

Attachment B

Form FP-NMA

Application Contact Information

Provide the following information for the person who will be the primary contact for the Funding Portal (“FP”) Applicant during FINRA’s review of the Funding Portal - New Member Application (“FP-NMA”). Note that this is the person to whom FINRA will direct application-related questions and correspondence.

Contact person

First name	<input type="text"/>
Last name	<input type="text"/>
Email address	<input type="text"/>
Phone number	<input type="text"/>
Fax number	<input type="text"/>

Mailing address

Company name	<input type="text"/>
Street address, line 1	<input type="text"/>
Street address, line 2	<input type="text"/>
City	<input type="text"/>
State	<input type="text"/>
Country	<input type="text"/>
Postal Code	<input type="text"/>

I. General Information

Provide the following business information regarding the FP Applicant:

- a. Full Name of FP Applicant;
- b. SEC File Number or IRS Tax Number;
- c. Any Other Name(s) Under Which Business Is or Will Be Conducted;
- d. Business Address;
- e. All Website Addresses Where Business Is or Will Be Conducted;
- f. Legal Status of FP Applicant (e.g., Corporation, Limited Liability Company (“LLC”), Partnership, Sole Proprietorship, or Other);
- g. State/Country of Formation;
- h. Date of Formation; and
- i. [Attach](#) corporate or analogous formation documents of the FP Applicant, and any amendments thereto.

II. Ownership

- a. [Attach](#) a current copy of the FP Applicant’s completed SEC Form Funding Portal including all schedules and, as applicable, disclosure reporting pages.
- b. Is the copy of the FP Applicant’s completed SEC Form Funding Portal accurate?

Yes No

If ‘No’ is selected above, provide a detailed explanation of any changes.

- c. [Attach](#) an organizational chart depicting: (i) the direct and indirect ownership structure and percentage interests in the FP Applicant held by entities and individuals; and (ii) any subsidiaries of the FP Applicant.

III. Associated Persons

- a. Executive Officers
Provide the names and CRD numbers (if applicable) of the individuals performing the following roles or their functional equivalents:
 - i. Chief Executive Officer;
 - ii. Chief Financial Officer;
 - iii. Chief Operations Officer; and
 - iv. Chief Compliance Officer.

- b. Supervisory Personnel
Attach an organizational chart depicting the FP Applicant’s supervisory personnel and reporting lines.

IV. Activities, Procedures, and Controls

- a. Business Model and Activities
Provide a detailed written description of the FP Applicant’s business model. Include, at a minimum, a description of:
 - i. the forms of compensation that will be paid to the FP or its associated persons;
 - ii. any referral fees or transaction based compensation that the FP or associated persons will pay to others;
 - iii. the types of securities to be presented to investors;
 - iv. any limitations on the types of issuers that will be presented;
 - v. how issuers will be presented to investors (e.g., website, social media platform); and
 - vi. the type and scope of any other business activities the FP Applicant intends to conduct.

- b. Recordkeeping
Describe in detail the recordkeeping policies, procedures and systems to be used by the FP Applicant.

- c. Attach the FP Applicant’s written procedures. The written procedures must address, at a minimum, the following subjects:
 - i. Anti-money laundering;
 - ii. Communications with the public;
 - iii. Collection, retention, protection and review of investors’ information;
 - iv. Disclosure requirements;
 - v. Due diligence;
 - vi. Investor education and affirmation; and
 - vii. Supervision.

Please ensure that the written procedures clearly state:

- i. Who: the identification of the person responsible for conducting the subject procedure;
- ii. What: a description of the specific procedure that is to be conducted by the person responsible;
- iii. When: a statement as to when or how often the specific procedure is to be conducted; and
- iv. How evidenced: a statement as to how the FP Applicant will evidence the fact that the procedure has been conducted.

- d. **Restricted or Prohibited Activities**
The federal securities laws prohibit FPs from certain conduct, including: offering investment advice or recommendations; soliciting purchases, sales, or offers to buy the securities offered or displayed on its website or portal; compensating employees, agents, or other persons for such solicitation or based on the sale of securities displayed or referenced on its website or portal; holding, managing, possessing, or otherwise handling investor funds or securities; and any other activities prohibited by the SEC.
- i. **Attach** a signed statement, executed by an FP Applicant’s officer (or functional equivalent) that procedures are in place to adhere to such prohibitions and that the FP Applicant’s officers (or functional equivalents) are responsible for and maintain a system of controls and supervision to ensure compliance.
 - ii. **Attach** written procedures addressing how the FP Applicant will comply with the prohibitions (the written procedures must clearly provide the information outlined above regarding who, what, when, and how evidenced).

V. **Systems, Facilities, and Contractual Relationships**

- a. **Systems**
Describe the operational systems the FP Applicant will use to conduct its business and the controls (e.g., change management, limitations on access to underlying data) to be utilized for such systems.

- b. **Business and Contractual Relationships**
Describe the business and contractual relationships the FP Applicant will maintain to conduct its business activities. This should include, without limitation and as applicable, descriptions of the following relationships:
- i. Banks;
 - ii. Broker-Dealers;
 - iii. Clearing corporations;
 - iv. Service bureaus;
 - v. Escrow agents;
 - vi. Transfer agents; and
 - vii. Technology service providers.

- c. **Attach** copies of any contracts or agreements relating to the relationships described above.
- d. **Attach** copies of any other contracts or agreements entered into by the FP Applicant for the performance by another party of any functions identified as prohibited activities in the SEA definition of “funding portal” as enumerated in SEA Section 3(a)(80)(A) through (E) (e.g., offering investment advice or recommendations; soliciting purchases, sales or offers to buy the securities offered or displayed on the FP Applicant’s website or portal; holding, managing, possessing, or otherwise handling investor funds or securities).

- e. Will the FP Applicant use pre-dispute arbitration agreements?

Yes No

- f. Insurance/Fidelity Bond
Attach a copy of the FP Applicant's fidelity bond.

VI. Funding

- a. Source of Funding
 - i. Use the spreadsheet below to identify all persons or entities that have contributed equity capital or debt financing to the FP Applicant's business and provide information regarding the type of capital or financing.

Date	Name of Funding Source	Funding Type (e.g., debt, equity)	Amount	Transfer Instrument (e.g., wire, check)

(If additional space is needed, please submit a separate document as an additional attachment containing the information and identifying the question to which the information pertains.)

- ii. **Attach** documentation reflecting all funding/capitalization of the FP Applicant. The documentation provided to reflect funding/ capitalization should include:
 1. For each source of funding: bank statements, checks, wire instructions (or the equivalent), audited financial statements, or other evidence demonstrating the funding source's ability to make such contribution.
 2. For the FP Applicant: bank statements, checks, or wire instructions (or the equivalent) covering each month that funds were deposited into the Applicant's account(s).
- b. Ongoing Operations
 - i. **Attach** a copy of any expense sharing agreement to be utilized by the FP Applicant.
 - ii. Describe plans for the FP Applicant's additional funding, should such funding become necessary in the future.

VII. Disclosure Information

- a. Identify whether the FP Applicant or any persons associated with the FP Applicant are the subject of a pending, adjudicated, or settled regulatory action or investigation by the SEC, the Commodity Futures Trading Commission, a federal, state, or foreign regulatory agency, or a self-regulatory organization; an adjudicated, or settled investment-related private civil action for damages or an injunction; or a criminal action (other than a minor traffic violation) that is pending, adjudicated, or that has resulted in a guilty or no contest plea. For each associated person, provide below the name, CRD number (if applicable), brief description of the action or investigation (including date of action or investigation), and role with the FP Applicant.

Name	CRD # (if applicable)	Event	Date of Event	Role with FP Applicant

- b. **Attach** a completed FP-SD Schedule.

- c. For any person identified above or in the attached FP–SD Schedule, provide a detailed description of the FP Applicant’s plan for heightened supervision of that person’s activities. In the alternative, [attach](#) a copy of the applicable heightened supervisory procedures.

Designated Signatory

I hereby certify under penalty of perjury under the laws of the United States of America, 18 U.S.C. § 1746, that the foregoing information provided by me on behalf of the FP Applicant is true and correct to the best of my knowledge, information, and belief and that I am legally authorized to make the foregoing certification on behalf of the FP Applicant.

Executed on: _____, 20____.

Executive Officer Signature: _____

Print Name: _____

Attachment C

Form FP-CMA

Application Contact Information

Provide the following information for the person who will be the primary contact for the Funding Portal (“FP”) member during FINRA’s review of the Funding Portal - Continuing Member Application (“FP-CMA”). Note that this is the person to whom FINRA will direct application-related questions and correspondence.

Contact person

First name	<input type="text"/>
Last name	<input type="text"/>
Email address	<input type="text"/>
Phone number	<input type="text"/>
Fax number	<input type="text"/>

Mailing address

Company name	<input type="text"/>
Street address, line 1	<input type="text"/>
Street address, line 2	<input type="text"/>
City	<input type="text"/>
State	<input type="text"/>
Country	<input type="text"/>
Postal Code	<input type="text"/>

I. General Information

- a. Full Name of FP Member;
- b. SEC File Number or IRS Tax Number;
- c. Business Address; and
- d. All Website Addresses Where Business Is or Will Be Conducted.

II. Proposed Ownership or Control Change Information

Using the list below, identify all proposed ownership or control changes for the FP member that require the filing of an application pursuant to Funding Portal Rule 110(a)(4):

- [] A change in the equity ownership, partnership capital, Limited Liability Company (“LLC”) membership interest, or other ownership interest of the FP member that results in one person or entity directly or indirectly owning or controlling 25 percent or more of the equity or partnership capital, LLC membership interest, or other ownership interest; or
- [] A change, directly or indirectly, of control persons of the FP member, other than the appointment or election of a natural person as an officer or director of the FP member in the normal course of business, regardless of whether such change occurred as a result of a direct or indirect change in the equity ownership, partnership capital, LLC membership interest, or other ownership interest in the FP member.

III. Impact of Proposed Ownership or Control Change

For each proposed ownership or control change selected above, provide an explanation addressing the impact of the proposed ownership or control change on the following components of the business of the FP member. If there will be no impact, please indicate “Not Applicable.”

- a. Impact on Owners or Control Persons
Please identify all:
 - i. New owners that will, directly or indirectly, own or control 25 percent or more, of the FP member; or
 - ii. Persons who will, directly or indirectly, control the FP member.

- b. Impact on Supervisory Structure and Personnel
 - i. **Attach** a chart depicting the ownership structure reflecting the changes that will occur as a result of the proposed ownership change.
 - ii. **Attach** a supervisory organization chart reflecting the changes to the supervisory personnel (identified specifically by name and title) that will occur as a result of the proposed ownership change.
 - iii. **Attach** a copy of the documentation evidencing the proposed ownership or control change (e.g., purchase agreement, corporate resolutions, or equivalent documentation evidencing the proposed change).

IV. Disclosure Information

- a. Identify whether the FP member or any persons associated (or to be associated) with the FP member are the subject of a pending, adjudicated, or settled regulatory action or investigation by the SEC, the Commodity Futures Trading Commission, a federal, state, or foreign regulatory agency, or a self-regulatory organization; an adjudicated, or settled investment-related private civil action for damages or an injunction; or a criminal action (other than a minor traffic violation) that is pending, adjudicated, or that has resulted in a guilty or no contest plea. For each associated person, provide below the name, CRD number (if applicable), brief description of the action or investigation (including date of action or investigation), and role with the FP member.

Name	CRD # (if applicable)	Event	Date of Event	Role with FP Applicant

- b. For any person identified above or in the FP–SD Schedule, provide a detailed description of the FP member’s plan for heightened supervision of that person’s activities. In the alternative, **attach** a copy of the applicable heightened supervisory procedures.

Designated Signatory

I hereby certify under penalty of perjury under the laws of the United States of America, 18 U.S.C. § 1746, that the foregoing information provided by me on behalf of the FP member is true and correct to the best of my knowledge, information, and belief and that I am legally authorized to make the foregoing certification on behalf of the FP member.

Executed on: _____, 20____.

Executive Officer Signature: _____

Print Name: _____

Attachment D

FP–SD Schedule

NOTE: FINRA MAY PUBLICLY DISCLOSE THE INFORMATION PROVIDED ON THIS PAGE

Full Name of Funding Portal

SEC File Number

Statutory Disqualification Information

Indicate below whether this Funding Portal or any persons associated with this Funding Portal are subject to statutory disqualification as described in Securities Exchange Act (“SEA”) Section 3(a)(39).

- Neither this Funding Portal nor any of its associated persons are subject to a statutory disqualification as described in SEA Section 3(a)(39)
- This Funding Portal or one of its associated persons is subject to a statutory disqualification as described in SEA Section 3(a)(39) *(provide additional information below)*

Name	CRD Number (if applicable)	Event	Date of Event	Role with Funding Portal

(If additional space is needed, please submit a separate document as an additional attachment containing the information.)

[Attach](#) documentation (e.g., copy of court order, written description) regarding each event resulting in a statutory disqualification.

Designated Signatory

I hereby certify under penalty of perjury under the laws of the United States of America, 18 U.S.C. § 1746, that the foregoing information provided by me on behalf of the Funding Portal is true and correct to the best of my knowledge, information, and belief and that I am legally authorized to make the foregoing certification on behalf of the Funding Portal.

Executed on: _____, 20____.

Executive Officer Signature: _____

Print Name: _____

Attachment E

Funding Portal Rule 300(c) Form (with explanations of fields)

Funding Portal Rule 300(c) Reporting Requirements – Disclosure Events

All fields marked with * are mandatory

Date: *

Funding portal members will be required to enter the date (two-digit month, day and year (MM/DD/YY)) of the submission.

Funding Portal Member Information: *

Name of the Funding Portal Member:

SEC File Number:

Funding portal members will be required to enter the firm name and the firm's SEC File Number.

Contact Person Information: *

Name:

Telephone:

Email:

Funding portal members will be required to enter the name (first and last name), telephone number and email address of the individual that should be contacted if FINRA staff has any questions regarding the submission.

Associated Person Information: *

(only complete if the disclosure relates to an associated person)

Name:

Funding portal members will be required to enter the name (first and last name) of the associated person of the funding portal member, *if any*, to which the disclosure relates. If the disclosure only relates to the funding portal member, this field should be left blank.

Disclosure Event: *

(only check one box)

- (c)(1)(A)(i) External Finding or Named in a Regulatory Proceeding
- (c)(1)(A)(ii) Written Complaint Involving Certain Allegations
- (c)(1)(A)(iii) Subject to Other Regulatory Actions
- (c)(1)(A)(iv) Criminal Actions Involving Felonies and Certain Misdemeanors
- (c)(1)(A)(v) Associated with a Financial Entity Subject to Certain Actions
- (c)(1)(A)(vi) Civil Litigation; Arbitration Matters; or Certain Claims for Damages
- (c)(1)(A)(vii) Statutory Disqualification
- (c)(1)(B) Disciplinary Action Taken by a Funding Portal Against an Associated Person
- (c)(2) Internal Conclusion

Funding portal members will be required to check the most appropriate box identifying the type of disclosure. Each checkbox corresponds to a specific paragraph in Funding Portal Rule 300(c).

Discovery Date: *

Funding portal members will be required to enter the date (two-digit month, day and year (MM/DD/YY)) that they discovered the disclosure event. For purposes of paragraphs (c)(1)(A)(i) through (c)(1)(B) of the rule, this is the date that the funding portal member knew or should have known of the disclosure event. For purposes of paragraph (c)(2) of the rule, this is the date that the funding portal member concluded or reasonably should have concluded that a reportable violation occurred.

Additional Information:
(limit ____ characters)

This is a free text field that allows funding portal members to enter any additional information that they believe is pertinent to the disclosure.