

The Association of Global Custodians - Questionnaire 2009-2010

Name	Mauritius- Central Depository & Settlement Company Ltd. (CDS)
Contact Name	Vipin Mahabirsingh
Address	4th Floor, One Cathedral Square Building, 16 Jules Koenig Street, Port-Louis
Country	Mauritius
Phone	+230-2113507
Fax	+230-2116880
E-mail	vipin.mahabirsingh@cds.intnet.mu
Web Site	www.stockexchangeofmauritius.com (CDS)

Welcome to the Depository- Information Gathering Project. Before beginning, we suggest that you: print the entire document for review on paper; review the Glossary of Terms. Each will assist you with answering the questions. For help, contact: Robin D. Truesdale, Baker & McKenzie LLP (202) 835-1664; e-mail: Robin.D.Truesdale@bakernet.com

SCOPE, STRUCTURE, OWNERSHIP, CAPITAL, REGULATION AND AUDIT

The purpose of this section is to understand the ownership structure and financial strength of your institution, as well as the level of regulatory and operational supervision to which it is subject.

1. Rule 17f-7, by reference to Rule 17f-4, requires that, for a depository to be eligible to hold securities of U.S. registered investment companies (such depositories hereinafter referred to as "Eligible Securities Depositories"), the depository must be a "system for the central handling of securities where all securities of any particular class or series of any issuer deposited within the system are treated as fungible and may be transferred or pledged by bookkeeping entry without physical delivery of the securities."

In particular, are all securities of a particular class or series of any issuer that are deposited in your institution treated as fungible, and can they be transferred or pledged by bookkeeping entry without physical delivery of the securities?

Yes

2. Rule 17f-7 also requires that an Eligible Securities Depository "acts as or operates a system for the central handling of securities or equivalent book-entries in the country where it is incorporated," or "acts as or operates a transnational system for the central handling of securities or equivalent book-entries."

Does your institution: (Choose all that apply.)

Act as or operate a system for the central handling of securities or equivalent book-entries in the country where it is incorporated? (please answer 2b)

2b. Please specify the types of securities for which you act as or operate a system for the central handling of securities or equivalent book-entries:

Equities, Corporate Debts and Treasury Bills

3. What type of legal entity is the institution? (Choose all that apply.)

Private Company

4. Is the institution operated as a "for profit" or a "not for profit" organization?

For profit

5. Please provide the names of the owners and their ownership interest percentages.

Stock Exchange of Mauritius - 51%; Promotion and Development Ltd - 6.67%; Mauritius Commercial Bank Ltd - 16.67%; Mauritius Computing Services Ltd - 0.33%; State Bank of Mauritius Ltd - 3.33%; United Docks Ltd - 1.67%; Swan Insurance Co. Ltd - 3.33%; State Investment Corporation Ltd - 1.33%; Harel Mallac Co. Ltd - 1.67%; Rogers Co. Ltd - 13.33%; Automatic Systems Ltd - 0.67%

Question number 6 has been modified. Thus, your answer from last year has not been populated for this question.

6. Please answer the following:

6a. What is the date of establishment of the depository?

12/Oct/1995

6b. What is the date that the depository's operations began?

31/Jan/1997

7. Under what regulation or statute is the depository established and governed?

Securities (Central Depository, Clearing and Settlement) Act 1996; Constitution of the Central Depository & Settlement Co. Ltd; Securities Act 2005

7a. Is the regulation or statute electronically available?

Yes (please answer 7b)

7b. If regulation or statute is electronically available, please supply web address(es) here or upload document(s) in question 7c.

7c. Please supply document(s) here: **Constitution of CDS.pdf
Securities (Central Depository, Clearing and Settlement) Act 1996
Securities Act 2005**

7d. Please provide details of the structure and composition of your Board together with their industry experience and responsibilities in governing the depository.

What are the qualifications to become a board member?

Composition of the Board: 8 directors appointed by the Stock Exchange of Mauritius (SEM); A director appointed by the Minister to whom the responsibility of Financial Services is attributed; A director appointed by the Minister to whom the responsibility of Finance is attributed; A director appointed by the Bank of Mauritius; 3 directors appointed in General Meeting by ordinary resolution (SEM is not entitled to vote on any resolution appointing such 3 directors); 1 executive director. Directors are generally persons holding executive positions in the financial services sector. The composition of the board seeks to achieve the following blend of knowledge, skills and experience needed by the company to discharge its responsibilities effectively: IT; Legal; Risk Management; Banking; Finance/Investment; Accountancy; Economics; Company Secretary; Stock Broking.

7e. What are the election procedures?

See 7d. Ordinary resolution at General Meeting as provided for in the Constitution of the company

7f. What is maximum length of time they can serve as a board member?

Term of office is one year but Directors are eligible for re-election or re-appointment

7g. Who is responsible for regulating the board members?

Corporate Governance Committee

7h. What is the extent of their voting powers?

Every Director has one vote. The Chairperson has a casting vote. A resolution of the Board shall be passed if it is agreed to by a majority of Directors present.

8. Rule 17f-7 requires that an Eligible Securities Depository "is regulated by a foreign financial regulatory authority as defined under section 2(a)(50) of the Act", with section 2(a)(50) establishing that "foreign financial regulatory authority" means any (A) foreign securities authority, (B) other governmental body or foreign equivalent of a self-regulatory organization empowered by a foreign government to administer or enforce its laws relating to the regulation of fiduciaries, trusts, commercial lending, insurance, trading in contracts of sale of a commodity for future delivery, or other instruments traded on or subject to the rules of a contract market, board of trade or foreign equivalent, or other financial activities, or (C) membership organization a function of which is to regulate the participation of its members in activities listed above."

Who regulates the activities of the depository? (Choose all that apply.)

A governmental body or regulatory organization empowered to administer or enforce laws related to securities matters., A governmental body or self-regulatory organization empowered to administer or enforce laws related to other financial activities.

9. Please provide the name of regulatory authority(ies) identified in question 8:

Financial Services Commission

10. Rule 17f-7 requires that an Eligible Securities Depository "is subject to periodic examination by regulatory authorities or independent accountants."

Is the depository subject to periodic examination by: (Choose all that apply.)

Regulatory authorities?, Independent accountants?

11. What enforcement actions are available to the regulatory authority(ies) for breach of applicable statute or regulatory requirements? (Choose all that apply.)

Name of Authority #1 (please answer 11a):

Financial Services Commission

11a.

Fines, Restrictions on depository activities., Suspension of depository activities., Termination of depository activities., Other (please answer 11b)

11b. Please explain:

Under the new Securities Act 2005, the Financial Services Commission has the power to give directions to comply with statutory and regulatory requirements. The Financial Services Commission may also apply to the Court for orders directing or securing compliance with the relevant provisions of the Securities (Central Depository, Clearing and Settlement) Act 1996, Securities Act 2005, regulations or rules in such manner as the Court shall deem fit.

Name of Authority #2 (please answer 11c):

Registrar of Companies

11c.

Fines

12. Has there been any use of such enforcement actions in the last three years?

No

Capital

13. Are annual financial statements publicly disclosed?

Yes (please answer 13a)

13a. If yes, the AGC requests a copy of the institution's annual report. Is the annual report available electronically?

Yes (please answer 13b)

Annual Report 2009 of CDS Mauritius

13b. If yes, please upload the document(s) here or insert web link(s) in question 13d:

13c. If more than one document for 13b, please upload the additional document here:

13d. Please insert web link(s) for 13b here:

Internal Audit

14. Is an internal audit undertaken in your depository?

Yes (please answer 14a)

14a. If yes, what areas does the audit cover (financials, operations, etc.) and which department in your depository handles it?

The audit covers the Operations and Systems Departments and is handled by the Finance & Administration Department.

14b. How frequently does the internal audit occur? (Choose one.)

Two or more times a year (please answer 14d)

14d. Are the results of the internal audit publicly available?

No (please answer 14e)

14e. Please select the statement that most accurately characterizes the results of the last internal audit: (Choose one.)

No material exceptions found.

14g. Please list the date of your last internal audit performed by internal auditors and the period that the audit covered:

The last audit was performed on 2 September 2009 and it covered the month of August 2009.

15. Is a financial audit performed by an external party? If yes, which type of entity? (Choose all that apply.)

Yes - Audit firm (please answer 15a)

15a. If yes, please state name(s) of organization(s) who undertake the financial audit.

Lamusse Sek Sum & Co (a member of PKF)

15b. How frequently does the financial audit occur? (Choose one.)

Annually (please answer 15e)

15e. Are the results of the financial audit publicly available?

Yes (please answer 15g)

15g. Please select the statement that most accurately characterizes the results of the last financial audit: (Choose one.)

No material exceptions found.

15j. Please list the date of your last financial audit performed by independent external auditors and the period that the audit covered:

The last financial audit was performed in July/August 2009 and it covered the period 1 July 2008 to 30 June 2009.

16. Is a operational audit performed by an external party? If yes, which type of entity? (Choose all that apply.)

Yes - Audit firm (please answer 16a)

16a. If yes, please state name(s) of organization(s) who undertake the operational audit.

Lamusse Sek Sum & Co (a member of PKF)

16b. How frequently does the operational audit occur? (Choose one.)

Annually (please answer 16d)

16d. Are the results of the operational audit publicly available?

Yes (please answer 16e)

16e. Please select the statement that most accurately characterizes the results of the last operational audit: (Choose one.)

No material exceptions found.

16i. Please list the date of your last operational audit performed by independent accountants and the period that the audit covered:

The last operational audit was performed in July 2009 and it covered the period 1 July 2008 to 30 June 2009.

PARTICIPANTS AND PARTICIPATION

The purpose of this section is to understand issues relating to participation in the depository, including eligibility requirements, conditions of participation, and supervision of participants.

17. What types of entities are eligible to become participants and how many of each type are there currently? (Choose all that apply.)

Banks (please answer 17a), Brokers (please answer 17e), Foreign Institutions (please answer 17m), Other entities (please answer 17q)

17a. How many Bank participants are there currently? (then please answer 17b)

5

17b. Please select the features included in the eligibility requirements for Banks. (Choose all that apply.)

Financial Thresholds (please answer 17c), Regulatory Oversight (please answer 17c), Market Experience (please answer 17c)

17c. Where can a description of the specific eligibility requirements for Bank participants be found?

CDS Rules 2.1.1, 2.1.2, 2.1.3, 2.1.3.2 and The Schedule of Financial Resource Requirements - Bank participants should possess a valid banking license issued by the Bank of Mauritius (Central Bank)

17e. How many Broker participants are there currently? (then please answer 17f)

11

17f. Please select the features included in the eligibility requirements for Brokers. (Choose all that apply.)

Financial Thresholds (please answer 17g), Regulatory Oversight (please answer 17g), Market Experience (please answer 17g)

17g. Where can a description of the specific eligibility requirements for Broker participants be found?

CDS Rules 2.1.1, 2.1.2, 2.1.3, 2.1.3.2 and The Schedule of Financial Resource Requirements. Regulatory Oversight - Stockbroking companies should possess a license issued by the Financial Services Commission (the regulatory Body) and be members of the Stock Exchange of Mauritius

17m. How many Foreign Institution participants are there currently?

0

17n. Please select the features included in the eligibility requirements for Foreign Institution participants. (Choose all that apply.)

Financial Thresholds (please answer 17o), Regulatory Oversight (please answer 17o), Market Experience (please answer 17o)

17o. Where can a description of the specific eligibility requirements for Foreign Institution participants be found?

CDS Rules 2.1.1, 2.1.2, 2.1.3

17q. If you have selected "Other entities" above, please explain:

Government Institutions

17r. Indicate how many "Other entities" are currently participants?

0

17s. Please select the features included in the eligibility requirements for the participants referred to above as "Other entities". (Choose all that apply.)

Financial Thresholds (please answer 17t), Regulatory Oversight (please answer 17t), Market Experience (please answer 17t)

17t. Where can a description of the specific eligibility requirements for participants described above as "Other entities" be found?

CDS Rules 2.1.1, 2.1.2, 2.1.3

18. Are participants required to contribute capital to the depository that would result in ownership of the depository?

No

19. Are prospective participants subject to an initial review and approval process regarding compliance with eligibility requirements?

Yes

Conditions of Participation

20. What governs the relationship between the depository and the participants? (Choose all that apply.)

Relevant law and regulation, Standard participation contract, Established terms and conditions of participation, By-laws of the depository, Rules of the depository

21. Rule 17f-7 requires that an Eligible Securities Depository "holds assets for the custodian that participates in the system on behalf of the Fund under safekeeping conditions no less favorable than the conditions that apply to other participants."

Please confirm that assets of foreign investors held by custodians as participants in the depository are held under safekeeping conditions no less favorable than the conditions that apply to other participants.

Yes

21b. Please briefly describe the approaches you take and the arrangements you have in place to ensure that the

assets you hold for custodians receive the same level of safekeeping protection as the assets held for other categories of participants.

All assets are held in book-entry form in the electronic database of the CDS. The same security measures and level of protection are applicable to all assets registered in CDS.

22. How does the depository notify participants of material changes to the conditions of participation? (Choose all that apply.)

By e-mail, Other (please answer 22a)

22a. Please explain:

By a formal letter to each Participant

Governance of Participants

23. Who enforces compliance with the depository's conditions of participation? (Choose all that apply.)

The depository

24. What enforcement actions are available to the enforcement authority? (Choose all that apply.)

Fines, Restrictions on participation, Suspension of participation, Termination of participation

25. Has there been any such enforcement actions in the last three years?

Yes (please answer 25a)

25a. If yes, please explain, including information relative to any suspensions of depository participants:

Fines for late submission of reports or instructions to the CDS.

DEPOSITORY FUNCTIONALITY AND SERVICES; USE OF AGENTS

Certain functionalities and services reduce risk to an investor if provided in an efficient manner. The purpose of this section is to identify those functionalities that may potentially be offered by depositories and clearing systems around the world, and ascertain whether they are offered by your institution.

26. For which of the following security types do you serve as a depository or clearing system? (Choose all that apply.)

Government securities, Equities, Corporate bonds, Others (please answer 26a)

26a. Please name the other security types:

We will perform the clearing and settlement of index and single stock futures that will be traded on the Stock Exchange of Mauritius in the near future.

27. Is the use of the depository in your market compulsory by law or compulsory by market practice for the settlement or safekeeping of all instrument types in your market (e.g. equities, government securities, corporate bonds, money market instruments, warrants, derivatives etc). (Choose all that apply.)

Yes by law for settlement, but not for all instrument types (please answer 27a), Yes by market practice for safekeeping, but not for all instrument types (please answer 27b)

27a. Please list the instrument types for which it is not compulsory by law to:

(i) settle in your depository

The law requires that all trades that are effected on the Stock Exchange of Mauritius must be settled by the depository. Government securities are generally traded over-the-counter through the central bank and commercial banks and these trades are not settled by the depository. All trades in equities must be effected on the Stock Exchange of Mauritius and must be settled by the depository. Futures contracts on indices and single stocks will be traded on the exchange and will be cleared and settled by CDS.

27b. Please list the instrument types for which it is not compulsory by market practice to:

(i) settle in your depository

Government securities that are not traded on the Stock Exchange of Mauritius.

28. Settlement and Safekeeping Percentages

28a. Please list by instrument type the percentage of the total market in your jurisdiction (either volume or value) settled within your institution, exclusive of your links with third parties.

Equities - 100% Government securities- negligible (most transactions are done through the central bank and commercial banks)

28b. Please list by instrument type the percentage of the total market in your jurisdiction (either volume or value) held in safekeeping within your institution.

Equities - Official Market: 71% Equities - Development & Enterprise Market: 41% Government securities: negligible

29. Are there any activities performed by a third party on behalf of the depository for the depository participants (e.g., vaulting of physical securities, registration, entitlement processing, etc.)?

No

30. Has any participant suffered any losses in the past three years due to the depository's performance?

No

Other Services

31. Who accepts cash deposits (or makes payment credit accommodations) for depository transactions? (Choose all that apply.)

Neither/others (e.g. credit lines used; please answer 31b)

31b. If neither/others, please explain:

Cash is deposited in the bank accounts of participants. On settlement date, the participants' banks make the cash available to the Central Bank for settlement based on instructions issued by CDS.

32. Who processes cash clearing (or draws on credit lines, if applicable) for depository transactions? (Choose all that apply.)

Depository, Central Bank

33. Who controls the movement of cash for cash deposits (or draws on credit lines, if applicable)? (Choose all that apply.)

Neither/others (please answer 33b)

33b. If others, please explain:

Participants and their banks

34. Who controls the movement of cash for cash clearing (or for draws on credit lines, if applicable)? (Choose all that apply.)

Depository, Central Bank

35. Please indicate services you provide. (Choose all that apply.)

Information in advance on corporate (annual or special) meetings in order that owners can vote., Collateral handling in support of activities including securities lending, overdraft coverage, cash management, repurchase agreements, etc. Please provide details. (please answer 35c), Same day turnaround settlements., Information on distribution of new issues (IPO, Privatization).

35c. Collateral Handling: please provide details:

Pledging of securities held in the depository at the request of holders and in favour of lending institutions.

36. What procedures are in place for the processing of corporate action entitlements? (Choose all that apply.)

Credited to the securities account upon actual receipt by the depository.

37. What procedures are in place for the processing of interest and dividends?(Choose all that apply.)

Other (please answer 37d)

37d. If other please explain:

Interests and dividends are paid by the issuers directly to securities holders or their custodians.

Linkages With Other Central Securities Depositories (CSD) or International Central Securities Depositories (ICSD)

38. Please list all depositories or settlement systems to which you have an electronic link.

None

39. Are procedures and controls (firewalls) in place to avoid systemic collapse or contamination if one of the linked entities should experience business interruptions for whatever reason?

Not applicable

40. Has a business interruption recovery plan been developed in the event the linkages should become inoperable for any reason?

Not applicable

ACCOUNT STRUCTURES AND RECORDKEEPING

The purpose of this section is to identify the nature of accounts; the naming convention is employed, the level of segregation achieved, accessibility in the event of bankruptcy and the frequency of reporting generated from them.

41. Are participants permitted to maintain more than one account at the depository?

Yes (please answer 41a)

41a. If yes, please indicate number: (Choose one.)

An unlimited number of accounts.

42. Are participants required/permitted to segregate assets held for their own benefit from those they hold for their clients?

Yes (please answer 42a)

42a. If yes, is segregation required or simply permitted?

Required (please answer 42b)

42b. How does segregation occur? (Choose all that apply.)

By separately designated beneficial owner accounts.

43. Does the depository permit its participants to open accounts in the participant's own nominee name(s)?

No

44. In the event a participant's single account is blocked for any reason (e.g., insolvency, penalties, violations, liens), would securities held in the account on behalf of the participant's clients be accessible:

44a. By the participant's clients?

Yes (please answer 44b)

44b. If yes, please describe briefly how clients of participants would access their securities and whether there would be any delay in their ability to do so:

In such situation the clients may access their holdings through another Participant. The appropriate procedures (CDS Procedures 9 - Transfer) for the transfer of the securities to accounts registered with other participants must be followed. There would not be any delay if these procedures are followed promptly.

44d. By the intervening authorities controlling insolvency or other proceedings?

No

44g. By the participant's creditors?

No

44j. By the depository's creditors?

No

45. In what form does the depository maintain records identifying the assets of each participant? (Choose all that apply. Please refer to "Help" for clarification.)

Computer file (please answer 45b), Computer tape (please answer 45b)

45b. In which format is the source data maintained?

Data is stored in Oracle database tables.

46. Rule 17f-7 requires that an Eligible Securities Depository "provides periodic reports to its participants with respect to its safekeeping of assets, including notices of transfers to or from any participant's account."

Does the depository make available periodic safekeeping reports to participants, including notices of transfers to or from the participant's account?

Yes (please answer 46b)

46b. If yes, please indicate the scheduled frequency: (Choose one.)

Daily

47. What is your document retention policy for documents described in previous question? (Choose one.)

Other (please answer 47a)

47a. If other, please explain:

10 years

SETTLEMENTS

The purpose of this section is to identify the model of settlement employed, the relationship between cash and securities, and the basis on which participants meet their obligations.

48. The Committee on Payment and Settlement Systems of the Bank for International Settlements (BIS) has identified three common structural approaches or models for linking delivery and payment in a securities settlement system. Please indicate which model your procedures most closely resemble (Please refer to details on the models within the "Help" section located below this question): (Choose all that apply.)

Model 2 - Gross Settlements of Securities Transfers Followed by Net Settlement of Funds Transfers. (please answer 48a)

48a. How do your settlement procedures vary from the model chosen above?

On settlement date (T+3), securities are settled on a gross basis (trade-for-trade settlement) immediately after the central bank confirms the final and irrevocable transfer of funds by a net settlement mechanism conform to the Lamfalussy Recommendations. The settlement model is the reverse of Model 2.

Question 48 Help:

Model 1 - Gross, Simultaneous Settlements of Securities and Funds Transfers. These systems settle transfer instructions for both securities and funds simultaneously on a trade-by-trade (gross) basis, with final (irrevocable and unconditional) transfer of securities from the seller to the buyer (delivery) occurring at the same time as final transfer of funds from the buyer to the seller (payment). The securities settlement system maintains securities accounts and funds accounts for participants. Transfer of securities and cash are made by book-entry.

Model 2 - Gross Settlements of Securities Transfers Followed by Net Settlement of Funds Transfers. These systems settle securities transfer instructions on a trade-for-trade (gross) basis, with final transfer of securities from the seller to the buyer (delivery) occurring throughout the processing cycle, but settle funds transfer instruction on a net basis, with final transfer of funds from the buyer to the seller (payment) occurring at the end of the processing cycle.

The securities settlement system maintains securities accounts for participants, but funds accounts are usually held by another entity (often a commercial bank or the central bank). Securities are transferred by book-entry, such transfer being final at the instant the entries are made on the securities settlement system's books. The corresponding funds transfers are irrevocable, but not final. During the processing cycle, the system calculates running balances of funds debits and credits, the balance being settled at the end of the processing cycle when the net debit and net credit positions are posted on the books of the commercial bank or central bank that maintains the funds accounts. Settlement of funds accounts may occur once a day or several times a day.

Model 3 - Simultaneous Net Settlement of Securities and Funds Transfers. These systems settle transfer instructions for both securities and funds on a net basis, with final transfer of both occurring at the end of the processing cycle. Settlement may occur once a day or several times a day. The securities settlement system maintains securities accounts for participants. Funds accounts may be maintained by another entity, either a commercial bank or the central bank.

During a processing cycle, running balances of debits and credits to funds and securities accounts are calculated. All funds and securities transfers are provisional until the end of the processing cycle, at which time book-entry transfer of securities take place. If and only if all participants have sufficient balances of funds and securities, final transfers of the net securities balances and net funds balances are executed.

49. Are the cash and security movements simultaneous?

Yes

OWNERSHIP OF SECURITIES

The purpose of this section is to determine how ownership of securities is represented, the ways the depository maintains ownership or control of securities held in the depository, and the extent to which ownership of assets held by the depository is separated from the proprietary assets of the depository.

50. How are depository eligible securities held by the depository?

Securities in the depository are held in dematerialized form.

51. If depository eligible securities are certificated, can depository eligible securities be held outside of the depository?

Securities may move freely into and out of the depository. (please answer 51h)

51h. If depository eligible securities may be held either in or out of the depository, are these certificates:

Registered (please answer 51i)

51i. What are the control features for receipt of certificates to the depository (e.g., authentication procedures, re-registration)? Please describe:

The serial number of each certificate deposited is recorded in the CDS system. Each time a deposit is made, the system verifies that the certificate has not been deposited previously and also that the certificate has not been declared lost or stolen. In such cases the deposit is rejected. Deposited certificates are then forwarded to the registry of the issuer for the confirmation of the authenticity thereof. Securities accounts are credited only upon receipt of the written confirmation of the authenticity of the certificate from the registry of the issuer.

52. If securities are dematerialized:

May dematerialized security positions be re-certificated and held outside the depository?

Yes (please answer 52a)

52a. Are the securities held: (Choose all that apply.)

Through book-entry at the depository, Through book-entry at a registrar or issuer (please answer 52b)

52b. Please identify which types of entities may act as registrars: (Choose all that apply.)

Issuers, Separate companies that perform registrar functions, Depository

52d. If the securities held by the depository are recorded by book entry at the registrar, are the securities registered only to the depository, with the depository providing the function of recording ownership on a centralized basis for the market? (Choose all that apply.)

Yes (please answer 52e)

52e. If yes, how are securities held at the registrar for the account of the depository? (Choose one.)

In the name of the depository

52i. If the securities held with the depository are recorded by book-entry at the registrar, what are the control features at the registrar for transfer of registrar positions to and from the depository (e.g., authentication procedures, reconciliation, confirmation of position at registrar)? Please describe:

Securities certificates that are deposited with the CDS are sent to the registry of the issuer for the confirmation of their authenticity. When confirming the authenticity, the registry transfers the securities in the name of the CDS and confirms the total quantity of securities recorded in the name of the CDS. Upon receipt of the confirmation of the authenticity of the certificates, the CDS credits the securities account of the holder and reconciles the total quantity of securities held in CDS with the position confirmed by the registry. Reconciliation of the positions therefore occurs on an on-going basis each time certificates are deposited or securities withdrawn.

53. Rule 17f-7 requires that an Eligible Securities Depository "maintains records that identify the assets of each participant and segregate the system's own assets from the assets of participants."

Does the depository maintain records that identify the assets of each participant and segregate the system's own assets from the assets of participants?

Yes

54. Does the law protect participant assets from claims and liabilities of the depository?

Yes

55. Can the depository assess a lien on participant accounts? (A lien would entitle the depository to take and hold or sell the securities of the participant in payment of a debt.)

Yes (please answer 55a)

55a. If yes, for what reasons are liens or similar claims imposed? (Choose all that apply.)

To secure payment for purchased securities

55c. Please indicate the limits of this lien as indicated below: (Choose one.)

The lien is limited to securities in the course of purchase and sale transactions, but does not extend to settled positions.

55e. If a lien is placed on a participant's account which has been designated for its clients, will the depository select certain securities to be subject to the lien?

Yes (please answer 55f)

55f. If yes, please indicate whether: (Choose one.)

The lien is placed on the most liquid securities in the account

55j. For accounts designated as client accounts, do procedures exist to restrict the placement of liens only to obligations arising from safe custody and administration of those accounts?

Yes (please answer 55k)

55k. If yes, are the restrictions accomplished by:

Contract between the depository and the participant

56. Transfer of Legal Ownership

Does the depository have legal authority to transfer title to securities?

Yes (please answer 56a)

56a. When does title or entitlement to depository securities pass between participants? (Choose one.)

When corresponding money or other consideration is transferred. (please answer 56c)

56c. Where does title or entitlement to depository securities pass between participants? (Choose one.)

On the depository books

HANDLING OF SECURITIES OUTSIDE THE DEPOSITORY ENVIRONMENT

The purpose of this section is to consider the process (and any risk inherent within such a process) that involves the safekeeping of client assets while they are being removed from a depository and being lodged into a depository.

57. How are eligible securities lodged in the depository system? (Choose all that apply.)

A participant delivers the security with a valid transfer deed or stock power or other transfer document to the depository which then effects registration.

58. When are securities lodged into the depository reflected in a participant's depository account? (Choose all that apply.)

Other (please answer 58a)

58a. Please explain:

Securities certificates that are deposited with the CDS are sent to the registry of the issuer for the confirmation of their authenticity and re-registration of the securities in the name of the depository. The registry has five business days for sending the confirmation to the CDS and re-registering the securities in the name of the depository. Upon receipt of the confirmation of the authenticity of the certificates, the CDS immediately credits the securities account of the holder.

59. How long does it usually take to lodge securities with the depository? (Choose one.)

3 days to 1 week

60. During the process of lodging securities into the depository, can the securities:

Be traded?

No (please answer 60c)

60a. During the process of lodging securities into the depository, can the securities:

Be settled?

No (please answer 60d)

60b. During the process of lodging securities into the depository, can the securities:

Have ownership transferred?

No (please answer 60e)

60c. If they cannot be traded, or if you answered other, please explain:

Securities are available for trade only after the securities account of the holder has been credited.

60d. If they cannot be settled, or if you answered other, please explain:

Securities can be settled only after the securities account of the holder has been credited.

60e. If ownership cannot be transferred, or if you answered other, please explain:

Securities certificates that are deposited with the CDS are sent to the registry of the issuer for the confirmation of the authenticity thereof and re-registration of the securities in the name of CDS. The registry has 5 business days to send the confirmation to CDS and re-register the securities in the name of the depository. CDS credits the securities account of the holder immediately upon receipt of the confirmation of authenticity. Ownership can be transferred only after the securities account of the holder has been credited.

61. Are securities immediately available for delivery upon transfer to the depository?

Yes

62. Please describe briefly the arrangements/procedures/facilities you maintain to ensure that eligible securities held at the depository are handled at least as efficiently as compared to securities held outside the depository, particularly in relation to income, corporate actions and proxy services.

On record date CDS provides the list of securities holders registered with it, to the registry of the issuer which then processes and

distribute income/corporate actions/proxy services directly to these securities holders in a similar manner as for securities that are held outside the depository. CDS monitors the whole process with the registry.

63. How are eligible securities removed from the depository? (Choose one.)

Securities are re-certificated and re-registered into the name of the beneficial owner or a nominee.

64. How long does it usually take to remove securities from the depository? (Choose one.)

Other (please answer 64b)

64b. If other, please explain:

The withdrawal request is processed immediately as it reaches the CDS. However, the issuer has up to 14 days to issue a certificate in the name of the beneficial owner.

65. While the securities are being removed from the depository, can they:

65a. Be traded? (Choose one)

No (please answer 65b)

65b. Please explain:

When securities are withdrawn from CDS, the securities account of the holder is debited as soon as the withdrawal request reaches the CDS and therefore the securities can no longer be traded.

65c. Be settled?

No (please answer 65d)

65d. Please explain:

The securities account of the holder is debited as soon as the withdrawal request reaches the CDS and therefore the securities are not available for settlement.

65e. Have ownership transferred?

No (please answer 65f)

65f. Please explain:

The securities account of the holder is debited as soon as the withdrawal request reaches the CDS and therefore the securities are not available for any transaction.

STANDARD OF CARE

The purpose of this section is to understand the responsibility and liability that the depository has in providing services to its participants/members in the settlement and clearing of securities and/or cash, and to understand what type of protections exist for participants in the event of a participant failure/default.

Depository Liability

66. Does the depository accept liability (independent of any insurance coverage) for the following:

66a. Reconciliation errors with the registrar and/or the issuer?

Yes (please answer 66b)

66b. If yes, please check all of the following that apply:

Financial limits are imposed on the amount of liability assumed by the depository

66e. Theft of securities (either physical certificate or electronically from accounts at the depository) from the depository?

Yes (please answer 66f)

66f. If yes, please check all of the following that apply:

Financial limits are imposed on the amount of liability assumed by the depository

66i. Failure of the depository's systems that result in direct damages or losses to participants because they cannot use either securities or funds?

Yes (please answer 66j)

66j. If yes, please check all of the following that apply:

Financial limits are imposed on the amount of liability assumed by the depository

66m. Any loss caused by the depository due to errors, omissions or fraud that cause direct damages or losses to participants?

Yes (please answer 66n)

66n. If yes, please check all of the following that apply:

Financial limits are imposed on the amount of liability assumed by the depository

66q. The depository acting as the central counterparty?

Not applicable

66u. Does the depository guaranty settlement?

Yes (please answer 66v)

66v. Please explain how this is accomplished. What are the procedures and safeguards that permit the depository to guaranty settlement?

Section 3(8) of the Securities (Central Depository, Clearing and Settlement) Act 1996 states that the CDS shall establish and maintain a Guarantee Fund for the purpose of providing an indemnity against any default in respect of payments for or delivery of securities by any participant and of obligations of participants towards CDS. As required by the law the Guarantee Fund has been set up to guarantee the settlement of trades. In the event of a failure of a participant, the Guarantee Fund steps in the net settlement mechanism and makes good the obligations of the defaulting participant. The CDS is subrogated to all the rights and powers of the defaulting participant for the purpose of the seizure and sale of unpaid securities and of operating the Guarantee Fund. The resources available to the Guarantee Fund are as follows: - Collateral (letters of credit) submitted by brokers - Cash contributions by brokers - Cash contributions by CDS (5% of CDS fees on each transaction) - Line of credit from commercial bank. As a preventive measure, the net cumulative liability of each broker is not allowed to exceed a limit that is based on the amount of collateral submitted by the broker.

66x. Force majeure events, acts of God, or political events, etc.?

No

66+. In all cases where the depository assumes responsibility for direct or indirect or consequential losses, is the depository's liability limited by a standard of care determination?

Yes (please answer 66*)

66*. Please define the standard of care applied:

When acting in good faith and without negligence CDS is not liable

67. Do the depository's written contracts, rules, or established practices and procedures provide protection against risk of loss of participant assets by the depository in the form of?

67a. Indemnification

Yes (please answer 67b)

67b. Please explain (then please answer 67c):

CDS Rules 3.10 deals with CDS Liabilities. Rule 3.10.1 deals with Exclusion while Rule 3.10.2 deals with Limitation of Liability

67c. Please provide details of the relevant sections of the contracts, rules or practices where this information is found.

'Rule 3.10 CDS Liability 3.10.1 Exclusion. When acting in good faith and without negligence, CDS is not liable to any Participant or holders of Securities Accounts under its management for: a) any loss of opportunity, profit, market, goodwill, interest or use of money or Securities; b) any other special, indirect or consequential loss, damage, expense, liability or claim; c) any loss in respect of which the Participant indemnifies CDS; which is suffered or incurred by any Participant or holders of Securities Accounts under its management arising from or related to the Services. 3.10.2 Limitation. CDS' liability in respect of any Service to any Participant, for a loss not excluded by the Rules and arising from any cause, does not in any event exceed the net amount that CDS recovers from its insurers or any other person for any such loss. Where more than one Participant or holders of Securities Accounts suffer or incur a loss for which CDS accepts such limited liability, the net amount recovered by CDS is distributed among all such Participants and holders of Securities Accounts in a fair and equitable manner determined by CDS.'

67d. Insurance

Yes (please answer 67e)

67e. Please explain (then please answer 67f):

CDS Rule 3.10.3 requires CDS to obtain and maintain policies of insurance including professional indemnity insurance.

67f. Please provide details of the relevant sections of the contracts, rules or practices where this information is found.

'Rule 3.10.3 Insurance. CDS takes reasonable steps to obtain and maintain one or more policies of insurance for such amounts and coverage as CDS may reasonably determine in the best interests of CDS and Participants, and provided such insurance is available at a reasonable cost. A policy of insurance maintained by CDS is open to Participant inspection at the time and place determined by CDS. CDS notifies Participants of any material reduction in the coverage or amount of any policy of insurance maintained by CDS.'

67g. Acknowledgement of liability for losses caused by depository's own actions.

Yes (please answer 67h)

67h. Please explain (then please answer 67i):

CDS Rules 3.10.1 and 3.10.2

67i. Please provide details of the relevant sections of the contracts, rules or practices where this information is found.

See 67c above

67j. Other

No

68. Is the depository immune from legal action in its own jurisdiction?

No

Security Control

69. How do participants receive information (view actual settlement of trades, movement of securities on their accounts, etc.) and see the status of their accounts? (Choose all that apply.)

By direct electronic link, By receipt of physical account holding statements

70. Do participants have access to affect their holdings, including confirming and affirming trades, movement of securities on their accounts, etc.?

Yes (please answer 70a)

70a. How is access given to participants? (Choose all that apply.)

By direct electronic link (please answer 70b)

70b. Please select type of electronic link:

Secured, leased, dedicated telephone line

71. Regarding data security:

71a. Are passwords used by participants to access their accounts?

Yes

71c. Does each user have a unique user ID?

Yes

71e. Are passwords regularly changed?

Yes (please answer 71f)

71f. How often?

Every 30 days

71h. Is there a user lock-out after a pre-set number of unsuccessful User ID attempts?

Yes (please answer 71i)

71i. How many?

3

72. Does the depository communicate with other market entities such as stock exchanges, payment systems, clearing houses, etc., by secured linkages?

Yes (please answer 72a)

72a. Please explain:

The Automated Trading System of the Stock Exchange of Mauritius and the CDS system run on different servers on the same secured Local Area Network. There is a real-time interface between the two systems. Both systems are managed by the same IT team. The Stock Exchange of Mauritius has outsourced the systems management of the Automated Trading System to the CDS. Currently there is no real-time link with the payment system. Information is transmitted to the Central Bank through e-mail and hard-copy reports. The CDS performs both depository and clearing functions.

73. How does the depository communicate with other market entities?

73a. Stock Exchanges (Choose all that apply.)

Secured, leased, dedicated telephone line

73b. Payment Systems (Choose all that apply.)

Internet, Fax, Paper/other

73c. Clearing Houses (Choose all that apply.)

Not applicable

73d. Registrars (Choose all that apply.)

Secured, leased, dedicated telephone line, Fax, Paper/other

74. How is access to the physical building controlled? (Choose all that apply.)

By guards, By electronic keys/personal ID card, By alarm system

75. What are the vault security procedures for the safekeeping of physical paper? (Choose all that apply.)

Not applicable; no vault is maintained

Participant Default Protections Resulting from a Participant Failure

76. If a participant defaults, how is the loss covered? (Choose all that apply?)

The depository guaranty fund covers the loss

77. During the past three years, has there been a situation where a participant defaulted which resulted in a significant loss?

No

78. Does the depository have a guaranty fund independent of stock exchange or other market guarantees?

Yes (please answer 78a)

78a. If yes, please respond to the following questions:

What is the size of the fund (then please answer 78b)?

Rs (Mauritian Rupees) 82.5 million (including Letters of Credit submitted by participants and a stand-by line of credit of Rs 50 M from the Fund's bank).

78b. How is the size of the fund determined? (Choose one.)

Other (please answer 78c)

78c. If other, please explain:

Each broker participant contributed Rs 100,000 at the inception of the Fund, subsequently any new broker must contribute an amount that is proportionate to the size of the fund. The CDS contributes 5% of the fees that it levies on transactions, to the Fund. Broker participants also submit Letters of Credit as collateral. The amount of these Letters of Credits depend on the moving average cumulative liability of brokers over the past 12 months as well as on their risk and fixed expenditure requirements as set out in the Financial Resources Requirements.

78d. How is the fund financed? (Choose one.)

Other (please answer 78g)

78g. If other, please explain:

The fund is financed by an initial cash contribution by broker participants (each broker contributed Rs 100,000 at the inception of the Fund, subsequently any new broker must contribute an amount that is proportionate to the size of the fund.) The CDS contributes 5% of the fees that it levies on transactions to the Fund. Investment income from cash received is ploughed back in the fund. The cash position of the fund as at June 2009 was Rs 20.6 million. The fund can also draw on Letters of Credit deposited by broker participants, which amounted to a total of Rs 11.9 million as at June 2009, to meet defaults. The unsecured stand-by line of credit available to the fund from its bank was increased from Rs 25 million to Rs 50 million in September 2007.

78h. Who is covered by the fund? (Choose all that apply.)

Direct depository participants only

78j. When is the guaranty fund used? (Choose all that apply.)

When a broker defaults, Other (please answer 78k)

78k. If other, please explain:

The Fund is used when a broker participant fails to meet its settlement obligations. The Fund can also be used when a broker fails to meet other financial obligations towards the CDS (e.g non payment of CDS fees).

79. Does the depository have forms of oversight management for assessing and monitoring of the following? (Choose all that apply.)

Participant eligibility requirements, Participant volumes, Participant financial strength, Collateral requirements for participants (please answer 79b), Debit caps for participants (please answer 79c), Settlement controls that minimize or eliminate the risk of default by a participant (please answer 79d), Blocking of securities movement before receipt of payment, Blocking payment until securities are moved, Other forms of risk management used for assessing and monitoring participant exposures (please answer 79i)

79b. Please explain the requirements:

The value of the Letters of Credit depends on the value of transactions performed by each participant over the past 12 months from the date at which the required minimum amount of the collateral is determined.

79c. Please explain how these debit caps work:

The amount of the letter of credit submitted by each Participant determines the limit for the Participant's net cumulative liability towards the CDS. This is monitored on a daily basis. The Settlement Limit is calculated as follows: $SL = (RLC + ALC + GFC)/0.18 + CSP$ where, SL : Settlement Limit RLC : Required Letter of Credit ALC : Additional Letter of Credit GFC : Guarantee Fund Contribution CSP : Capital Surplus

79d. What type or types of settlement controls (Choose all that apply.)

Blocking or freezing of securities positions (please answer 79e), Controlling DVP settlement (please answer 79f), Simultaneous DVP (please answer 79g)

79e. Please explain:

Securities are not available for any other transaction as from the moment when a sell transaction is allocated to a securities account.

79f. Please explain:

Brokers can allocate a sale to a securities account only if the balance in that account is sufficient to settle the trade. Moreover, there is a close monitoring with the central bank and settlement banks to verify the availability of funds on settlement date. Securities are not transferred if there is a funds default. In such a situation the Guarantee Fund steps in the net settlement mechanism to make good the obligations of the defaulting participant.

79g. Please explain:

On settlement date, CDS transfers securities from sellers' securities accounts to buyers' securities account immediately upon receipt of the confirmation of funds transfer from the central bank.

79i. Please explain briefly how these work:

Participants are required to have sufficient adjusted liquid capital to cover their risks and fixed expenditure requirements. This is monitored on a monthly basis. Participants are required to submit Financial Resources Requirements returns on a monthly basis. These returns are analysed and reviewed by the Business Conduct Committee of the CDS.

80. Does the stock exchange have default protections that extend to the depository, such as the following? (Choose all that apply.)

Financial requirements for stock exchange membership

BUSINESS RECOVERY PLAN

This section is intended to identify key aspects of the depository's Business Recovery Plan (BRP), including testing requirements and past results, expected recovery time periods, and the independent review and validation (if any) of the BRP.

81. Do you have a formal business recovery plan?

Yes (please answer 81a)

81a. Does your Business Recovery Plan include: (Choose all that apply.)

Back-up of all computer files, Off-site data storage, Back-up files stored and locked, Off-site operations facility

81b. Please identify both the frequency and the last date of testing for the following third party:

Depository participants/members

Three times a year Last date of testing - 14 September 2009

81c. Please identify both the frequency and the last date of testing for the following third party:

Stock exchange

Three times a year Last date of testing - 14 September 2009

81d. Please identify both the frequency and the last date of testing for the following third party:

Central bank

Three times a year Last date of testing - 14 September 2009

81e. Please identify both the frequency and the last date of testing for the following third party:

Local brokers

Three times a year Last date of testing - 14 September 2009

81f. Please identify both the frequency and the last date of testing for the following third party:

Any other third party

82. How quickly can the main system be reactivated in the event of an outage? (Choose one.)

1 - 4 hours

83. If a back-up system exists, how quickly can the back-up system be activated in the event of the main system failing? (Choose one.)

1 - 4 hours

84. Will the depository publicly announce any system interruption?

Yes (please answer 84a)

84a. To whom will the depository disclose any system interruptions? (Choose all that apply.)

To the depository regulators, To all direct participants, To direct and indirect participants, To the public via the internet (please answer 84b), In the press (please answer 84c)

84b. If so, please list webpage address:

<http://www.stockexchangeofmauritius.com/>

84c. If so, please list all publications:

Local press

84e. How will the depository disclose any system interruptions? (Choose all that apply.)

By e-mail, By telephone, Public announcement, Press release

85. In the past three years, has it been necessary to activate the recovery plan in a live situation?

No

PERFORMANCE, INSURANCE, AND LOSS

This section is intended to identify the level of insurance maintained by the depository, and the extent to which coverage would extend to financial loss incurred by participants and their clients, including but not limited to losses resulting from operating performance, security breaches, and employee negligence or misconduct.

86. Has there been any material loss by the depository during the past three years?

No

87. Has the depository been subject to any litigation involving a participant during the past three years?

No

88. Has the depository realized revenues sufficient to cover expenses during the past three years? (Choose one.)

Yes for all three years

89. Does the depository maintain a reserve for operating losses?

Yes (please answer 89a)

89a. Please describe and indicate reserve amount:

The objective of the Company is to provide an acceptable return to its shareholders whilst at the same time continuing to build up its reserves to ensure its own business continuity. As at June 2009, the reserves of the CDS amounted to Rs 82.5 Million, which is equivalent to about five years' expenditure.

90. Has the regulatory body with oversight responsibility for the depository issued public notice that the depository is not in current compliance with any capital, solvency, insurance or similar financial strength requirements imposed by such regulatory body?

No

90b. In the case of such a notice having been issued, has such notice been withdrawn, or, has the remedy of such noncompliance been publicly announced by the depository?

91. Does the depository have insurance for Default?

Yes (please answer 91a)

91a. What is the amount of the coverage?

Rs (Mauritian Rupees) 15 million

91b. What is the amount of the deductible?

Rs 850,000

92. Does the depository have insurance for Fidelity?

Yes (please answer 92a)

92a. What is the amount of the coverage?

Rs 15 million

92b. What is the amount of the deductible?

Rs 850,000

93. Does the depository have insurance for Operational Errors?

Yes (please answer 93a)

93a. What is the amount of the coverage?

Rs 15 million

93b. What is the amount of the deductible?

Rs 850,000

94. Does the depository have insurance for Errors and Omissions?

Yes (please answer 94a)

94a. What is the amount of the coverage?

Rs 15 million

94b. What is the amount of the deductible?

Rs 850,000

95. Does the depository have insurance for Computer Fraud?

Yes (please answer 95a)

95a. What is the amount of the coverage?

Rs 15 million

95b. What is the amount of the deductible?

Rs 850,000

96. Does the depository have insurance for the Premises?

Yes (please answer 96a)

96a. What is the amount of the coverage?

Rs 6,500,000

96b. What is the amount of the deductible?

Rs 30,000

97. Does the depository have any other insurance?

Yes (please answer 97a)

97a. If so, what is it for?

1. Employer's Liability; 2. Public Liability; 3. Directors & Officers' Liability

97b. What is the amount of the coverage?

1. Rs 100 million; 2. Rs 15 Million; 3. Rs 15 million

97c. What is the amount of the deductible?

1. Rs 3,500; 2. Rs 3,500; 3. Rs 350,000

98. Who is the insurance carrier? If more than one insurance carrier, please list each carrier here and provide your responses to questions 98a and 98b in corresponding order.

Swan Insurance Ltd

98a. Who is the insurance carrier's parent company, if applicable? (If inapplicable, simply type n/a.)

n/a

98b. What is the term of the policy?

Annual

98c. Who does the insurance cover? (Choose all that apply.)

Depository

99. If you feel that you would like to provide additional details on any of the given answers, feel free to provide any additional comments here (maximum of 5,000 characters) or prepare an additional document identifying the question (s) you are commenting on and upload the document under 99a:

99a. Upload document here:

PUBLIC AVAILABILITY

100. The AGC encourages respondents/depositories to make their answers to this questionnaire publicly available. Will you be making your response publicly available? (For additional guidance, please review the help feature to this question.)

Yes (please answer 100a)

100a. If yes, how will you be making it publicly available: (Choose all that apply.)

Web site (please answer 100b), By individual request with depository (please answer 100c)

100b. Please provide web site address of publicly available questionnaire:

<http://www.stockexchangeofmauritius.com> (under CDS)

100c. Please provide name of contact at depository who has been designated to receive such requests (then please answer 100d).

Vipin Mahabirsingh, Managing Director

100d. How would they prefer to be contacted? (Choose all that apply.)

Telephone (please answer 100e), Facsimile (please answer 100f), By mail/air courier (please answer 100g), By e-mail (please answer 100h)

100e. Please provide telephone number:

+230-2113507

100f. Please provide facsimile number:

+230-2116880

100g. What is the preferred street address for mailing requests?

4th Floor, One Cathedral Square, 16, Jules Koenig Street, Port Louis, Mauritius

100h. What is the preferred e-mail address for such requests:

vipin.mahabirsingh@cds.intnet.mu

100j. Please be sure your contact details are updated. Your contact information is located in the first section of Part One within this questionnaire.

You have reached the end of the questionnaire. Please be sure to print your responses and review them prior to changing Datasheet Progress to "Completed" under Part Two. (To print, select the printer friendly link at the top of the questionnaire.) When you are prepared to submit your answers, please return to Part One and Part Two of the questionnaire and change Datasheet Progress to "Completed". The members of The Association of Global Custodians thank you for your time and for your helpful response.

Please provide any comments you have regarding the questionnaire.