## **Campbells**

FORM C- 1
Written Confirmation of Exemption Entity Out of Scope

Information About The Company Entity/Company Name:

Incorporation/Registration Number:

The Company hereby confirms that it is out of scope and will not maintain a beneficial ownership register on the basis that it is a company, or a subsidiary<sup>1</sup> of a company, that is exempt from the requirements because it falls within one of the exemptions described in A-F below.

#### *Instructions to Complete Form C-1:*

- 1. Go to Table 1 and check the applicable out of scope exemption, for the Entity/Company named above or its parent;
- 2. Go to Table 2 and complete the additional information required; and
- 3. If the Entity/Company named above is **a subsidiary of a company** that is exempt, provide the information required in Table 1 and Table 2 about the exempt parent. Enter the name of the exempt parent in Item 9 of Table 2.

### Table 1 – Out of Scope Exemption

Exemption	Description	Additional Information Required
Α	Listed on the Cayman Islands Stock Exchange or an approved stock exchange;	Go to Table 2 and complete Item 1. Complete Item 9 if a subsidiary.
В	Registered or holds a licence under Cayman Islands regulatory laws (other than a company registered as an excluded person under section 5(4) of the Securities Investment Business Law (2015 Revision));	No additional information required. Complete Item 9 if a subsidiary.
С	Managed, arranged, administered, operated or promoted by the below named Approved Person as a special purpose vehicle, private equity fund, collective investment scheme or investment fund (including where the vehicle, fund or scheme is a Cayman Islands exempted limited partnership);	Go to Table 2 and complete Items 2, 3 and 4 or 6 (as applicable). Complete Item 9 if a subsidiary.

<sup>&</sup>lt;sup>1</sup> Provide the name of the exempted parent in Table 2, Item 9.

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Exemption	Description	Additional Information Required
D	Regulated in a jurisdiction included in the list published by the Anti-Money Laundering Steering Group of countries and territories whose Anti-Money Laundering legislation is deemed to be equivalent to the Anti-Money Laundering legislation of the Cayman Islands;	Go to Table 2 and complete Items 5-6. Complete Item 9 if a subsidiary.
E(i)	A general partner of a special purpose vehicle, private equity fund, collective investment scheme or investment fund (including where the vehicle, fund or scheme is a Cayman Islands exempted limited partnership) that is registered or holds a licence under a regulatory law;	Go to Table 2 and complete Item 7. Complete Item 9 if a subsidiary.
E(ii)	A general partner of a special purpose vehicle, private equity fund, collective investment scheme or investment fund (including where the vehicle, fund or scheme is a Cayman Islands exempted limited partnership) that is managed, arranged, administered, operated or promoted by an Approved Person;	Go to Table 2 and complete Items 2-7 (as applicable). Complete Item 9 if a subsidiary.
F	Holds directly a legal or beneficial interest in the shares of the below named legal entity which holds a licence under the following Cayman Islands legislation: Banks and Trust Companies Law, the Companies Management Law, the Insurance Law, Part III of the Mutual Funds Law or the Securities Investment Business Law.	Go to Table 2 and complete Item 8. Complete Item 9 if a subsidiary.

### **Table 2 – Additional Information Required**

Item	Description	
1	Name of Stock Exchange:	
2	Name of Approved Person:	
3	Regulator or Stock Exchange Relevant for Approved Person:	
4	Jurisdiction of Stock Exchange:	
5	Relevant Regulator:	
6	Jurisdiction of Regulator:	
7	Name of Partnership:	
8	Name of Licensee:	
9	Name of exempted parent(s) (if applicable):	

The information contained in this Confirmation will be filed with the Cayman Islands competent authority.

Date: Name:

**Director/Authorised Signatory** 

## **Campbells**

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#### **Definitions**

An "Approved Person" means a person or a subsidiary of a person that is:

- (a) regulated, registered or holding a licence in the Islands under a "regulatory law" as defined in section 2 of the Monetary Authority Law (2016 Revision) or regulated in an equivalent jurisdiction listed on the CIMA website <a href="https://www.cima.ky/list-of-equivalent-jurisdictions">https://www.cima.ky/list-of-equivalent-jurisdictions</a>; or
- (b) listed on the Cayman Islands Stock Exchange or an approved stock exchange.

"regulatory law" means a law defined as such in section 2 of the Monetary Authority Law other than the Directors Registration and Licensing Law, 2014, and includes any one or more of the following Laws:

- (a) Banks and Trust Companies Law (2013 Revision);
- (b) Building Societies Law (2014 Revision);
- (c) Companies Management Law (2003 Revision);
- (d) Cooperative Societies Law (2001 Revision);
- (e) Insurance Law, 2010;
- (f) Money Services Law (2010 Revision);
- (g) Mutual Funds Law (2015 Revision); and
- (h) Securities Investment Business Law (2015 Revision).

To be a "subsidiary" the parent must:

- (i) hold 75% or more of the shares or voting rights of the subsidiary (separately or collectively); or
- (ii) have the right to appoint or remove a majority of directors or managers of the subsidiary (separately or collectively).

A subsidiary of an out of scope subsidiary (and any downstream subsidiary) is also "out of scope".