



Portcullis (Cayman) Ltd

Economic Substance Return

For the purpose of this sample, mandatory fields are marked with an * Whereas fields marked with (*) are only mandatory in certain cases. When the form is available on the DITC Portal mandatory fields will automatically display as the form is completed.

The International Tax Co-Operation (Economic Substance) Law ("ES Law") requires every relevant entity ("Entity") that is carrying on a relevant activity to satisfy the economic substance test in relation to that relevant activity ("ES Test").

Each such Entity must prepare and submit to the Tax Information Authority ("Authority") an economic substance report ("ES Return" or "this form") for the purpose of the Authority's determination as to whether the ES Test has been satisfied in relation to that relevant activity.

The ES Return must be submitted within twelve months after the last day of the end of each financial year ("Period") commencing on or after 1 January 2019. If an Entity conducts more than one relevant activity during a financial year then it must prepare and submit a separate ES Return in relation to each such relevant activity.

Please refer to the ['Economic Substance For Geographically Mobile Activities Guidance'](#) issued by the Authority for information about the economic substance requirements.

Please refer to DITC Portal User Guide for further information on this form.

All monetary amounts should be provided to the nearest whole number. Zero ("0") will be acceptable for all fields requiring a numerical response.

1. Overview

Entity Name:	If change to Entity name is required, this will need to be done through the General Registry.
Is the Entity a Segregated Portfolio Company ("SPC") and conducts one or more relevant activities through a Segregated Portfolio? *	An SPC must specify the SP on whose behalf it is submitting the ES Return in the Segregated Portfolio name box. A separate ES Return must be submitted by the SPC for each SP that is required to file an ES Return. Likewise, an ES Return is required in respect of each relevant activity (i.e. one SP carrying on two relevant activities is required to submit two ES Returns). Alternatively, if an SP is tax resident outside the Islands then the SPC must complete and submit the Tax Resident Outside the Islands form in respect of that SP. Refer to point 19 on the Practice Point Document for more details.
Segregated Portfolio name (*)	
Period End Date (i.e. end of financial year) specified on ESN	
Period End Date (for purposes of this ES Return) *	The first Period will be the first financial year commencing after the operative date of the ES Laws. The Entity should refer to both the ES Law and The International Tax Co-Operation (Economic Substance)(Prescribed Dates) Regulations, 2018. Please refer to User Guide for examples.
Period Start Date (i.e. start of financial year) *	
Reporting Period	
Responsible Person	The Responsible Person may appoint secondary users on the DITC Portal.
IN: General Registry Number	If change to GR number is required, this will need to be done through General Registry.
TIN	
Type Income: Relevant Activity	The relevant activity should reflect the selection made on the ESN (or first one stated if more than one) but can be amended here. If the Entity has more than one relevant activity then it must select one relevant activity for the purpose of this ES Return and complete a separate ES Return for each one of its relevant activities.
Confirm the Entity met the definition of a "Pure Equity Holding Company" as outlined in the ES Law for the Period * If you answered "No" please proceed to Section 9.	The ES Law provides that a "pure equity holding company" means a company that only holds equity participations in other entities and only earns dividends and capital gains. Where No is selected the Entity will skip to "Other" section below.

2. Relevant Income

Currency used to complete this ES Return. *	The Entity must use one currency for all financial data in the ES Return.
Annual Income: Total income for the Period. *	The OECD NTJ schema uses the term "Annual Income". This element should contain the total annual gross income of the Entity (i.e. not limited to relevant income).
Gross Income: Total relevant income for the Period. * If you answered Gross Income as Zero "0", please proceed section 9.	The OECD NTJ schema uses the term "Gross Income". The ES Law defines relevant income as follows; "relevant income", in relation to an Entity, means all of that Entity's gross income from its relevant activities and

recorded in its books and records under applicable accounting standards. For the avoidance of doubt, relevant income for the purposes of the ES Law is gross income and not accounting income/profit. Gross income is equal to gross receipts/gross revenue, whether in the form of cash or property, which the Entity derived from its pure equity holding company business.

3. Type of Income

Total dividend income for the Period *

Total capital gains for the Period *

Total incidental income for the Period *

For example, incidental interest earned on a bank account. Please refer to Holding Company Sector Specific Guidance for further detail.

4. Entity Details:

Legal Address Type *

Address Free

Status

Is the Entity a constituent entity of an MNE Group for the purposes of the Country-by-Country reporting (CbCR) framework *

Name Group: Name of MNE Group, if different from Entity name

Address Free allows the input of address information in free text. It should only be used in exceptional circumstances when it is impossible to provide the address in the fixed format.

5. Immediate Parent Details:

How many Immediate Parents does the Entity have? *

Name of entity *

TIN or Similar *

TIN issued by (*)

Jurisdiction of tax residence *

Immediate Parent is defined in the Schedule to the ES Law. All fields relating to an Immediate Parent must be completed for each one.

This information is required under the ES Law. If "UNKNOWN" is selected please provide explanation in "Other" section below.

"NONE" for Entity does not have an Immediate Parent.

for additional immediate Parent details please complete a separate form

May be a corporate or a non-corporate entity, for example a partnership.

This data element provides the tax identification number (TIN) used by the tax administration of the jurisdiction of tax residence of the immediate parent. If the immediate parent does not have a TIN the value "NOTIN" should be entered.

This attribute describes the jurisdiction that issued the TIN. It should be always provided, unless NOTIN is entered in the TIN element.

Identification Number other than TIN *

This data element can be provided (and repeated) if there are other identification numbers (INs) available, such as a company registration number or an Entity Identification Number (EIN). If that Entity does not have any other INs, the value "NONE" should be entered.

Type of Identification Number (*)

Jurisdiction that issued other Identification Number (*)

Legal Address Type *

Address Free

Address Free allows the input of address information in free text. It should only be used in exceptional circumstances when it is impossible to provide the address in the fixed format.

Other (Please specify)

6. Ultimate Parent Details:

Ultimate Parent is defined in the Schedule to the ES Law.

Does the Entity have an Ultimate Parent? *

This information is required under the ES Law. If "UNKNOWN" is selected please provide explanation in "Other" section below.

Name of entity *

May be a corporate or a non-corporate entity, for example a partnership.

TIN or Similar *

This data element provides the tax identification number (TIN) used by the tax administration of the jurisdiction of tax residence of the ultimate parent. If the ultimate parent does not have a TIN the value "NOTIN" should be entered.

TIN issued by (*)

This attribute describes the jurisdiction that issued the TIN. It should be always provided, unless

Jurisdiction of tax residence *

Identification Number other than TIN *

This data element can be provided (and repeated) if there are other identification numbers (INs) available, such as a company registration number or an Entity Identification Number (EIN). If the Entity does not have any other INs, the value "NONE" should be entered.

Type of Identification Number (*)

Jurisdiction that issued other identification number (*)

Legal Address Type *

Address Free

Address Free allows the input of address information in free text. It should only be used in exceptional circumstances when it is impossible to provide the address in the fixed format.

Other (Please specify)

7. Ultimate Beneficial Owner (UBO) Details: -

How many Ultimate Beneficial Owners (UBO) does the Entity have? *

Last Name of UBO *

First Name of UBO *

TIN or Similar *

TIN issued by (*)

Jurisdiction of tax residence *

UBO Type: Type of ultimate beneficial ownership interest the UBO has with the Entity *

Legal Address Type *

Address Free

Other (Please specify)

8. Confirmations

Confirm the Entity has complied with all applicable filing requirements under the Companies Law during the Period *

Confirm the Entity has adequate human resources in the Islands, during the Period, for holding and managing equity participations in other entities. *

Confirm the Entity has adequate premises in the Islands, during the Period, for holding and managing equity participations in other entities. *

Ultimate Beneficial Owner is defined in the Schedule to the ES Law.
The provision of this information is optional unless the Entity answers "NO" in the Declaration Section below, in which case the provision of UBO information is mandatory
If "UNKNOWN" is selected please provide explanation in "Other" section below.
for additional Ultimate Beneficial Owner details please complete a separate form

This data element provides the tax identification number (TIN) used by the tax administration of the jurisdiction of tax residence of the UBO. If the UBO does not have a TIN, the value "NOTIN" should be entered.
This attribute describes the jurisdiction (Country) that issued the TIN. It should be always provided, unless NOTIN is entered in the TIN element.

Address Free allows the input of address information in free text. It should only be used in exceptional circumstances when it is impossible to provide the address in the fixed format.

Refer to section 4(5), ES Law.

9. Other

Please provide any other information that the Entity considers material in determining that it has adequate substance in the Islands for the Period.

This "Other" Section is optional.

10. Financial Statements / Books of Account

A copy of the Entity's financial statements or books of account for the relevant entity's financial year. *
(Please provide a copy to us via email.)

The entity should provide appropriate documents (i.e. financial statements or books of account) that give a true and fair view of the state of the Entity's affairs and to explain its transactions. For the avoidance of doubt, the Authority does not expect underlying documents such contacts and invoices. Furthermore for an Entity where only consolidated accounts are prepared, the documentation used to prepare the consolidated accounts and showing the Entity's affairs, would be sufficient.

11. Declarations

Based on the details provided in this ES Return, the Entity confirms that it has satisfied the ES Test for the Period in accordance with the ES Law. *

These declarations are made by the Entity. The Entity should ensure that the person who submits this ES Return has appropriate authority or permission to do so.

Where the Entity answers "NO" to this declaration, the UBO information outlined above will become a mandatory field.

By submitting this ES Return, the Entity:

- (a) Confirms that all information in this ES Return is accurate; and
- (b) Acknowledges that there are sanctions for knowingly or wilfully supplying false or misleading

Signed by
Authorised Signatory/ ES Contact Person
For and on behalf of

Date

Schedule 1

“immediate parent”, in relation to an entity, means a person that owns directly twenty-five percent or more of the ownership interest or voting rights in the entity;”

“ultimate beneficial owner” has the same meaning given to “beneficial owner” in section 244 of the Law (2020 Revision), which reference s247(3) to (5) of the Companies Law (2020 Revision) namely: -

(3) An individual (“X”) is a beneficial owner of a company (“company Y”) if the individual meets one or more of the following conditions in relation to the company—

(a) X must hold, directly or indirectly, more than 25% of the shares in company Y;

(b) X must hold, directly or indirectly, more than 25% of the voting rights in company Y;

(c) X must hold the right, directly or indirectly, to appoint or remove a majority of the board of directors of company Y.

(4) If no individual meets the conditions in subsection(3), X is a beneficial owner of company Y if X has the absolute and unconditional legal right to exercise, or actually exercises, significant influence or control over company Y through the ownership structure or interests described in subsection(3), other than solely in the capacity of a director, professional advisor or professional manager.

(5) If no individual meets the conditions in subsections(3) and(4) but the trustees of a trust (or the members of a partnership or other entity that, under the law by which it is governed is not a legal person) meet one of those conditions in relation to company Y in their capacity as such, X is a beneficial owner of company Y if X has the absolute and unconditional legal right to exercise, or actually exercises, significant influence or control over the activities of that trust (or partnership or other entity), other than solely in the capacity of a director, professional advisor or professional manager.

“ultimate parent” means a Constituent Entity of a Group that meets the following criteria —

(a) it owns directly or indirectly a sufficient interest in one or more other Constituent Entities of the Group such that it is required to prepare Consolidated Financial Statements under accounting principles generally applied in its jurisdiction of tax residence, or would be so required if its equity interests were traded on public securities exchange in its jurisdiction of tax residence; and

(b) there is no other Constituent Entity of the Group that owns directly or indirectly an interest described in paragraph (a) in the first mentioned Constituent Entity.