



Standard Bank Group Offshore Corporate Fiduciary Services

Alternative Investment Market Listings

Standard Bank - Overview

About Us

- Standard Bank Offshore is a wholly owned subsidiary of Standard Bank Group Limited. Established in 1862, the group has gone from strength to strength in the global arena and has become a recognised and respected provider of financial services. Standard Bank now has a presence in 37 countries worldwide, providing access to an international network that meets the needs of a diverse client base.
- Standard Bank Offshore comprises a number of companies located in the offshore jurisdictions of Jersey, the Isle of Man and Mauritius. We provide a range of offshore services for the personal, professional and corporate client, including banking, fiduciary and corporate services, wealth management, and offshore fund management.
- Standard Bank's offshore trust operations opened in Jersey and the Isle of Man in 1992 and in Mauritius during 1999. The operations have expanded as a result of acquisitions and organic growth. Our team of trust and company professionals consists of trained and experienced individuals dedicated to the efficient administration of fiduciary vehicles. We also provide and administer corporate entities which may offer commercial or fiscal advantages.

Standard Bank Offshore is not a tax adviser and therefore we do suggest that you seek independent advice from an accountant or other suitably qualified adviser.

AIM – Corporate Fiduciary Services

Formation of Company

- Incorporation of a company, our vehicle of choice being the Isle of Man “NMV”
- Provision of registered office, directors and qualified company secretary as required

Listing

- Assist with the administration of the listing onto AIM including the appointment of the listing team (NOMAD, Broker, solicitors, CREST Service Providers, auditors etc) in preparation for the admission onto AIM and the IPO
- Assistance with appointment of tax advisers/consultants as required
- Assist the board with the preparation of the admission document and supporting documentation

Provision of Company Secretarial Services

- Organising and convening board meetings and shareholder meetings ensuring compliance have the relevant company law and the company’s Articles of Association
- Hosting of board meetings and shareholder meeting (AGM’s, EGM’s) and monitoring the receipt of proxy votes received in respect of these shareholder meetings
- Preparation of minutes of the board and shareholder meetings
- Drafting board resolutions in respect of matters to be resolved by the board by way of a Resolution in writing
- Ensuring ongoing compliance with the company’s Articles of Association and the relevant company law
- Ongoing liaison with all advisers, specifically the NOMAD, CREST Service Provider, auditors and the legal advisers to the company
- Provide the board with updates in respect of any changes of company law and AIM rules
- Advise the board of the practical implications of any changes to the AIM rules and the relevant company law
- Clarify specific queries raised by the board

AIM – Corporate Fiduciary Services

Provision of Registrar Services

- Liaison with the company's CREST Service Provider with regard to the maintenance of the company's register of members
- Preparation and filing of company's annual return and other relevant statutory documents to ensure compliance with relevant filing requirements
- Maintenance of the company's statutory registers including, Register of Directors, Secretaries, Register of Charges, Register of Notifications of Substantial Interests, Register of Announcements, Schedule of Assets, Schedule of Material Contracts etc

Corporate Governance

- Advise the board in terms of ensuring compliance with the AIM rules
- Advising the board in terms of compliance with the non compulsory, however best practice corporate governance codes of practice, as set out in the Quoted Companies Alliance ("QCA") including:
 - Appointment of non-executive directors to the board
 - Assistance with the establishment of the Audit Committee, Remuneration Committee and Risk Committee
 - Comment and advise the board upon the reports issued by the aforementioned Committees

Provision of Accounting/VAT Services

- General book keeping
- Open and maintain bank accounts for the company, including arranging payment of expenses, fees etc in accordance with the bank mandate
- Bank account reconciliations
- Preparation of the company's annual financial accounts in accordance with the applicable accounting standards and AIM rules
- Provision of comprehensive accounting reports as required by the board
- Liaison with the company's auditors to assist with the completion of their audit
- Preparation and submission of documentation to register the company for VAT (where relevant)
- Ongoing preparation and submission of VAT returns (where relevant)

Banking

Banking Services for Individuals

We have designed a flexible selection of banking services which are suitable for clients with a wide variety of wealth requirements.

Our services range from deposit accounts aimed at the expat investor to highly bespoke banking arrangements for Ultra High Net Worth clients.

Deposit Services for Individuals

- Optimum account
- Offshore Moneymarket Call account
- Offshore Reserve account
- Fixed Term Deposit account
- Expatriate Savings account
- Offshore Visa Debit card

Other Banking Services

- Loans and guarantees
- Gearing facilities
- Foreign Exchange
- Treasury
- Structured products
- Dual currency deposits
- Bespoke arrangements
- Online services

Contacts

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www.standardbank.com/wealth



Important information

Standard Bank Trust Company (Isle of Man) Limited is licensed by the Isle of Man Financial Supervision Commission to provide corporate & trust services.

Standard Bank Trust Company (Isle of Man) Limited is registered with the Isle of Man Insurance and Pensions Authority as a Professional Retirement Benefits Schemes Administrator.

The Isle of Man has a Financial Services Ombudsman Scheme covering disputes relating to financial services offered in or from the Isle of Man to individuals.

Standard Bank Jersey Limited is regulated by the Jersey Financial Services Commission to conduct deposit taking business under the Banking Business (Jersey) Law 1991; investment business and fund services business under the Financial Services (Jersey) Law 1998; and is a member of the London Stock Exchange.

Standard Bank Isle of Man Limited and Standard Bank Jersey Limited are wholly owned subsidiaries of Standard Bank Offshore Group whose registered office is at 47-49 La Motte Street, St Helier, Jersey JE4 8XR.

Important Notice UK Residents

This document has been approved for the purposes of section 21 of the Financial Services and Markets Act 2000 (FSMA) by Standard Bank Plc, which is authorised and regulated by the Financial Services Authority. Prospective investors in the United Kingdom should be aware that the protections provided to investors by the UK regulatory system established under FSMA do not apply to any investment services or products provided by Standard Bank Offshore Group Limited or any of its subsidiaries. In particular, investors will not be entitled to compensation from the Financial Services Compensation Scheme, nor will they be entitled to the benefits provided by the Financial Ombudsman Service or other protections afforded to Customers under FSMA.

This does not constitute an invitation to buy or the solicitation of an offer to sell securities or to accept deposits or to provide any other products or services in any jurisdiction, to any person to whom it is unlawful to make such an offer or solicitation, nor should it be construed to constitute any investment advice. Legislation or regulations in jurisdictions relevant to you may prohibit you from entering into certain transactions with us and we strongly recommend that you contact your financial or legal adviser in this regard. It is your responsibility for informing yourself about and complying with such restrictions.

Telephone calls may be recorded.

IP:2009.004