



DUE DILIGENCE REQUIREMENTS

DUE DILIGENCE INFORMATION IS REQUIRED ON EACH OF THE FOLLOWING:

1. **Each Shareholder holding 10% or more** of the shares or voting rights in the Company; **and**
2. **Each Beneficial Owner with 10% or more** interest in the Company; **and**
3. **Each Director** of the Company; **and**
4. **Any Authorized Signatory** nominated to sign on Company accounts; **and**
5. **Any other person who is otherwise able to exercise, directly or indirectly, effective control** of the Company, for example Attorneys, Investment Managers or Advisors.

FOR INDIVIDUALS

- A clear and certified true copy of a current Passport with specimen signature (or otherwise pre-signed); **and**
- A clear and certified true copy of proof of residential address (eg. credit card statement, utility bill, bank statement (not more than three (3) months old)).

FOR CORPORATE STRUCTURES

Where the shareholder or director of the company is a corporate entity, please provide clear and certified true copies of:

- Certificate of incorporation/establishment;
- Memorandum and Articles of Association;
- Register of members;
- Register of directors;
- For corporate director and corporate shareholder, an original signed statement addressed to Portcullis (Cayman) Ltd outlining their place of business, business activities, the authorized corporate representative and also confirming that they are in Good Standing. A draft template attached.
- For corporate director, an extract of a resolution appointing authorized signatories to sign for and on behalf of the director including specimen signatures.

AND

- Due Diligence requirements as is required for INDIVIDUALS, for EACH:
 - Ultimate beneficial owner who has either a 10% or more interest or voting right in the Cayman company (other than a listed company); and/or
 - who exercises control over the management of the Cayman company including 2 individual directors.

AND

Where the company is part of a multi-layered structure, please also provide:

- An organization chart showing the percentage of shareholdings owned by each intermediate company up to the level of the ultimate individual beneficial owners.

The organization chart must:-

- for every level, provide the following details:
 - the country where the company is registered/established
 - name of each director/s
 - the name of the shareholders, and their percentage ownership
- be certified by any Director of the Cayman company to be incorporated with the following or similar wording: "Certified as a correct representation of the beneficial ownership structure of [*name of Cayman company*]".

FOR LISTED COMPANIES IN AN EQUIVALENT JURISDICTION*

- Name of the listed company; **and**
- Name of the relevant stock exchange and stock code; **and**
- Verification that the company will be owned by the listed company (eg. Annual Report, written confirmation from the listed company, organization chart).

FOR TRUSTS (WHERE TRUSTEE IS REGULATED IN AN EQUIVALENT JURISDICTION*)

Clear and certified true copies of:

- Certificate of incorporation or establishment of the trustee, or other such document evidencing its establishment; **and**
- Evidence of the trustee's regulation in the recognized jurisdiction; **and**
- Trustee Declaration in the prescribed form.

FOR TRUSTS (WHERE TRUSTEE IS NOT REGULATED or NOT IN AN EQUIVALENT JURISDICTION* or ARE INDIVIDUALS)

- For each TRUSTEE, SETTLOR, PROTECTOR and other ASSET CONTRIBUTOR, due diligence requirements as for INDIVIDUALS or CORPORATE ENTITIES; **and**
- Trustee Declaration in the prescribed form

FOR PARTNERSHIP

- the Partnership Agreement, or other constitutive document;
- the register of interest from all partners (both limited and general), indicating name, address, occupations and percentages of ownership;
- a statement signed by a partner outlining the business activities and trading address of the partnership; **and**
- EUC Due Diligence documents for:
 - Each GP and LP;
 - Each person exercising effective control or who has the ability to give directions; **and**

- o Each person who operates or provides directions to operate the partnership's accounts on behalf of the partnership.

* A list of equivalent jurisdictions can be provided at request.

HOW TO CERTIFY DOCUMENTS

The Cayman Islands have strict requirements for certification of documents. It is very important that all copies provided to Portcullis are properly certified in accordance with the requirements below or there may be delays in your transaction.

Documents not properly certified will be returned.

1. **MUST** include the following statement/s:

- For copy of Passport/photographic identification with no specimen signature:

“Having seen the original from which this copy was made and witnessed the signing of this copy by the individual identified herein, I hereby certify this to be a true copy of the original and that the photograph bears a true likeness to the individual and the signature herein belongs to the individual identified herein.”

- For copy of Passport/photographic identification with specimen signature:

“Having seen the original from which this copy was made, I hereby certify this to be a true copy of the original and that the photograph bears a true likeness to the individual.”

- For other documents:

“Having seen the original from which this copy was made, I hereby certify this to be a true copy of the original.”

2. **MUST** be dated.

3. **MUST** be certified by an Approved Certifier.

4. Approved Certifier **MUST** be **independent** of the individual, trust or legal person for which the certification is being provided.

5. Approved Certifier **MUST** also provide the following details:

Full name printed clearly, signature, qualification/capacity in which they are providing the certification, contact address and phone number details.

6. Documents NOT IN ENGLISH will need to be translated in full and accompanied by a translation certificate in the prescribed form.

APPROVED CERTIFIERS:

Notary Public** / Certified Public Accountant / Registrar or Deputy Registrar of a court / Justice of the Peace / Legal practitioner / Solicitor / an officer or employee of a licensed bank, trust company or insurance company in a recognized

jurisdiction / an Associate Member of the Hong Kong Institute of Chartered Secretaries (HKICS) / an Associate Member of the Singapore Association of the Institute of Chartered Secretaries and Administrators (SAICSA) / Senior police officer / Customs officer / Immigration officer / an officer of an Embassy, Consulate or High Commission / Medical practitioner/ Director or Manager of a licensed entity/an employee of Portcullis.

** Note for Notary Publics: All Notary Public will be expected to use the certification statement provided (or similar) when certifying an identification document. Where the Notary Public's language is determined by law, please contact your Portcullis Representative for guidance prior to moving forward with the notarized document.

UPON REVIEW OF THE DOCUMENTS PROVIDED ABOVE, FURTHER CLARIFICATION MAY BE REQUIRED AND YOUR ASSISTANCE MAY THEREFORE BE REQUESTED FOR PROVISION OF FURTHER DOCUMENTATION.