

# CAYMAN ISLANDS

## COMPLIANCE CONTROL SCHEDULE – EXEMPTED COMPANIES

### Section 1 (to be completed by ALL clients)

	Compliance Use
<p><b>(1.1) Proposed Company Name / Shelf Company Name:</b></p> <p>1. _____</p> <p>2. _____</p> <p>3. _____</p>	_____
<p><b>(1.2) Authorised Capital:</b> (tick box)</p> <p><input type="checkbox"/> US\$50,000.00 representing 50,000 Shares of US\$1.00 each (standard)</p> <p><input type="checkbox"/> US\$_____ representing _____ Shares of US\$_____ each</p> <p><b>Please Note:</b> additional capital duty is payable where capital is in excess of US\$51,200. Please state type of currency if other than US\$.</p>	_____
<p><b>(1.3) Location of Registers, Minute Book and records, Common Seal, etc.</b></p> <p>a) Original Register of Directors and Officers AND Register of Mortgages and Charges shall be kept at the Cayman Registered Office in accordance with the Companies Law (2009 Revision).</p> <p>b) Original Registers of Members and Transfers may be kept at the Cayman Registered Office or any place inside or outside the Cayman Islands.</p> <p>Do you want the Original Registers of Members and Transfers be kept at the Cayman Registered Office?</p> <p><input type="checkbox"/> Yes    <input type="checkbox"/> No (Please '✓' whichever applicable and specify location below)</p> <p>_____</p> <p>c) Please specify location of Minute Book and records and common seal:</p> <p>_____</p>	_____
<p><b>(1.4) Source of fund of the Company is from:</b> [Please '✓' whichever applicable]</p> <p><input type="checkbox"/> Beneficial owner(s)</p> <p><input type="checkbox"/> Shareholder(s)</p> <p><input type="checkbox"/> Loan</p> <p><input type="checkbox"/> Others: _____</p>	_____
<p><b>(1.5) Business Activities:</b> [Please '✓' whichever applicable]</p> <p><input type="checkbox"/> Investment holding [Please complete <b>(1.5a)</b>]</p> <p><input type="checkbox"/> Holding of other Assets [Please complete <b>(1.5b)</b>]</p> <p><input type="checkbox"/> Operating Business [Please complete <b>(1.5c)</b>]</p> <p><b>1.5(a)</b> (i) Type of investments</p> <p>_____</p> <p>(ii) Location of investments</p> <p>_____</p> <p>(iii) Location of the stock market (for investment in public listed companies)</p> <p>_____</p>	_____

<p><b>1.5(b)</b> (i) Type of assets (e.g. property, debentures, yacht etc.) _____</p> <p>(ii) Location of assets _____</p> <p><b>1.5(c)</b> (i) Type of products or services _____</p> <p>(ii) From which countries is the company manufacturing, distributing, trade offering its products / services _____</p> <p>(iii) In which countries are the Company's customers based _____</p> <p>(iv) In which countries are the Company's suppliers based _____</p> <p>(v) Does the Company or its staff require a licence or a registration of some kind to conduct its business activities legally? If so, please provide details and copies of such current licences and registrations. _____</p>	
<p><b>(1.6) Company Secretary's Details</b></p> <p><b>Please note:</b></p> <p><b>1. It is not a statutory requirement for a Cayman Islands company to have a Secretary under the Companies Law (2009 Revision).</b></p> <p><b>2. If the Secretary is a corporate body, please complete point (a) below together with Appendix B.</b></p> <p>(a) Surname: _____</p> <p>(b) Given Name(s): _____</p> <p>(c) Residential Address: _____</p> <p>(d) Nationality: _____</p> <p>(e) Passport No.: _____</p> <p>(f) Occupation: _____</p> <p>Please submit:</p> <ol style="list-style-type: none"> <li>1. A certified true copy of valid Passport or Government issued Identity Card* which bears a clear photo of the person; and</li> <li>2. A reference letter (see Appendix A) issued by a respected professional such as lawyer, CPA, or banker from a regulated financial institution <b>OR</b> certified true copy of residential address proof issued within last 3 months</li> </ol> <p>* Hong Kong Identity Card is not acceptable</p>	

**(1.7) Directors' Details:**

**Please note:**

- 1) Cayman company may have only one director.
- 2) Our standard M&A provides that maximum number of directors is 12.
- 3) If the Director is a corporate body, please complete point (a) below together with Appendix B.

**(1.7a) Director 1:**

- (a) Surname: \_\_\_\_\_
- (b) Given Name(s): \_\_\_\_\_
- (c) Residential Address: \_\_\_\_\_
- (d) Nationality: \_\_\_\_\_
- (e) Passport No.: \_\_\_\_\_
- (f) Occupation: \_\_\_\_\_
- (g) Date of Birth: \_\_\_\_\_

**(1.7b) Director 2:**

- (a) Surname: \_\_\_\_\_
- (b) Given Name(s): \_\_\_\_\_
- (c) Residential Address: \_\_\_\_\_
- (d) Nationality: \_\_\_\_\_
- (e) Passport No.: \_\_\_\_\_
- (f) Occupation: \_\_\_\_\_
- (g) Date of Birth: \_\_\_\_\_

**(1.7c) Director 3:**

- (a) Surname: \_\_\_\_\_
- (b) Given Name(s): \_\_\_\_\_
- (c) Residential Address: \_\_\_\_\_
- (d) Nationality: \_\_\_\_\_
- (e) Passport No.: \_\_\_\_\_
- (f) Occupation: \_\_\_\_\_
- (g) Date of Birth: \_\_\_\_\_

For each Director, please submit:

1. A certified true copy of valid Passport or Government issued Identity Card\* which bears a clear photo of the person; and
2. A reference letter (see Appendix A) issued by a respected professional such as lawyer, CPA, or banker from a regulated financial institution **OR** certified true copy of residential address proof issued within last 3 months

\* Hong Kong Identity Card is not acceptable

**(1.8) Shareholders' Details**

**Please note:**

- 1) Cayman company may have only one shareholder.
- 2) If the Shareholder is a corporate body, please complete points (a) and (h) below together with Appendix B.
- 3) If the Corporate Shareholder is qualified for exemption, please complete Appendix C.

**(1.8a) Shareholder 1:**

- (a) Surname: \_\_\_\_\_
- (b) Given Name(s): \_\_\_\_\_
- (c) Residential Address: \_\_\_\_\_
- (d) Nationality: \_\_\_\_\_
- (e) Passport No.: \_\_\_\_\_
- (f) Occupation: \_\_\_\_\_
- (g) Date of Birth: \_\_\_\_\_
- (h) Number & Percentage of share(s) to be issued: \_\_\_\_\_

- (i) Source of Wealth: [Please '✓' whichever applicable]
- entrepreneurial activity [please complete **(A)**]
  - salary [please complete **(B)**]
  - investments [please complete **(C)**]

- (A) (i) Company name (Please also provide company website if available) \_\_\_\_\_
- (ii) Type of Business \_\_\_\_\_
- (B) (i) Name of last employer \_\_\_\_\_
- (ii) Position held and year of service with the employer mentioned in (B)(i) \_\_\_\_\_
- (C) (i) Type of investments \_\_\_\_\_
- (ii) Place of investments \_\_\_\_\_

**(1.8b) Shareholder 2:**

- (a) Surname: \_\_\_\_\_
- (b) Given Name(s): \_\_\_\_\_
- (c) Residential Address: \_\_\_\_\_
- (d) Nationality: \_\_\_\_\_
- (e) Passport No.: \_\_\_\_\_
- (f) Occupation: \_\_\_\_\_
- (g) Date of Birth: \_\_\_\_\_
- (h) Number & Percentage of share(s) to be issued: \_\_\_\_\_

(i) Source of Wealth: [Please '✓' whichever applicable]

- entrepreneurial activity [please complete **(A)**]
- salary [please complete **(B)**]
- investments [please complete **(C)**]

(A) (i) Company name (Please also provide company website if available)

\_\_\_\_\_

(ii) Type of Business

(B) (i) Name of last employer

\_\_\_\_\_

(ii) Position held and year of service with the employer mentioned in (B)(i)

(C) (i) Type of investments

\_\_\_\_\_

(ii) Place of investments

**(1.8c) Shareholder 3:**

(a) Surname: \_\_\_\_\_

(b) Given Name(s): \_\_\_\_\_

(c) Residential Address: \_\_\_\_\_

(d) Nationality: \_\_\_\_\_

(e) Passport No.: \_\_\_\_\_

(f) Occupation: \_\_\_\_\_

(g) Date of Birth: \_\_\_\_\_

(h) Number & Percentage of share(s)  
to be issued : \_\_\_\_\_

(i) Source of Wealth: [Please '✓' whichever applicable]

- entrepreneurial activity [please complete **(A)**]
- salary [please complete **(B)**]
- investments [please complete **(C)**]

(A) (i) Company name (Please also provide company website if available)

\_\_\_\_\_

(ii) Type of Business

(B) (i) Name of last employer

\_\_\_\_\_

(ii) Position held and year of service with the employer mentioned in (B)(i)

(C) (i) Type of investments

\_\_\_\_\_

(ii) Place of investments

For each Shareholder, please submit:

1. A certified true copy of valid Passport or Government issued Identity Card\* which bears a clear photo of the person; and
2. A reference letter (see Appendix A) issued by a respected professional such as lawyer, CPA, or banker from a regulated financial institution **OR** certified true copy of residential address proof issued within last 3 months

\* Hong Kong Identity Card is not acceptable

<p><b>(1.9)</b> Are the above shareholders beneficial owners of the company? [Please '✓' whichever applicable]</p> <p><input type="checkbox"/> Yes [Please go to section 1.11]</p> <p><input type="checkbox"/> No [Please complete section 1.10 for the Beneficial Owner(s)]</p>	<p>_____</p>
<p><b>(1.10) Beneficial Owner(s):</b></p> <p>Please note: For due diligence purposes, Beneficial Owner(s) are any natural persons (not a corporate) holding 10% interest or more or with principal control over the company's assets.</p> <p><b>(1.10a) Beneficial Owner 1:</b></p> <p>(a) Surname: _____</p> <p>(b) Given Name(s): _____</p> <p>(c) Residential Address: _____</p> <p>_____</p> <p>(d) Nationality: _____</p> <p>(e) Passport No.: _____</p> <p>(f) Occupation: _____</p> <p>(g) Date of Birth: _____</p> <p>(h) Percentage of share(s) held: _____</p> <p>(i) Source of Wealth: [Please ' ' whichever applicable]</p> <p><input type="checkbox"/> entrepreneurial activity [please complete (A)]</p> <p><input type="checkbox"/> salary [please complete (B)]</p> <p><input type="checkbox"/> investments [please complete (C)]</p> <p>(A) (i) Company name (Please also provide company website if available) _____</p> <p>(ii) Type of Business _____</p> <p>(B) (i) Name of last employer _____</p> <p>(ii) Position held and year of service with the employer mentioned in (B)(i) _____</p> <p>(C) (i) Type of investments _____</p> <p>(ii) Place of investments _____</p> <p>_____</p> <p><b>(1.10b) Beneficial Owner 2:</b></p> <p>(a) Surname: _____</p> <p>(b) Given Name(s): _____</p> <p>(c) Residential Address: _____</p> <p>_____</p> <p>(d) Nationality: _____</p> <p>(e) Passport No.: _____</p> <p>(f) Occupation: _____</p> <p>(g) Date of Birth: _____</p> <p>(h) Percentage of share(s) held: _____</p> <p>(i) Source of Wealth: [Please '✓' whichever applicable]</p> <p><input type="checkbox"/> entrepreneurial activity [please complete <b>(A)</b>]</p> <p><input type="checkbox"/> salary [please complete <b>(B)</b>]</p> <p><input type="checkbox"/> investments [please complete <b>(C)</b>]</p>	

(A) (i) Company name (Please also provide company website if available)  
 \_\_\_\_\_  
 (ii) Type of Business  
 \_\_\_\_\_

(B) (i) Name of last employer  
 \_\_\_\_\_  
 (ii) Position held and year of service with the employer mentioned in (B)(i)  
 \_\_\_\_\_

(C) (i) Type of investments  
 \_\_\_\_\_  
 (ii) Place of investments  
 \_\_\_\_\_

**(1.10c) Beneficial Owner 3:**

(a) Surname: \_\_\_\_\_

(b) Given Name(s): \_\_\_\_\_

(c) Residential Address: \_\_\_\_\_  
 \_\_\_\_\_

(d) Nationality: \_\_\_\_\_

(e) Passport No.: \_\_\_\_\_

(f) Occupation: \_\_\_\_\_  
 \_\_\_\_\_

(g) Date of Birth: \_\_\_\_\_

(h) Percentage of share(s) held: \_\_\_\_\_

- (i) Source of Wealth: [Please '✓' whichever applicable]
- entrepreneurial activity [please complete **(A)**]
  - salary [please complete **(B)**]
  - investments [please complete **(C)**]

(A) (i) Company name (Please also provide company website if available)  
 \_\_\_\_\_  
 (ii) Type of Business  
 \_\_\_\_\_

(B) (i) Name of last employer  
 \_\_\_\_\_  
 (ii) Position held and year of service with the employer mentioned in (B)(i)  
 \_\_\_\_\_

(C) (i) Type of investments  
 \_\_\_\_\_  
 (ii) Place of investments  
 \_\_\_\_\_

For each Beneficial Owner, please submit:

1. A certified true copy of valid Passport or Government issued Identity Card\* which bears a clear photo of the person; and
2. A reference letter (see Appendix A) issued by a respected professional such as lawyer, CPA, or banker from a regulated financial institution **OR** certified true copy of residential address proof issued within last 3 months

\* Hong Kong Identity Card is not acceptable

\_\_\_\_\_

<p><b>(1.11) Declaration</b></p> <p><b>I/We confirm that:</b></p> <ol style="list-style-type: none"> <li>1 The directors, shareholders and beneficial owners of the company have not been declared bankrupt or insolvent or concerned in the management of any company which has been/is subject to an insolvent liquidation or bankruptcy in any part of the world (please provide details if this is not accurate);</li> <li>2 Any assets I/we may transfer either now or in the future to the company are and will be beneficially owned by me/us, free from any liens, charges and encumbrances and that such assets do not and will not represent the proceeds of or derive from any criminal or illegal activities including tax fraud or evasion; and</li> <li>3 In accordance with section 59 of the Cayman Islands Company Law (2009 Revision) we will cause proper books of account to be kept for the proposed company.</li> <li>4 The above information, to the best of my/our knowledge and belief, is true and accurate.</li> </ol>	
<p><b>(1.12) Authorisation for filing Annual Return and List</b></p> <p>I/We, being the client / proposed Director of the company, hereby confirm and authorise Vistra to file the Annual Return and Declaration of the company and I/we will undertake the responsibility to inform Vistra any amendments to the Memorandum and Articles of Association including but not limited to change of company name, change of authorised capital and any Articles of Association; and also any changes to the Registers of Directors, Officers, Members and Charges of the Company, until you are informed otherwise in writing.</p>	
<p style="text-align: right;">Signature: _____ (Client / Any One of the Proposed Directors)</p> <p>Date: _____ Print Name: _____</p> <p><b>I/We, Vistra reserves the right to request any further information, which it might require at any time in order to ensure the company, is fully compliant with all due diligence requirements, which may be imposed upon the company. Any information provided to Vistra may be kept in Vistra's Confidential Files at its offices.</b></p>	<p>_____</p> <p><b>Compliance Sign off by:</b></p> <p>_____</p> <p><b>Name:</b></p> <p>_____</p>



**Appendix A : Reference Letter**

**[ON REFEREE'S LETTERHEAD]**

**[Date]**

**TO: Vistra Hong Kong  
19/F, Lee Garden One  
33 Hysan Avenue  
Causeway Bay, Hong Kong**

**Re: [Name of person]  
residing at [Permanent Address]**

I/We write to advise you that I/we am/are familiar with [Name of person] and his business operations, and I/we consider [Name of person] to be of good standing.

I/We have known [Name of person] for a period of [Number] years.

I/We trust that the above recommendation is sufficient for your purposes.

Yours faithfully,

For and on behalf of  
Banker / Accountant / Lawyer

Signature

Name:

Position:

# CAYMAN ISLANDS

## COMPLIANCE CONTROL SCHEDULE – EXEMPTED COMPANIES

### Appendix B : Additional Information for each Corporate Body

	Compliance Use						
<p><b>Please note:</b></p> <p>1) This is to be completed in respect of each Corporate Director, Corporate Shareholder and Corporate Secretary.</p> <p>2) If the Corporate Shareholder is qualified for exemption, you may complete only points B.1 to B.5 below together with Appendix C for exemption.</p> <p>Name of the Corporate Person: _____</p> <p><b>(B.1)</b> Position(s) Held in the Cayman Company:</p> <table border="1" style="display: inline-table; vertical-align: top;"> <tr> <td style="width: 20px; height: 20px;"><input type="checkbox"/></td> <td>Director</td> </tr> <tr> <td style="width: 20px; height: 20px;"><input type="checkbox"/></td> <td>Secretary</td> </tr> <tr> <td style="width: 20px; height: 20px;"><input type="checkbox"/></td> <td>Shareholder: Number &amp; Percentage of share(s) to be issued _____</td> </tr> </table> <p><b>(B.2)</b> Address of the Registered Office: _____</p> <p><b>(B.3)</b> Nature of business: _____</p> <p><b>(B.4)</b> Geographical location(s) of the business: _____</p> <p><b>(B.5)</b> Please provide us copies of the following documents of the corporate body:-</p> <ul style="list-style-type: none"> <li><input type="checkbox"/> Certificate of Incorporation</li> <li><input type="checkbox"/> Register of Directors</li> <li><input type="checkbox"/> Register of Members</li> </ul> <p><b>(B.6)</b> Beneficial Owner(s) of the Corporate Person, holding a 10% interest or more or with principal control over the company's assets.</p> <p><b>(B.6a) Beneficial Owner 1:</b></p> <p>(a) Surname: _____</p> <p>(b) Given Name(s): _____</p> <p>(c) Residential Address: _____</p> <p>(d) Nationality: _____</p> <p>(e) Passport No.: _____</p> <p>(f) Occupation: _____</p> <p>(g) Date of Birth: _____</p> <p>(h) Percentage of share(s) held: _____</p> <p><b>(B.6b) Beneficial Owner 2:</b></p> <p>(a) Surname: _____</p> <p>(b) Given Name(s): _____</p> <p>(c) Residential Address: _____</p> <p>(d) Nationality: _____</p> <p>(e) Passport No.: _____</p> <p>(f) Occupation: _____</p> <p>(g) Date of Birth: _____</p> <p>(h) Percentage of share(s) held: _____</p>	<input type="checkbox"/>	Director	<input type="checkbox"/>	Secretary	<input type="checkbox"/>	Shareholder: Number & Percentage of share(s) to be issued _____	
<input type="checkbox"/>	Director						
<input type="checkbox"/>	Secretary						
<input type="checkbox"/>	Shareholder: Number & Percentage of share(s) to be issued _____						

<p>For each Beneficial Owner, please submit:</p> <ol style="list-style-type: none"> <li>1. A certified true copy of valid Passport or Government issued Identity Card* which bears a clear photo of the person; and</li> <li>2. A reference letter (see Appendix A) issued by a respected professional such as lawyer, CPA, or banker from a regulated financial institution <b>OR</b> certified true copy of residential address proof issued within last 3 months</li> </ol> <p>* Hong Kong Identity Card is not acceptable</p>	
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<p><b>(B.7)</b> Identity of two directors; OR 1 director if the corporate body has only 1 director:  <b>(B.7a)</b> Director 1:</p> <p>(a) Surname: _____</p> <p>(b) Given Name(s): _____</p> <p>(c) Residential Address: _____          _____          _____</p> <p>(d) Nationality: _____</p> <p>(e) Passport No.: _____</p> <p>(f) Occupation: _____</p> <p>(g) Date of Birth: _____</p> <p><b>(B.7b)</b> Director 2:</p> <p>(a) Surname: _____</p> <p>(b) Given Name(s): _____</p> <p>(c) Residential Address: _____          _____          _____</p> <p>(d) Nationality: _____</p> <p>(e) Passport No.: _____</p> <p>(f) Occupation: _____</p> <p>(g) Date of Birth: _____</p> <p>For each Director, please submit:</p> <ol style="list-style-type: none"> <li>1. A certified true copy of valid Passport or Government issued Identity Card* which bears a clear photo of the person; and</li> <li>2. A reference letter (see Appendix A) issued by a respected professional such as lawyer, CPA, or banker from a regulated financial institution <b>OR</b> certified true copy of residential address proof issued within last 3 months</li> </ol> <p>* Hong Kong Identity Card is not acceptable</p>	
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# CAYMAN ISLANDS

## COMPLIANCE CONTROL SCHEDULE – EXEMPTED COMPANIES

### Appendix C: Exempted Client Declaration

	Compliance Use
<p>I/We confirm that I/we am/are an exempted client as noted below:</p> <p>Name: _____</p> <p><i>[Please tick as appropriate]</i></p> <p><input type="checkbox"/> is a central or local government, statutory body or agency of government; Name: _____</p> <p><input type="checkbox"/> is regulated by the Cayman Islands Monetary Authority or is a broker member of the Cayman Islands Stock Exchange; Name: _____</p> <p><input type="checkbox"/> is a <i>Financial Institution</i> in a country with equivalent legislation as listed in Third Schedule* of the Money Laundering Regulations of the Cayman Islands (the “Regulations”), the Regulations is available at <a href="http://www.cimoney.com.ky">http://www.cimoney.com.ky</a> under the Laws and Regulations section; Country: _____</p> <p><input type="checkbox"/> is a company quoted or fund listed on the Cayman Islands Stock Exchange or other approved market or exchange as listed in Appendix H* of the Guidance Notes on the Prevention and Detection of Money Laundering and Terrorist Financing in the Cayman Islands (the “Guidance Notes”) , the Guidance Notes is available at <a href="http://www.cimoney.com.ky">http://www.cimoney.com.ky</a> under the AML/CFT section; Stock Exchange: _____</p> <p><input type="checkbox"/> is a subsidiary of a company or a <i>Financial Services Provider</i> referred to in sub-paragraphs (a), (b), (c) and (d) above or has common ownership (Please attach a written confirmation of the relationship from the holding or parent company or the partnership); Stock Exchange: _____</p> <p><input type="checkbox"/> is a pension fund for a professional association, trade union or is for employees of an entity referred to in subparagraphs (a), (b), (c) and (d) above (Please provide a copy of a certificate of registration, approval by a government, regulatory or fiscal authority in the jurisdiction in which the fund is established). Name: _____</p> <p>Signature (by the exempted entity): _____ Name: _____ Capacity: _____ Date: _____</p> <p>VISTRA reserves the right to request information that will support your exempt status.</p> <p>* Third Schedule of the Regulations and Appendix H of the Guidance Notes include Hong Kong and Singapore.</p>	<p>_____</p>

**Appendix D: Introduction by Professional Clients**

**Introduction by Professional Clients  
Information about the Introducer (or on Introducers Letterhead)**

Name of Introducer \_\_\_\_\_  
 Address of Introducer \_\_\_\_\_  
 Telephone number \_\_\_\_\_ Fax number \_\_\_\_\_ Email \_\_\_\_\_  
 Name of Applicant for Business (Our Client) \_\_\_\_\_  
 Address of Applicant for Business \_\_\_\_\_  
 Name of the Cayman Company \_\_\_\_\_

I/We confirm that I/we am/are:- *[Please tick as appropriate]*

- 1. A Financial Services Provider in a Third Schedule\* country as defined by the Money Laundering Regulations of the Cayman Islands (the "Regulations").
- 2. An institution which belongs to the same corporate group as the Cayman Islands Financial Services Provider.
- 3. A Professional Intermediary in a Third Schedule\* country as defined by the Regulations (specify which country .....)  
.....
- 4. A member of a professional body to which the regulations apply which is subject to disciplinary procedures for failure to conduct relevant financial business in accordance with equivalent rules and guidelines to the Regulations.
- 5. A business which is subject to the Regulations.

\_\_\_\_\_  
 Name and address of relevant regulator / professional body  
 .....  
 .....  
 .....

I/We confirm that I/we have satisfactory evidence of the identity of the introduced client and will on request provide a copy of that evidence. Satisfactory evidence is such evidence as will satisfy the anti-money laundering regime in the Third Schedule\* country from which the introduction is made.

Name \_\_\_\_\_  
 Signature \_\_\_\_\_  
 Position \_\_\_\_\_  
 Date \_\_\_\_\_

\* Third Schedule of the Regulations includes Hong Kong and Singapore. The Regulations is available at <http://www.cimoney.com.ky> under the Laws and Regulations section.