitor (CIS), Associated Person (AP), or Compliance Officer (CO).
12. **SEC Registration License Number** - Indicate the evaluator's valid SEC registration license number.
13. **Date of Evaluation** - Indicate the date when the QB evaluation was completed.

### IV. Certification and Signature

14. **Signature** – The Compliance Officer of the Registrar shall affix his/her wet or digital signature on the form. By signing the form, the Registrar certifies that all information provided herein is true, correct, and complete.
15. **Name** - Indicate the full printed name of the Compliance Officer who signed the form.
16. **Date of Signature** - Indicate the date on which the form was signed.

*All information submitted to the Commission shall be treated as confidential, subject to applicable laws and SEC rules.*

## **CONFORME AND UNDERTAKING TO QB STATUS** *(for Qualified Individual Buyers)*

The undersigned applicant(s) for Qualified Buyer status, all of legal age, hereby undertake and agree that:

- The applicant(s) shall comply with the requirements for Qualified Buyer status;
- The applicant(s) shall refrain from representing themselves or dealing in securities as Qualified Buyer(s) if, after registration, there are circumstances that disqualify them from enjoying such status, such as diminution of gross income, total portfolio investment in SEC-registered securities or exempt securities under the SRC, or personal net worth below the prescribed minimum;
- The applicant(s) shall not commit any act constituting misrepresentation, fraud, or deceit under the Securities Regulation Code and its implementing rules and regulations;
- The applicant(s) acknowledge that the representatives of the Securities and Exchange Commission may examine the documents submitted to the Registrar in relation to the application for registration as Qualified Buyer(s) upon the Commission's directive to submit the documents for audit, investigation, or official inquiry in compliance with other pertinent laws;
- The applicant(s) further acknowledge that the Commission will conduct verification procedures to ensure compliance with regulatory requirements; and
- The applicant/s hereby declare that the documents submitted herewith are true, correct, and authentic to the best of their knowledge and belief.

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Printed Name and Signature of Qualified Buyer Applicant

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Printed Name and Signature of Qualified Buyer Applicant

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Printed Name and Signature of Qualified Buyer Applicant

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Printed Name and Signature of Qualified Buyer Applicant

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Printed Name and Signature of Qualified Buyer Applicant

Date Signed:

*Note: Indicate "N/A" or "Not Applicable" in all unused signature fields.*

## **CONFORME AND UNDERTAKING TO QB STATUS** *(for Qualified Institutional Buyers)*

I, \_\_\_\_\_, as the \_\_\_\_\_ of \_\_\_\_\_, hereby undertake and agree on behalf of the Company that:

- The Company shall comply with the requirements for Qualified Buyer status;
- The Company shall refrain from representing itself or dealing in securities as a Qualified Buyer if, after its registration, there are circumstances that disqualify it from enjoying that status, such as diminution of gross assets or total portfolio investment in SEC-registered securities or exempt securities under the Securities Regulation Code below the prescribed minimum requirements;
- The Company shall not commit any act that constitutes misrepresentation, fraud or deceit under the Securities Regulation Code and its implementing rules and regulations;
- The Company acknowledges that the representatives of the Securities and Exchange Commission may inspect and examine the documents submitted to the Registrar in relation to the application for registration as a Qualified Buyer upon the Commission's directive to submit the documents for audit, investigation, official inquiry or as part of surveillance procedures, and/or in compliance with other pertinent laws;
- The company further acknowledges that the Commission will conduct verification procedures to ensure compliance with regulatory requirements;
- The Board of Directors of the Company has approved the execution and submission of this Undertaking; and
- The Company hereby declares that the documents submitted herewith are true, correct, and authentic to the best of its knowledge and belief.

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Printed Name and Signature of the Authorized Signatory

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Designation of Authorized Signatory

Date Signed:

## **CONTINUING COMPLIANCE ATTESTATION TO QB STATUS** *(for Qualified Individual Buyers)*

The undersigned Qualified Buyers, all of legal age, hereby attest and confirm that:

- There are no material or significant changes affecting my/our qualification and eligibility as Qualified Buyer(s) under the Securities Regulation Code and its implementing rules and regulations ("2015 SRC Rules"), and applicable Securities and Exchange Commission (SEC) issuances;
- I/We continue to satisfy the minimum qualification requirements applicable to Qualified Individual Buyer status, including the required financial capacity thresholds and financial sophistication criteria;
- I/We have not experienced any diminution in annual gross income, total portfolio investments in SEC-registered securities or securities exempt from registration under the SRC, or net worth below the prescribed minimum requirements that would affect my/our Qualified Buyer status;
- I/We have not experienced any material change in circumstances that would negate or impair the basis of my/our financial sophistication as previously declared, including relevant experience in securities trading or professional exposure in financial markets;
- I/We hereby declare that the statements made herein are true, correct and authentic to the best of my/our knowledge and belief.

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Printed Name and Signature of Qualified Buyer

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Printed Name and Signature of Qualified Buyer

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Printed Name and Signature of Qualified Buyer

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Printed Name and Signature of Qualified Buyer

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Printed Name and Signature of Qualified Buyer

Date Signed:

*Note: Indicate "N/A" or "Not Applicable" in all unused signature fields.*

**CONTINUING COMPLIANCE ATTESTATION TO QB STATUS**  
*(for Qualified Institutional Buyers)*

I, \_\_\_\_\_, as the \_\_\_\_\_ of  
\_\_\_\_\_, hereby attest and  
confirm on behalf of the Company that:

- There are no material or significant changes affecting the Company's qualification and eligibility as a Qualified Buyer under the Securities Regulation Code and its implementing rules and regulations ("2015 SRC Rules"), and applicable Securities and Exchange Commission (SEC) issuances;
- The Company continues to satisfy the minimum qualification requirements applicable to Qualified Institutional Buyers, including the required financial capacity thresholds;
- The Company has not experienced any diminution in gross assets or total portfolio investments in SEC-registered securities or securities exempt from registration under the Securities Regulation Code below the prescribed minimum requirements that would affect its Qualified Buyer status;
- The Board of Directors of the Company has approved the execution and submission of this Attestation; and
- The Company hereby declares that the statements made herein are true, correct, and authentic to the best of its knowledge and belief.

\_\_\_\_\_  
Printed Name and Signature of the Authorized Signatory

\_\_\_\_\_  
Designation of Authorized Signatory

Date Signed:

## SEC FORM 39-REGISTRAR-AR

### ANNUAL REPORT OF REGISTRAR FOR QUALIFIED BUYERS FOR THE YEAR \_\_\_\_\_

#### General Instructions

Pursuant to SEC Memorandum Circular No. 05, Series of 2026, amending Rule 39.1.4 of the 2015 SRC Rules (Rules Governing Registrars of Qualified Institutional and Individual Buyers):

- This form shall be submitted electronically to the Commission **not later than thirty (30) calendar days from the end of the covered calendar year;**
- This form shall be accomplished and submitted electronically. Handwritten entries shall not be accepted, except for signatures;
- For amounts denominated in currencies other than Philippine Pesos (PHP), convert the amounts using the applicable BSP Reference Exchange Rate and indicate in the remarks field the date of the exchange rate used;
- All amounts and numerical entries shall be rounded off to the nearest whole number. Do not input decimals, spaces, or currency symbols/units such as "PHP." Only numerical values shall be entered in Items II to XII (e.g., 123,456); and
- Do not leave any field blank. Input "000" for fields that are not applicable or where there are no reported entries.

#### I. Registrar Information

|                    |                                                                                                                            |                              |                        |
|--------------------|----------------------------------------------------------------------------------------------------------------------------|------------------------------|------------------------|
| Name of Registrar: | <input type="text"/>                                                                                                       |                              |                        |
|                    | <small>Indicate Complete Name of the Issuing Registrar</small>                                                             |                              |                        |
| Principal Address: | <input type="text"/>                                                                                                       |                              |                        |
|                    | <small>Indicate Room / Unit Number, Floor, Building name and Street, City and Postal Code. Do not use P.O. Box No.</small> |                              |                        |
| Contact Details:   | <input type="text"/>                                                                                                       | <input type="text"/>         | <input type="text"/>   |
|                    | <small>Telephone No(s).</small>                                                                                            | <small>Email Address</small> | <small>Website</small> |

#### II. Indicate the total number of the following:

|                                                                                                                                | Institutional        | Individual           | Aggregate Total      |
|--------------------------------------------------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|
| a. Registered Qualified Buyers as of Year-End                                                                                  | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| b. Newly Registered QBs during the covered period                                                                              | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| c. Registered QBs whose registrations have been renewed during the covered period                                              | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| d. Registered QBs whose registrations have expired during the covered period                                                   | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| e. Registered QBs who were disqualified during the covered period                                                              | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| f. QBs Transacting Through Reliance on QB Registrations Maintained by Other Registrars During the Covered Period               | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| g. Number of Reliance Transactions on QB Registrations Maintained by Other Registrars During the Covered Period (if available) | <input type="text"/> | <input type="text"/> | <input type="text"/> |

**III. Outstanding Total Portfolio Investments as provided in the Information Sheet** *(Indicate the total amount of investments in PhP and the corresponding total number of Qualified Buyers):*

|                                                                                                                         | Institutional               |                     | Individual                  |                     | Aggregate Total             |                     |
|-------------------------------------------------------------------------------------------------------------------------|-----------------------------|---------------------|-----------------------------|---------------------|-----------------------------|---------------------|
|                                                                                                                         | Total Amount of Investments | Total Number of QBs | Total Amount of Investments | Total Number of QBs | Total Amount of Investments | Total Number of QBs |
| <b>a. Deposit</b>                                                                                                       |                             |                     |                             |                     |                             |                     |
| i) Savings Deposit                                                                                                      |                             |                     |                             |                     |                             |                     |
| ii) Time Deposit                                                                                                        |                             |                     |                             |                     |                             |                     |
| <b>b. Insurance and Retirement Products</b>                                                                             |                             |                     |                             |                     |                             |                     |
| i) Insurance Products                                                                                                   |                             |                     |                             |                     |                             |                     |
| ii) Pre-need Products                                                                                                   |                             |                     |                             |                     |                             |                     |
| iii) VUL                                                                                                                |                             |                     |                             |                     |                             |                     |
| iv) PERA                                                                                                                |                             |                     |                             |                     |                             |                     |
| <b>c. Collective Investment Schemes</b>                                                                                 |                             |                     |                             |                     |                             |                     |
| i) UITFs                                                                                                                |                             |                     |                             |                     |                             |                     |
| ii) Mutual Funds                                                                                                        |                             |                     |                             |                     |                             |                     |
| iii) ETFs                                                                                                               |                             |                     |                             |                     |                             |                     |
| <b>d. Government-issued Securities and Instruments</b>                                                                  |                             |                     |                             |                     |                             |                     |
| i) T-Bonds                                                                                                              |                             |                     |                             |                     |                             |                     |
| ii) T-Bills/Fixed Rate Treasury Notes                                                                                   |                             |                     |                             |                     |                             |                     |
| iii) Retail Treasury Bonds                                                                                              |                             |                     |                             |                     |                             |                     |
| iv) BSP-issued Bills                                                                                                    |                             |                     |                             |                     |                             |                     |
| v) BSP-issued Bonds                                                                                                     |                             |                     |                             |                     |                             |                     |
| vi) Other Government Securities/ Financial Instruments                                                                  |                             |                     |                             |                     |                             |                     |
| <b>e. Equity Securities</b>                                                                                             |                             |                     |                             |                     |                             |                     |
| i) PSE- Listed Securities                                                                                               |                             |                     |                             |                     |                             |                     |
| ii) Unlisted SEC-registered Equities                                                                                    |                             |                     |                             |                     |                             |                     |
| iii) Other Equity Securities                                                                                            |                             |                     |                             |                     |                             |                     |
| <b>f. Debt Securities</b>                                                                                               |                             |                     |                             |                     |                             |                     |
| i) PDEx-Listed SEC-registered Debt Securities                                                                           |                             |                     |                             |                     |                             |                     |
| ii) Unlisted SEC-registered Debt Securities                                                                             |                             |                     |                             |                     |                             |                     |
| iii) Exempt Debt Securities/ QB Issuances                                                                               |                             |                     |                             |                     |                             |                     |
| iv) Other Debt Securities                                                                                               |                             |                     |                             |                     |                             |                     |
| <b>g. Other Exempt Securities under SRC Section 9.1</b><br><i>(other than Government Securities and BSP Securities)</i> |                             |                     |                             |                     |                             |                     |
| <b>h. Others (Specify)</b>                                                                                              |                             |                     |                             |                     |                             |                     |

Remarks: \_\_\_\_\_

**IV. Outstanding Total Portfolio of Securities Registered with the Commission as provided in the information Sheet** *(Indicate the total number of Qualified Buyers):*

|                                                            | Institutional | Individual | Total |
|------------------------------------------------------------|---------------|------------|-------|
| a. Less than Php10 million                                 |               |            |       |
| b. Php10 million or more but not exceeding Php20 million   |               |            |       |
| c. Php20 million or more but not exceeding Php30 million   |               |            |       |
| d. Php30 million or more but not exceeding Php50 million   |               |            |       |
| e. Php50 million or more but not exceeding Php100 million  |               |            |       |
| f. Php100 million or more but not exceeding Php200 million |               |            |       |
| g. Over Php200 million                                     |               |            |       |

**V. Outstanding Total Portfolio of Securities Exempt from Registration under the Securities Regulation Code as provided in the information Sheet** *(Indicate the total number of Qualified Buyers):*

|                                                            | Institutional | Individual | Total |
|------------------------------------------------------------|---------------|------------|-------|
| a. Less than Php10 million                                 |               |            |       |
| b. Php10 million or more but not exceeding Php20 million   |               |            |       |
| c. Php20 million or more but not exceeding Php30 million   |               |            |       |
| d. Php30 million or more but not exceeding Php50 million   |               |            |       |
| e. Php50 million or more but not exceeding Php100 million  |               |            |       |
| f. Php100 million or more but not exceeding Php200 million |               |            |       |
| g. Over Php200 million                                     |               |            |       |

**VI. Current Net Worth as provided in the Information Sheet** *(Indicate the total number of Qualified Buyers):*

|                                                              | Individual |
|--------------------------------------------------------------|------------|
| a. Php50 Million or less                                     |            |
| b. More than Php50 Million but not exceeding Php100 Million  |            |
| c. More than Php100 Million but not exceeding Php200 Million |            |
| d. More than Php200 Million                                  |            |

**VII. Annual Gross Income as provided in the Information Sheet** *(Indicate the total number of Qualified Buyers):*

|                                                              | Individual |
|--------------------------------------------------------------|------------|
| a. Php10 Million or less                                     |            |
| b. More than Php10 Million but not exceeding Php50 Million   |            |
| c. More than Php50 Million but not exceeding Php100 Million  |            |
| d. More than Php100 Million but not exceeding Php200 Million |            |
| e. More than Php200 Million                                  |            |

**VIII. Total Assets as provided in the Information Sheet** *(Indicate the total number of Qualified Buyers):*

|                                                              | Institutional |
|--------------------------------------------------------------|---------------|
| a. Php100 Million or less                                    |               |
| b. More than Php100 Million but not exceeding Php200 Million |               |
| c. More than Php200 Million but not exceeding Php300 Million |               |
| d. More than Php300 Million but not exceeding Php500 Million |               |
| e. More than Php500 Million but not exceeding Php 1 Billion  |               |
| f. More than Php 1 Billion                                   |               |

**IX. Years of Experience in Trading in Securities Personally or through a Fund Manager as stated in the Information Sheet** *(Indicate the total number of Qualified Individual Buyers):*

|                                                | Individual |
|------------------------------------------------|------------|
| a. 1 year or less                              |            |
| b. More than 1 year but not exceeding 2 years  |            |
| c. More than 2 years but not exceeding 3 years |            |
| d. Over 3 years                                |            |

**X. Key objective/s for the Investment being considered as stated in the Information Sheet** *(Indicate the total number of Qualified Buyers):*

|                                                                                                           | Institutional | Individual | Total |
|-----------------------------------------------------------------------------------------------------------|---------------|------------|-------|
| a. To safeguard capital or amount invested                                                                |               |            |       |
| b. To receive income by liquidating shares regularly                                                      |               |            |       |
| c. To achieve a balance between income and capital growth                                                 |               |            |       |
| d. To achieve capital appreciation or growth despite the potential for losses to obtain significant gains |               |            |       |
| e. Others (specify) _____                                                                                 |               |            |       |

**XI. Intended Investment Horizon as provided in the Information Sheet** *(Indicate the total number of Qualified Buyers):*

|                                              | Institutional | Individual | Total |
|----------------------------------------------|---------------|------------|-------|
| a. Short Term (one year or less)             |               |            |       |
| b. Medium Term (over one year to five years) |               |            |       |
| c. Long Term (more than five years)          |               |            |       |

**XII. Appetite for Risk as provided in the Information Sheet** *(Indicate the total number of Qualified Buyers):*

|                | Institutional | Individual | Total |
|----------------|---------------|------------|-------|
| a. Low risk    |               |            |       |
| b. Medium risk |               |            |       |
| c. High risk   |               |            |       |

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By submitting this SEC Form 39-Registrar-AR, registrar and the executing official represent that all the information contained herein are true, correct and complete.

*Name of Compliance Officer*

*Signature of the Compliance Officer*

Date of Signature:

*Month*

*Day*

*Year*

## ANNUAL REGISTRAR ATTESTATION ON CONTINUED ELIGIBILITY OF QUALIFIED BUYERS

I, **(Name of Compliance Officer)** \_\_\_\_\_, as the Compliance Officer of **(Name of Registrar)** \_\_\_\_\_ (“Registrar”), with SEC Registration No. \_\_\_\_\_ and SEC secondary license as \_\_\_\_\_ under License No. \_\_\_\_\_, with principal office address \_\_\_\_\_, hereby certify and attest, on behalf of the Registrar, that in accordance with the SEC Memorandum Circular No. 05, Series of 2026, and the Registrar’s approved internal procedures:

1. The Qualified Buyers (“QBs”) listed in the attached schedules (**Attachment A**), consisting of a total of \_\_\_\_\_ Qualified Institutional Buyers and \_\_\_\_\_ Qualified Individual Buyers, were subjected to verification and review procedures for continued eligibility during Calendar Year 20\_\_\_\_;
2. The Registrar conducted reasonable verification and review procedures to confirm the continued compliance of the QBs under its registry with the applicable minimum eligibility criteria;
3. The Registrar obtained the necessary updated supporting documents for QBs with significant changes affecting their qualifications, or signed attestations confirming continued compliance for QBs without significant changes, in accordance with applicable rules and the Registrar’s internal procedures;
4. To the best of the Registrar’s knowledge and based on documents and information obtained during the verification process, the listed QBs continue to satisfy the qualifications prescribed under Rule 10.1.5 (formerly Rule 10.1.11) of the 2015 SRC Rules, as amended.
5. The Registrar maintains records and supporting documents relating to the qualification, renewal, verification, and monitoring of the listed QBs, and shall make the same available to the Securities and Exchange Commission (“Commission”) upon directive for purposes of audit, investigation, examination, or official inquiry, in accordance with pertinent laws, rules and regulations;
6. The Registrar undertakes to promptly report to the Commission any disqualification, revocation, expiration, material adverse finding, or other event affecting the continued eligibility of any QB discovered after the submission of this attestation; and
7. The information contained herein and in the attached schedules is true, correct, complete, and accurate to the best of the Registrar’s knowledge and belief.

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**Printed Name and Signature of Registrar’s Compliance Officer**

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**Date of Signature**

**SCHEDULES OF QUALIFIED BUYERS CONFIRMED FOR CONTINUED ELIGIBILITY****A. Qualified Institutional Buyers**

| <b>No.</b>                                                                            | <b>NAMES OF QUALIFIED INSTITUTIONAL BUYERS</b> | <b>QBIDs</b> |
|---------------------------------------------------------------------------------------|------------------------------------------------|--------------|
| 1.                                                                                    |                                                |              |
|                                                                                       |                                                |              |
|                                                                                       |                                                |              |
|                                                                                       |                                                |              |
| <i>(Add rows as necessary and end the table with the statement "Nothing Follows")</i> |                                                |              |

**B. Qualified Individual Buyers**

| <b>No.</b>                                                                            | <b>NAMES OF QUALIFIED INDIVIDUAL BUYERS</b> | <b>QBIDs</b> |
|---------------------------------------------------------------------------------------|---------------------------------------------|--------------|
| 1.                                                                                    |                                             |              |
|                                                                                       |                                             |              |
|                                                                                       |                                             |              |
|                                                                                       |                                             |              |
| <i>(Add rows as necessary and end the table with the statement "Nothing Follows")</i> |                                             |              |

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**Printed Name and Signature of Registrar's Compliance Officer**


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**Date of Signature**

## SEC FORM 39-REGISTRAR-IS INFORMATION SHEET FOR QUALIFIED INDIVIDUAL BUYERS

| <b>I. QB Applicant Information</b> |                   |                 |                            |                  |
|------------------------------------|-------------------|-----------------|----------------------------|------------------|
| Last Name                          | First Name        | Middle Name     | Suffix                     |                  |
|                                    |                   |                 |                            |                  |
| Civil Status:                      | Age:              | Citizenship:    | Tax Identification Number: | SSS/GSIS Number: |
|                                    |                   |                 |                            |                  |
| Home Address:                      |                   |                 |                            |                  |
|                                    |                   |                 |                            |                  |
| Office/Business Address:           |                   |                 |                            |                  |
|                                    |                   |                 |                            |                  |
| Mobile Number:                     | Telephone Number: | E-mail Address: | Educational Attainment:    |                  |
|                                    |                   |                 |                            |                  |

| <b>II. Financial Capacity</b> <i>(select the qualification/s that the Applicant/Registrant is applying for)</i>                                                                                                                                                                               |                                                                                                                                                                                                                                                                                                                                                                                         |                |  |         |  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|--|---------|--|
| <input type="checkbox"/>                                                                                                                                                                                                                                                                      | <b>a) Gross Income</b><br><i>(Has an annual gross income of at least Ten Million Pesos (PhP 10,000,000.00) at least two (2) years prior to registration)</i>                                                                                                                                                                                                                            | Calendar Year: |  | Ph<br>P |  |
|                                                                                                                                                                                                                                                                                               |                                                                                                                                                                                                                                                                                                                                                                                         | Calendar Year: |  | Ph<br>P |  |
| <input type="checkbox"/>                                                                                                                                                                                                                                                                      | <b>b) Outstanding total portfolio investments</b><br><i>(Has a total portfolio investment in securities registered with the Securities and Exchange Commission (SEC) or securities exempt from registration under the Securities Regulation Code of at least Ten Million Pesos (PhP 10,000,000.00))</i>                                                                                 | Total Amount:  |  |         |  |
| <b>Outstanding Total Portfolio Investment(s) for Investment Portfolio Requirement</b><br><i>(Refers only to securities registered with the SEC or securities exempt from registration under the Securities Regulation Code (SRC) that may be considered for purposes of QB qualification)</i> |                                                                                                                                                                                                                                                                                                                                                                                         | Amount:        |  |         |  |
| <input type="checkbox"/>                                                                                                                                                                                                                                                                      | <b>Collective Investment Schemes:</b><br><input type="checkbox"/> UITFs<br><input type="checkbox"/> Mutual Funds<br><input type="checkbox"/> ETFs                                                                                                                                                                                                                                       |                |  |         |  |
| <input type="checkbox"/>                                                                                                                                                                                                                                                                      | <b>Government-Issued Securities and Instruments:</b><br><input type="checkbox"/> T-Bonds<br><input type="checkbox"/> T-Bills/Fixed Rate Treasury Notes<br><input type="checkbox"/> Retail Treasury Bonds<br><input type="checkbox"/> BSP-issued Bills<br><input type="checkbox"/> BSP-issued Bonds<br><input type="checkbox"/> Other Government Securities/Financial Instruments: _____ |                |  |         |  |
| <input type="checkbox"/>                                                                                                                                                                                                                                                                      | <b>Equity Securities:</b><br><input type="checkbox"/> PSE-Listed Securities<br><input type="checkbox"/> Unlisted SEC-Registered Equities<br><input type="checkbox"/> Other Equity Securities: _____                                                                                                                                                                                     |                |  |         |  |
| <input type="checkbox"/>                                                                                                                                                                                                                                                                      | <b>Debt Securities:</b><br><input type="checkbox"/> PDEX-Listed SEC-Registered Debt Securities<br><input type="checkbox"/> Unlisted SEC-Registered Debt Securities<br><input type="checkbox"/> Exempt Debt Securities / QB Issuances<br><input type="checkbox"/> Other Debt Securities: _____                                                                                           |                |  |         |  |

|                                                                                                                                        |                                                                                                                                                                                                         |         |
|----------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------|
| <input type="checkbox"/>                                                                                                               | <b>Other Exempt Securities under SRC Section 9.1</b><br>(other than Government securities and BSP-issued financial instruments);                                                                        |         |
| <b>Additional Financial Products and Holdings</b><br>(For data collection, profiling, and possible net worth assessment purposes only) |                                                                                                                                                                                                         | Amount: |
| <input type="checkbox"/>                                                                                                               | <input type="checkbox"/> Savings Deposit<br><input type="checkbox"/> Time Deposit                                                                                                                       |         |
| <input type="checkbox"/>                                                                                                               | <b>Insurance and Retirement Products:</b><br><input type="checkbox"/> Insurance Products<br><input type="checkbox"/> Pre-need Products<br><input type="checkbox"/> VUL<br><input type="checkbox"/> PERA |         |
| <input type="checkbox"/>                                                                                                               | <b>Others:</b> _____                                                                                                                                                                                    |         |

|                                                   |                                                                                                                                                                                                                                                                                                                                                      |                  |  |
|---------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|--|
| <b>III. Financial Sophistication</b>              |                                                                                                                                                                                                                                                                                                                                                      |                  |  |
| <input type="checkbox"/>                          | <b>a) Investment Experience</b> (Has been engaged in securities trading personally or through a fund manager for a minimum period of one (1) year)                                                                                                                                                                                                   | Number of Years: |  |
| <input type="checkbox"/>                          | <b>b) Knowledge and Expertise</b><br>(Has held for at least two (2) years a position of responsibility in any professional business entity that requires knowledge or expertise)                                                                                                                                                                     | Position:        |  |
|                                                   |                                                                                                                                                                                                                                                                                                                                                      | No. of Years:    |  |
| Training or Other Exposures in Securities Market: |                                                                                                                                                                                                                                                                                                                                                      |                  |  |
| <b>Key Investment Objective:</b>                  |                                                                                                                                                                                                                                                                                                                                                      |                  |  |
| <input type="checkbox"/>                          | Capital Preservation: to safeguard capital or amount invested                                                                                                                                                                                                                                                                                        |                  |  |
| <input type="checkbox"/>                          | Current Income: to receive income via coupons, interest, dividends, or by liquidating regularly                                                                                                                                                                                                                                                      |                  |  |
| <input type="checkbox"/>                          | Capital Growth: to achieve capital appreciation despite potential for losses to obtain long-term gains                                                                                                                                                                                                                                               |                  |  |
| <b>Investment Horizon:</b>                        |                                                                                                                                                                                                                                                                                                                                                      |                  |  |
| <input type="checkbox"/>                          | Short Term: maximum of one year                                                                                                                                                                                                                                                                                                                      |                  |  |
| <input type="checkbox"/>                          | Medium Term: longer than one year, but maximum of five years                                                                                                                                                                                                                                                                                         |                  |  |
| <input type="checkbox"/>                          | Long Term: longer than five years                                                                                                                                                                                                                                                                                                                    |                  |  |
| <b>Risk Appetite:</b>                             |                                                                                                                                                                                                                                                                                                                                                      |                  |  |
| <input type="checkbox"/>                          | Low Risk: To earn a stable income; the investor accepts a fair amount of investment risk and fluctuations in the value of the principal amounts invested, such as, purely concentrated investments in fixed income and money market funds.                                                                                                           |                  |  |
| <input type="checkbox"/>                          | Medium Risk: To achieve an above average return and capital growth; the investor accepts that there will be occasional periods of high fluctuations in the value of the principal amounts invested, such as investment in equity and fixed income or money market funds.                                                                             |                  |  |
| <input type="checkbox"/>                          | High Risk: To achieve a high return on capital; the investor is prepared for a high degree of volatility and a high chance of losses to capital investments, such as, purely concentrated investments on equity funds, and if the investor is engaged in margin finance, is willing to inject additional capital if required to settle a margin call |                  |  |

By submitting this SEC Form 39-Registrar-IS, I (the applicant) affirm that the foregoing information and representation are true and correct. I acknowledge the submission of the same information and other information and documents related to my application as Qualified Individual Buyer to the Securities and Exchange Commission (SEC), upon the Commission's directive to submit the documents for audit, investigation or official inquiry in compliance with other pertinent laws. I further acknowledge that the Commission will conduct verification procedures to ensure compliance with regulatory requirements.

**Printed Name and Signature of the Applicant**

**Date Signed**

## SEC FORM 39-REGISTRAR-IS INFORMATION SHEET FOR QUALIFIED INSTITUTIONAL BUYERS

| I. QB Applicant Information |                       |                     |                            |
|-----------------------------|-----------------------|---------------------|----------------------------|
| Name of Company:            |                       |                     |                            |
| Date of Incorporation:      | SEC Registration No.: | Years of Existence: | Tax Identification Number: |
|                             |                       |                     |                            |
| Principal Office Address:   |                       |                     |                            |
|                             |                       |                     |                            |
| Telephone Number:           | E-mail Address:       |                     | Website:                   |
|                             |                       |                     |                            |

| I. Financial Capacity <i>(select the qualification/s that the Applicant/Registrant is applying for)</i>                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                         |                           |         |                      |     |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|---------|----------------------|-----|
| <input type="checkbox"/>                                                                                                                                                                                                                                                                      | <b>a) Gross Assets</b><br>Have a gross asset of at least One Hundred Million Pesos (PhP 100,000,000.00).                                                                                                                                                                                                                                                                                | Authorized Capital Stock: | PhP     | Annual Gross Income: | PhP |
|                                                                                                                                                                                                                                                                                               | PhP                                                                                                                                                                                                                                                                                                                                                                                     | Paid-In Capital:          | PhP     | Net Worth:           | PhP |
| <input type="checkbox"/>                                                                                                                                                                                                                                                                      | <b>b) Outstanding total portfolio investments</b><br>Has a total portfolio investment in securities registered with the Securities and Exchange Commission (SEC) or securities exempt from registration under the Securities Regulation Code of at least Sixty Million Pesos (PhP 60,000,000.00).                                                                                       |                           |         | Total Amount (PhP):  |     |
| <b>Outstanding Total Portfolio Investment(s) for Investment Portfolio Requirement</b><br><i>(Refers only to securities registered with the SEC or securities exempt from registration under the Securities Regulation Code (SRC) that may be considered for purposes of QB qualification)</i> |                                                                                                                                                                                                                                                                                                                                                                                         |                           | Amount: |                      |     |
| <input type="checkbox"/>                                                                                                                                                                                                                                                                      | <b>Collective Investment Schemes:</b><br><input type="checkbox"/> UITFs<br><input type="checkbox"/> Mutual Funds<br><input type="checkbox"/> ETFs                                                                                                                                                                                                                                       |                           |         |                      |     |
| <input type="checkbox"/>                                                                                                                                                                                                                                                                      | <b>Government-Issued Securities and Instruments:</b><br><input type="checkbox"/> T-Bonds<br><input type="checkbox"/> T-Bills/Fixed Rate Treasury Notes<br><input type="checkbox"/> Retail Treasury Bonds<br><input type="checkbox"/> BSP-issued Bills<br><input type="checkbox"/> BSP-issued Bonds<br><input type="checkbox"/> Other Government Securities/Financial Instruments: _____ |                           |         |                      |     |
| <input type="checkbox"/>                                                                                                                                                                                                                                                                      | <b>Equity Securities:</b><br><input type="checkbox"/> PSE-Listed Securities<br><input type="checkbox"/> Unlisted SEC-Registered Equities<br><input type="checkbox"/> Other Equity Securities: _____                                                                                                                                                                                     |                           |         |                      |     |
| <input type="checkbox"/>                                                                                                                                                                                                                                                                      | <b>Debt Securities:</b><br><input type="checkbox"/> PDEX-Listed SEC-Registered Debt Securities<br><input type="checkbox"/> Unlisted SEC-Registered Debt Securities<br><input type="checkbox"/> Exempt Debt Securities / QB Issuances<br><input type="checkbox"/> Other Debt Securities: _____                                                                                           |                           |         |                      |     |
| <input type="checkbox"/>                                                                                                                                                                                                                                                                      | <b>Other Exempt Securities under SRC Section 9.1</b><br><i>(other than Government securities and BSP-issued financial Instruments):</i> _____                                                                                                                                                                                                                                           |                           |         |                      |     |

| <b>Additional Financial Products and Holdings</b><br>(For data collection, profiling, and possible gross assets assessment purposes only) |                                                                                                                                                                                                         | Amount: |
|-------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------|
| <input type="checkbox"/>                                                                                                                  | <input type="checkbox"/> Savings Deposit<br><input type="checkbox"/> Time Deposit                                                                                                                       |         |
| <input type="checkbox"/>                                                                                                                  | <b>Insurance and Retirement Products:</b><br><input type="checkbox"/> Insurance Products<br><input type="checkbox"/> Pre-need Products<br><input type="checkbox"/> VUL<br><input type="checkbox"/> PERA |         |
| <input type="checkbox"/>                                                                                                                  | <b>Others:</b> _____                                                                                                                                                                                    |         |

| <b>II. Financial Sophistication</b> |                                                                                                                                                                                                                                                                                                                                                      |
|-------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Key Investment Objective:</b>    |                                                                                                                                                                                                                                                                                                                                                      |
| <input type="checkbox"/>            | Capital Preservation: to safeguard capital or amount invested                                                                                                                                                                                                                                                                                        |
| <input type="checkbox"/>            | Current Income: to receive income via coupons, interest, dividends, or by liquidating regularly                                                                                                                                                                                                                                                      |
| <input type="checkbox"/>            | Capital Growth: to achieve capital appreciation despite potential for losses to obtain long-term gains                                                                                                                                                                                                                                               |
| <b>Investment Horizon:</b>          |                                                                                                                                                                                                                                                                                                                                                      |
| <input type="checkbox"/>            | Short Term: maximum of one year                                                                                                                                                                                                                                                                                                                      |
| <input type="checkbox"/>            | Medium Term: longer than one year, but maximum of five years                                                                                                                                                                                                                                                                                         |
| <input type="checkbox"/>            | Long Term: longer than five years                                                                                                                                                                                                                                                                                                                    |
| <b>Risk Appetite:</b>               |                                                                                                                                                                                                                                                                                                                                                      |
| <input type="checkbox"/>            | Low Risk: To earn a stable income, the investor accepts a fair amount of investment risk and fluctuations in the value of the principal amounts invested, such as, purely concentrated investments in fixed income and money market funds.                                                                                                           |
| <input type="checkbox"/>            | Medium Risk: To achieve an above average return and capital growth, the investor accepts that there will be occasional periods of high fluctuations in the value of the principal amounts invested, such as investment in equity and fixed income or money market funds.                                                                             |
| <input type="checkbox"/>            | High Risk: To achieve a high return on capital, the investor is prepared for a high degree of volatility and a high chance of losses to capital investments, such as, purely concentrated investments on equity funds, and if the investor is engaged in margin finance, is willing to inject additional capital if required to settle a margin call |

By submitting this SEC Form 39-Registrar-IS, we (the applicant) affirm that the foregoing information and representation are true and correct. We acknowledge the submission of the same information and other information and documents related to the application as Qualified Institutional Buyer to the Securities and Exchange Commission (SEC), upon the Commission's directive to submit the documents for audit, investigation or official inquiry in compliance with other pertinent laws. We further acknowledge that the Commission will conduct verification procedures to ensure compliance with regulatory requirements.

\_\_\_\_\_

**Name of Applicant Institution**

\_\_\_\_\_

**Printed Name and Signature of Authorized Signatory**

\_\_\_\_\_

**Printed Name and Signature of Authorized Signatory**

\_\_\_\_\_

**Date of Signature**

\_\_\_\_\_

**Date of Signature**

## SEC FORM 39-REGISTRAR-CODE

### NOMINATION OF REGISTRAR CODE

#### General Instructions

Pursuant to SEC Memorandum Circular No. 05, Series of 2026, amending Rule 39.1.4 of the 2015 SRC Rules (Rules Governing Registrars of Qualified Institutional and Individual Buyers):

- This form shall be used by an Authorized Registrar of Qualified Buyers to nominate its preferred three-letter Registrar Code under the Qualified Buyer Inter-Registrar Registry (QB IRR) System.
- Registrar Codes shall be subject to approval by the Securities and Exchange Commission (SEC) and shall be assigned on a first-approved and non-duplicative basis.

#### I. Registrar Information

|                   |                                                                                                                   |                      |                      |
|-------------------|-------------------------------------------------------------------------------------------------------------------|----------------------|----------------------|
| Name of Registrar | <input type="text"/>                                                                                              |                      |                      |
|                   | <i>Indicate Complete Name of the Issuing Registrar</i>                                                            |                      |                      |
| Principal Address | <input type="text"/>                                                                                              |                      |                      |
|                   | <i>Indicate Room/ Unit Number, Floor, Building name and Street, City and Postal Code. Do not use P.O. Box No.</i> |                      |                      |
| Contact Details   | <input type="text"/>                                                                                              | <input type="text"/> | <input type="text"/> |
|                   | <i>Telephone No(s).</i>                                                                                           | <i>Email Address</i> | <i>Website</i>       |

#### II. Nomination of Registrar Code

|                                               |                                                                     |
|-----------------------------------------------|---------------------------------------------------------------------|
| a. Preferred Registrar Code (First Choice)    | <input type="text"/>                                                |
|                                               | <i>Indicate first choice of Registrar Code (Three-Letter Code)</i>  |
| b. Alternative Registrar Code (Second Choice) | <input type="text"/>                                                |
|                                               | <i>Indicate second choice of Registrar Code (Three-Letter Code)</i> |
| c. Alternative Registrar Code (Third Choice)  | <input type="text"/>                                                |
|                                               | <i>Indicate third choice of Registrar Code (Three-Letter Code)</i>  |

#### III. Declaration and Undertaking

*By submitting this SEC Form 39-Registrar-Code, the institution understands that approval of the Registrar Code is subject to the discretion of the Securities and Exchange Commission and may be modified or rejected if deemed confusing, inappropriate, or duplicative; and*

*The assigned Registrar Code, once approved, shall be used consistently in all Qualified Buyer Identification Numbers (QBIDs) and related regulatory submissions.*

|                                            |                      |                      |
|--------------------------------------------|----------------------|----------------------|
| <input type="text"/>                       |                      |                      |
| <i>Name of Compliance Officer</i>          |                      |                      |
| <input type="text"/>                       |                      |                      |
| <i>Signature of the Compliance Officer</i> |                      |                      |
| <input type="text"/>                       | <input type="text"/> | <input type="text"/> |
| <i>Month</i>                               | <i>Day</i>           | <i>Year</i>          |

#### FOR SEC USE ONLY

|                         |                      |                      |                      |
|-------------------------|----------------------|----------------------|----------------------|
| Approved Registrar Code | <input type="text"/> |                      |                      |
| Approved By             | <input type="text"/> |                      |                      |
| Date Approved           | <input type="text"/> | <input type="text"/> | <input type="text"/> |
|                         | <i>Month</i>         | <i>Day</i>           | <i>Year</i>          |