

Strictly Private and Confidential



BACHMANN

Bachmann Trust Company Limited

F I D U C I A R I E S

Corporate Client Application Form

(A separate application form is required for each new corporate client)

Check List

Please enclose the following documents with your application form.

i. Company Authorisation Minute

A Certified Board minute or equivalent document is required from the company duly authorising the Corporate Representatives named in Part 2) to represent the company in any dealings with Bachmann.

ii. Copy Passports / National Identity Cards for Corporate Representatives

Good quality copies of current passports or national identity cards are required for each named Corporate Representative duly certified as a true copy by the Company Secretary or similar legal officer of the Company. (Where a Corporate Representative is also a Significant Shareholder please ignore this section (item ii) and move onto item iii below which gives details of the requirements for Significant Shareholders)

iii. Copy Passports / National Identity Cards for Significant Shareholders (Unquoted companies only)

Good quality copies of current passports or national identity cards are required for all “significant shareholders” named in part 3). Copy passports must be certified by one of their specified referees or another professional person such as a banker, lawyer or accountant. Where certification is carried out by another such professional person please ensure that the individual clearly prints their name, address and occupation under their signature. Please also note that the following wording should be included in respect to all certifications. “Having seen the individual and the identification document at the same time I certify this is a true copy and that the photograph is a reasonable likeness”

iv. Utility Bill / Invoice (Unquoted companies only)

A copy of a recent utility bill or invoice (e.g. gas, electricity or telephone) addressed to each of your “significant shareholders” at their main residence is also required.

v. Other Corporate Documents (Unquoted companies only)

The following additional corporate documents are required:-

- (a) A copy of the Certificate of Incorporation***
- (b) A copy of the latest audited accounts.***

vi. Trust and/or Company Formation Questionnaire(s)

Your completed and signed Trust and/or Company Formation Questionnaire(s) is also required.

Guidelines for completing this Application Form

In order that your application can be processed as quickly as possible, please read and complete all sections of this form and sign the Client Declaration. In particular would you please ensure that you have read, understood and accepted the Bachmann Terms and Conditions contained in Appendix I before signing the Client Declaration.

Some additional information and documentation is also required. In order to assist you, a checklist can be found on the page opposite. Please use this to double check that all the required items have been supplied and then forward the completed pack to:

Bachmann Trust Company Limited
P.O. Box 175
Frances House
Sir William Place
St Peter Port
Guernsey
Channel Islands
GY1 4HQ

If you are unsure about any issue when completing the form, please do not hesitate to contact your Responsible Director on +44 (0) 1481 723573.

Please note that although the processing of your application can commence on receipt of this completed pack, the professional references requested in part 4) are required before your application can be finalised. You are therefore strongly recommended to instruct your referees to provide Bachmann with suitable references as soon as possible in order to avoid any delays in the future processing of your application.

When your application has been processed and your requirements reviewed in more detail, a Letter of Engagement will be forwarded to you. This will summarise the services to be provided to you and subject to your agreement should be signed and returned prior to commencement of full operations.

1) **Corporate Details**

Company Name:

Company Number/Reference:

Country of Incorporation:

Registered Office Address:

Post Code:

Correspondence Address:
(if different from above)

Post Code:

Telephone No:

Facsimile No:

Email Address:

Web Address:

Corporate Status:
(tick as appropriate)

Private *(unquoted)*

Public *(unquoted)*

Public *(quoted)*

If public quoted company please state stock exchange(s) on which company shares are quoted:

Main activity of Company *(unquoted companies only)*:

Approximate Annual Turnover *(unquoted companies only)*:

Auditor's Name and address

Post Code:

Tax Advisor's Name and address
(if not the Auditor)

Post Code:

2) **Corporate Representatives**

Full names of Corporate Representatives authorised to deal with Bachmann:-

Name

Position held in Corporation

(i)

(ii)

(iii)

3) **Significant Shareholders:** *(Unquoted companies only)*

Local regulation requires that Bachmann carry out a full due diligence review of all the significant shareholders of each unquoted corporate client. For this purpose the significant shareholders of the company should be regarded as those members who alone or with associates are able to control 10% or more of the voting shares in issue. Please list all such significant shareholders and detail their respective percentage holding of company shares.

	Full names of significant shareholders	Occupation	Percentage of total Company shares held:
(i)			
(ii)			
(iii)			
(iv)			
(v)			

4) **References:** *(Unquoted companies only)*

In accordance with local regulations Bachmann is obliged to obtain 2 professional references confirming both the good standing and place of residence of all parties named as significant shareholders. One of the references must be from a recognised bank in the format specified in Appendix II(a) *(see attached)*. The other reference must be from one of the following:- your lawyer, your firm of accountants/financial advisers or your tax adviser. *(A draft letter of reference is contained in Appendix II(b) for the information and guidance of your professional referees).*

Please give details below of the professional person(s) or organisation(s) whom you will be instructing to provide Bachmann with suitable references for the significant shareholders referred to in 3) above.

	Shareholder's Name	Bank Referee	Second Referee
(i)		Name: Address:	
(ii)		Name: Address:	
(iii)		Name: Address:	
(iv)		Name: Address:	
(v)		Name: Address:	

In the event that there are more than five significant shareholders (as defined above) please note both their details and the details of their referees on the extra sheet provided at the end of the form.

5) **Funds Introduced**

In accordance with local Money Laundering regulations it is necessary to determine the origin of all funds/assets that may be introduced by a Corporate client to Bachmann. Therefore please give details as to the source of any funds and/or assets that are to be introduced to us. *(e.g. Describe the sale of business or the inheritance or the other source of wealth from which your funds/assets to be introduced are derived).*

6) **Complaints Procedure**

It is a requirement of the local governing body that you are informed of the Bachmann Complaints Procedure which is as follows:-

Complaints that you may have in respect to Bachmann services or conduct should be notified in writing to the director responsible for your account as detailed in your Letter of Engagement. On receipt of any such complaint the director will immediately review the position and report back to you as soon as possible with his findings and/or proposals.

Client Declaration

We, the undersigned, confirm that the information supplied is complete and correct to the best of our knowledge and belief at the time of submission and that there are no other facts of which Bachmann Trust Company Limited (“Bachmann”) should be made aware. We further confirm that we have been advised to take independent legal and taxation advice in respect of the proposed company and/or trust that we seek to establish with Bachmann (*details of which are contained in the attached Formation Questionnaire(s)*) and confirm that we have taken such legal and taxation advice as we consider necessary in respect of such structures. We further confirm that we have read, understood, accept and agree to be bound by the Bachmann Standard Terms and Conditions contained in Appendix I to this form. We further authorise Bachmann, its officers, directors and nominees in their capacity as directors/secretaries of any corporate entity that we establish with Bachmann to enter into an Administration Agreement with Bachmann governing the day to day running of that entity.

We confirm that we will take full responsibility for making all declarations that may be necessary in respect of tax liabilities emanating from the company and/or trust structures that we seek to establish with Bachmann and we further undertake that we shall not use such company and/or trust structures for any unlawful purposes.

We undertake to inform Bachmann, without delay, of any material changes to the information supplied in this form.

Dated theday of20.....

For and on behalf of

(Corporate Client Name)

(i) Signed by

Full name of signatory *(Please Print)*

Company Position

(ii) Signed by

Full name of signatory *(Please Print)*

Company Position

Appendix I

Bachmann Standard Terms and Conditions

Bachmann Trust Company Limited
Guernsey, C.I.

Standard Terms and Conditions (CSTC)

1. We, the undersigned client, instruct you, Bachmann Trust Company Limited, (which expression shall include each and every of your associate companies comprising "The Bachmann Group") to provide financial services to us including without limitation the establishment of such trusts and companies as we may from time to time request and the provision of administration, secretarial and accounting services, a registered office, directors, nominee shareholders and investment management and other related services for such trusts and companies. We understand that as offshore fiduciaries, your services do not include the provision of tax advice for other jurisdictions and consequently we recognise that it is our responsibility to obtain such advice on our own account and make any declarations and filings as may be necessary. We hereby direct you to accept instructions in respect of the foregoing by e-mail, or in writing or by facsimile signed by us in accordance with this general mandate or signed in accordance with the third party mandate (if applicable).
2. We hereby confirm that you are under no obligation to verify the validity of any instructions given in accordance with the arrangements set out above, except insofar as arrangements are made for the use of a test key, in which case we understand that you will only act in accordance with instructions accompanied by a correctly calculated test key number.
3. Notwithstanding the foregoing, we agree that you may at your complete and unfettered discretion, decline to act upon instructions given in writing, by facsimile or by e-mail where you consider them likely to contravene any Guernsey or international regulations or accepted local practice or where you consider them misleading or ambiguous and we undertake not to seek any redress against you in consequence of your declining to act upon any such instructions.
4. We confirm our agreement that fees will be charged in respect of these services in accordance with your published tariff, a copy of which is enclosed herewith, or as otherwise agreed in writing between us. We understand that this tariff and any other agreed fee basis is subject to review from time to time and that such review may result in a change of the fees charged.
5. In consideration of the foregoing we undertake to pay all invoices raised in connection with such services, and to reimburse and indemnify you against all costs, fees and expenses which may be suffered or incurred by you in enforcing or effecting recovery in any jurisdiction of all or any part thereof, whether the services have been provided to me or to any of the said trusts and companies and whether or not demand has been made of the trustees thereof or the companies as the case may be and notwithstanding that you may have granted time or some other indulgence to such trustees or companies. Without prejudice to the foregoing we undertake to procure and instruct you to cause such trustees and companies to pay invoices raised in connection with their establishment or work done for them should you so demand of them.
6. We confirm our agreement that if we or any of the said trusts or companies should fail to make payment of any amounts due to you under this mandate or any other agreement between us then we agree that you may in addition to any other remedies that may be available to you combine, consolidate and merge and set off or transfer any sum standing to the credit of any account that we or any of the said trusts or companies may have with you or which may be held by you on our or any such trust or companies behalf in or towards satisfaction of such amounts and whether or not any of such accounts are held by the same person, company or trust or in the same capacity.

7. In further consideration we undertake to indemnify you and to procure, and instruct you to cause such trustees and companies in respect of work done for them to indemnify you against the consequences of any action taken by you or any of your employees or associated companies arising out of the services provided by you and whether in your own capacity or by any such person as trustee, officer or shareholder of any such trust or company or in accordance with our instructions in connection with the provision of such financial services, or, if applicable, by you so declining to act, including without limitation all actions, proceedings, damages, costs (including legal costs), claims, demands and expenses which you may suffer, incur or sustain by reason of acting in such capacity or upon such instructions.

8. We acknowledge the existence of Data Protection legislation in Guernsey and the right of Bachmann Trust Company Limited and its bankers to process personal data as deemed necessary in accordance with the services hereby provided.

9. This authority is to subsist until revoked in writing save that the undertakings and instructions in paragraphs 5, 6 and 7 shall be irrevocable. We confirm that this authority and any claims arising out of or in respect of it shall be governed by Guernsey Law and for the purposes thereof we irrevocably submit to the non-exclusive jurisdiction of the Courts of the Island of Guernsey.

Appendix II

Pro-forma Professional References

- a)** A pro-forma letter to be sent by each significant shareholder to their bank requesting the bank's verification and reference is attached. (see Appendix II(a) opposite). In the spaces provided would significant shareholders please ensure that they fill in the following:-
- (i) The name and address details of their bank;
 - (ii) Their full name;
 - (iii) Their customer account number at the bank;
 - (iv) Their residential address; and
 - (v) Finally sign and date the request for the verification and reference and despatch to their bank as soon as possible.

(In the event that you require more pro-forma bank request letters, please contact your Responsible Director who will let you have additional copies.)

- b)** A draft letter of reference is attached in Appendix II(b) overleaf for the information and guidance of professional referees. *(N.B. Please ensure that all referees confirm both the name and residential address of the significant shareholders when completing their reference).*

Request for Banker's Verification and Reference

To:- *(Name and address of Referee Bank)*

Dear Sirs,

Ref: *(Full Name of Customer)*

(Customer Account

(Customer Residential Address)

(Customer Date of

This letter authorises you to:-

- (a) provide confirmation of the above details, concerning verification of identity, to Bachmann Trust Company Limited:
- (b) provide Bachmann Trust Company Limited with a character reference for the above named person *(Please attach your reference to this form); and*
- (c) Debit the above named account with the cost of this enquiry.

Customer Signature.....

Date.....

For referee Bank use only:-	
We confirm that the details contained above match our records and we attach our reference for this customer.	
For and on behalf of:	
Signature:..... Name:..... Position:	Bank stamp and date <div style="border: 1px solid black; height: 100px; width: 100%;"></div>

***(Please also attach your separate character reference and return as soon as possible to
 Bachmann Trust Company Limited,
 P.O. Box 175, Frances House, Sir William Place, St Peter Port, Guernsey, Channel Islands, GY1 4HQ.)***

To be typed on headed paper of Referee's company / bank / firm etc

DATE

Bachmann Trust Company Limited
P.O. Box 175
Frances House
Sir William Place
St Peter Port
Guernsey
GY1 4HQ
Channel Islands

Dear Sir

Client Name:

Client Address:

We are writing with reference to our above mentioned client who is resident at the address indicated and who, we understand has approached you with regard to business concerning Financial Services.

We confirm that he/she has been known to us for a period of [] years and is in our opinion both respectable and trustworthy in his/her general business dealings. Consequently we would have no hesitation in recommending him/her to you as a client.

This information is given in strict confidence without any responsibility on the part of this firm, its employees, agents or informants.

Yours faithfully

Name: ()

Job Title / Professional qualification ()

Extra Sheet for Significant Shareholders - Referees

Significant Shareholders / Referees: *(Unquoted companies only) - continued*

Full names of significant shareholders	Occupation	Percentage of total Company shares held:
(vi)		
(vii)		
(viii)		
(ix)		
(x)		
(xi)		

Referees for the above:-

Shareholder's Name	Bank Referee	Second Referee
(vi)	Name: Address:	
(vii)	Name: Address:	
(viii)	Name: Address:	
(ix)	Name: Address:	
(x)	Name: Address:	
(xi)	Name: Address:	

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