



SMEAD FUNDS
A COLLECTIVE INVESTMENT FUND, ORGANIZED UNDER
THE LAWS OF THE GRAND DUCHY OF LUXEMBOURG



+44 (0)20.8819.6490 | SMEADCAP.COM

Form Instructions

Please complete this application form in capital letters, date it, sign it and send it first by fax then by post, together with all relevant documentation requested under section 2, 3, 10 and/or 11, to the following address:

To: Registrar and transfer agent

State Street Bank Luxembourg S.C.A.
Attention: IFDSL Registration Team
49, Avenue J.F. Kennedy
L-1855 Luxembourg

Shareholder Services: (+352) 46 40 10 600

Fax number: (+352) 24 52 95 41

Please contact Shareholder Services on Tel: +352 46 40 10 600 for any queries or alternatively, email to ssbquerydesk@statestreet.com.

This Subscription Form should be read in conjunction with the most recent consolidated Prospectus of the Company, including any Addendum relating to the relevant Portfolio.

Section 1 | REGISTRATION DETAILS

IF YOU ARE AN EXISTING SHAREHOLDER/UNIT HOLDER PLEASE PROVIDE US WITH YOUR ACCOUNT NUMBER (IF KNOWN):

A INDIVIDUAL INVESTOR | First account holder

TITLE

LAST NAME/FAMILY NAME

FIRST NAME(S)/GIVEN NAME(S)

GENDER Male Female

DATE OF BIRTH

PLACE OF BIRTH (CITY & COUNTRY)

NATIONALITY

PROFESSIONAL ACTIVITY (please specify position and domain of activity/employer)

If you hold or have held any political or public function, or if you are an immediate relative of a person that holds or has held any political or public function, please tick this box (Politically Exposed Person "PEP")

SOURCE OF WEALTH INVESTED

- Inheritance
 Gift
 Sale of business
 Savings
 Pension
 Investment income

Sale of assets (please specify)

Other (please specify)

Further supporting documentation may be requested if deemed necessary to verify the above information.



First account holder (continued)

TAX ID NUMBER (IF AVAILABLE)		PASSPORT/NATIONAL ID NUMBER
<input type="text"/>		<input type="text"/>
OTHER NATIONALITY (PLEASE SPECIFY)		COUNTRY OF RESIDENCE FOR TAX PURPOSES
<input type="text"/>		<input type="text"/>
ADDRESS (NO PO BOX ALLOWED)		
<input type="text"/>		
TELEPHONE	FAX	EMAIL
<input type="text"/>	<input type="text"/>	<input type="text"/>

B INDIVIDUAL INVESTOR | Second account holder

TITLE	LAST NAME/FAMILY NAME	FIRST NAME(S)/GIVEN NAME(S)
<input type="text"/>	<input type="text"/>	<input type="text"/>
GENDER Male <input type="checkbox"/> Female <input type="checkbox"/>		
DATE OF BIRTH	PLACE OF BIRTH (CITY & COUNTRY)	NATIONALITY
<input type="text"/>	<input type="text"/>	<input type="text"/>

PROFESSIONAL ACTIVITY (please specify position and domain of activity/employer)

If you hold or have held any political or public function, or if you are an immediate relative of a person that holds or has held any political or public function, please tick this box (Politically Exposed Person "PEP")

SOURCE OF WEALTH INVESTED

- Inheritance
- Gift
- Sale of business
- Savings
- Pension
- Investment income

Sale of assets (please specify)

Other (please specify)

Further supporting documentation may be requested if deemed necessary to verify the above information.

TAX ID NUMBER (IF AVAILABLE)		PASSPORT/NATIONAL ID NUMBER
<input type="text"/>		<input type="text"/>
OTHER NATIONALITY (PLEASE SPECIFY)		COUNTRY OF RESIDENCE FOR TAX PURPOSES
<input type="text"/>		<input type="text"/>
ADDRESS (NO PO BOX ALLOWED)		
<input type="text"/>		
TELEPHONE	FAX	EMAIL
<input type="text"/>	<input type="text"/>	<input type="text"/>

[Declaration of non-Irish person, UK investors only, etc. are special adds that will depend on the prospectus/investment restrictions]

Section 2 | THE INVESTMENT IS MADE

PLEASE TICK ONE OF THE FOLLOWING BOXES TO CONFIRM WHETHER YOU INVEST FOR YOUR OWN ACCOUNT OR ON BEHALF OF ANOTHER PERSON

- On my/our own behalf
- On behalf of a Designated and Disclosed Third Party (if applicable, please complete hereinafter section 2.1 with the appropriate details)
- On behalf of several non-disclosed Third Parties (omnibus/pooled accounts) (if applicable, please complete hereinafter section 2.1 with the appropriate details)
- » Intermediary from EU, EEA, EU Common Understanding List (July 2012) will need to provide under Enhanced Due Diligence additional information to the basic KYC standard:
 - » Information on the nature of the intermediary's business
 - » Provide insight into AML/CTF policies (sharing of Policies or completing Wolfsberg/Fund Due Diligence Questionnaire)
 - » Intermediary from non-equivalent countries will only be accepted under following enhanced due diligence standards that need to be provided by the Fund/management company in addition to KYC on the intermediary:
 - » Information on the nature of the intermediary's business
 - » Provide insight into AML/CTF policies (sharing of policies or completing Wolfsberg/Fund Due Diligence Questionnaire)
 - » Clearly understand the respective responsibilities of the intermediary (Distribution Agreement) and obtain written confirmation from the management company/Fund on the successful performance of due diligence on the intermediary

Section 2.1 Ultimate Economic Beneficiary Declaration

An ultimate economic beneficiary is any natural person who ultimately owns or controls the investor and/or any natural person on whose behalf a transaction or activity is being conducted.

In case of entity structures with several ownership layers, a duly dated and signed structure chart is required to ensure assessment of final beneficial owner through the ownership chain. The structure chart must indicate full legal names of the entities and the percentage of ownership.

If you invest on behalf of more than one ultimate economic beneficiary, please indicate his/her/their full details below:

I/WE DECLARE THAT THE FINAL BENEFICIARY OF MY/OUR INVESTMENT IS

LAST NAME/FAMILY NAME

FIRST NAME(S)/GIVEN NAME(S)

DATE OF BIRTH

Please enclose a certified true copy of the ID of the above-referenced individual.

LAST NAME/FAMILY NAME

FIRST NAME(S)/GIVEN NAME(S)

DATE OF BIRTH

Please enclose a certified true copy of the ID of the above-referenced individual.

LAST NAME/FAMILY NAME

FIRST NAME(S)/GIVEN NAME(S)

DATE OF BIRTH

Please enclose a certified true copy of the ID of the above-referenced individual.

Section 3 | IF YOU ARE APPLYING VIA A FINANCIAL ADVISOR/DEALER

If you invest through a financial advisor or dealer, please have it complete and sign the below section accordingly.

If you are applying directly, please skip this section and go to section 4.

- I/We certify that the identity of the above named investor(s) has/have been verified by me/us in accordance with the requirements of AML-CTF regulations in place in Luxembourg or in countries with AML-CTF regulations equivalent to Luxembourg.
- I/We further declare that the documentary evidence to support the identification is held by me/us and can be produced on demand.
- I/We further declare that we have been in contact with the global distributor, Smead Capital Management, regarding this account opening. To inform the global distributor, please contact them using the information below:*
- U.K. +44 (0)20.8819.6490 E-mail info@smeadcap.com
U.S. +1.877.701.2883

*Please note: Account applications will not be processed until the global distributor has been informed of the account opening.

NAME OF FINANCIAL ADVISOR/DEALER

STAMP (CONTAINING REGISTERED ADDRESS OF FINANCIAL ADVISOR/DEALER)

NAME OF REGULATORY BODY (IF ANY)

COUNTRY OF REGULATORY BODY

DATE

SIGNATURE OF FINANCIAL ADVISOR/DEALER

Section 4 | VALUATION DAY (TRADE DATE)

PLEASE INDICATE BELOW THE VALUATION DAY YOU WOULD LIKE TO APPLY TO YOUR INVESTMENT

Note: Acceptance of applications received after the cut-off time of 5pm CET of the requested valuation day will be deferred until the next valuation day.

Section 5 | INVESTMENT DETAILS

Please enter your investment details below.

Note: Minimum holdings in any sub-fund are as set out in the current version of the Prospectus

SMEAD U.S. VALUE UCITS FUND

I USD ACCUMULATING CLASS
ISIN: LU0979706610

NUMBER OF SHARES

OR VALUE OF SUBSCRIPTION

I GBP ACCUMULATING CLASS
ISIN: LU0979706883

I EUR ACCUMULATING CLASS
ISIN: LU0979706966

I EUR (H) ACCUMULATING CLASS
ISIN: LU1356728664

OTHER:

(H) denotes hedged share class.

Section 6 | DIVIDENDS

Dividends, if declared, will be reinvested automatically in additional shares of the same class of the relevant sub-funds unless you indicate otherwise by **ticking this box**:

If dividend payments are requested, they will be credited directly to your bank account. Please ensure you have completed your bank details in section 7 and 8.

If you wish to receive dividend payments on a different bank account, please indicate your complete dividend banking details below:

BANK NAME

BANK ADDRESS

COUNTRY OR EMITTING BANK/PARTY

BIC / SWIFT

ACCOUNT NAME

ACCOUNT NUMBER/IBAN

Section 7 | THE PAYMENT OF INVESTMENT (Please use the following banking details to pay out your subscription)

USD:

BANK NAME: BANK OF AMERICA N.A
BIC/SWIFT: BOFAUS3N
ABA: 026009593
CHIPS: 959
FOR CREDIT TO: SMEAD FUNDS SICAV
ACCOUNT NUMBER: 6550568083
REFERENCE: FUND ACCOUNT
REGISTRATION NAME

GBP:

BANK NAME: BANK OF AMERICA N.A
BIC/SWIFT: BOFAGB22
IBAN: GB61 BOFA 1650 5070 4130 19
BRANCH CODE: 6008
FOR CREDIT TO: SMEAD FUNDS SICAV
ACCOUNT NUMBER: 70413019
REFERENCE: FUND ACCOUNT
REGISTRATION NAME

EUR:

BANK NAME: BANK OF AMERICA N.A
BIC/SWIFT: BOFAGB22
IBAN: GB39 BOFA 1650 5070 4130 27
BRANCH CODE: 6008
FOR CREDIT TO: SMEAD FUNDS SICAV
ACCOUNT NUMBER: 70413027
REFERENCE: FUND ACCOUNT
REGISTRATION NAME

Section 8 | SUBSCRIPTION PAYMENT (Please indicate where the money will be wired from)

The subscription payment MUST come from a bank account in the name of the registered shareholder/unit holder account only.

BANK NAME

BANK ADDRESS

COUNTRY OR EMITTING BANK/PARTY

BIC / SWIFT

ACCOUNT NAME

ACCOUNT NUMBER/IBAN

Section 9 | REDEMPTION PAYMENT (Please indicate where you wish to receive the proceeds of your redemption)

Please note that all payments will be made in the name of the registered shareholder/unit holder only, no third party payment will be effected. Any omission to complete these details for redemption request could result in late or non-payment of redemption proceeds.

BANK NAME

BANK ADDRESS

COUNTRY OR EMITTING BANK/PARTY

BIC / SWIFT

ACCOUNT NAME

ACCOUNT NUMBER/IBAN

Changes to initially provided bank details can only be instructed to IFDSL Registration Team by the relevant authorized signatory(ies) via fax/original.

Section 10 | IDENTIFICATION FOR INDIVIDUAL INVESTORS

- » **Original application form** completed, dated and signed.
- » **Certified copy of valid ID** (certified copies of valid ID documents must be obtained for all investors named on the application form and should contain the following: full name; investor's signature; photo of the investor; ID number; expiry date of the ID; signature specimen)
- » **Original confirmation** whether acting on own behalf or on behalf of third party, see above section 2.
- » **Original Information on the origin of wealth** (profession is not sufficient), see above section 1A.
- » **Original Information on the source of funds from** incoming and outgoing payment, see above section 7 and 8

Originals or certified copies of all the following documents in or translated into English, German, French, Italian or Spanish must be attached to this Application Form. All translations or copies are to be certified in English, German, French, Italian or Spanish as a sworn translation or copy by one of the following competent authorities: Embassy, Consulate, Solicitor, Licensed Lawyer, Notary (Empowered Public Authority) or bank regulated in a jurisdiction which has implemented anti money laundering and terrorist financing regulations equivalent to Luxembourg standards. The certification must show the official stamp of the competent authority, the persons' name and signature, date and where possible their position.

In case of enhanced due diligence, additional documentation will be requested on top of the documentation already listed above under standard due diligence.

Section 11 | PROTECTION AGAINST MONEY LAUNDERING/TERRORISM FINANCING

Pursuant to the Luxembourg legal framework on countering money laundering and the financing of terrorism, the central administration of the Company and/or its appointed Transfer Agent (State Street Bank Luxembourg S.C.A.) may inquire for more details concerning the financial institutions from which the transfer payments are to be made. If such financial institution is not based in a jurisdiction which has implemented AML-CTF regulations equivalent to Luxembourg, the central administration of the Company and its service providers may also ask you for complementary documents (duly certified by the local authorities of your country of residence) in order to verify the facts listed in this application form.

If you are not able to provide the required details or other necessary documents, the central administration of the Company will refuse the subscription.

Section 12 | KEY INVESTOR INFORMATION DOCUMENT (KIID)

The Undersigned has taken note of the applicable KIID at the time of the signature of this application form related to the share/unit/classes, sub-funds and or funds of the SICAV/Funds.

The Undersigned also declares that he/she/they will read further potential issuances of such KIID before any subsequent investment that he/she/they wish to make in the relevant share/unit classes, sub-funds and/or Funds of the SICAV/Funds.

Whenever the Undersigned acts as intermediary, he/she/they hereby undertakes that he/she/they will provide the KIID for the respective share classes to their Clients in good time before any subscription in the SICAV/Funds.

Section 13 | DECLARATION

The undersigned declare(s) that he/she/they is/are:

- » over 18 years old and have full capacity to subscribe, to hold and to deal in shares.
- » any further application for shares by shall be made or be deemed to be made in accordance with the currently relevant documentation.
- » that the money or assets invested are neither directly nor indirectly the proceeds of any criminal act within the meaning of applicable Luxembourg law.
- » agree(s) to provide the necessary supporting identification documentation as per requested by Luxembourg laws.
- » the information contained in this application form is correct at the time of completion and I/we hereby undertake to promptly inform State Street Bank Luxembourg S.C.A. of any change in my/our details contained herein.
- » Where a Power of Attorney Form is required, a certified copy must be provided, and such Power of Attorney Form shall form an integral part of these terms and conditions.

The Undersigned further declare(s) that he/she/they is/are aware that:

- » Subscriptions received by the Company on the transaction date no later than the cut-off time stated in the prospectus shall be treated at the issue price calculated on that same day.
- » This contract will be legally binding when it is signed and the sums paid to the Fund are received.
- » Correspondence will be sent to our correspondence address noted above unless otherwise notified by us in writing from time to time.
- » If more than one investor applies, all investors must sign this application form.

In this case, please select one of the following options:

Joint account

Each holder shall individually dispose of the assets in the joint account. In the case of death or incapacity of one of the investors, the surviving investor(s) may continue to freely dispose of the assets in the joint account, unless formal opposition to the contrary from the parties authorised to represent the deceased or incapacitated investor's estate has been received by State Street Bank Luxembourg S.C.A.

Or

Collective account

The investors shall only have the right to deal collectively in all matters concerning the collective account.

In case no box is ticked, option 2 will default.

- » State Street Bank Luxembourg S.A. will need to be provided with the necessary "Know Your Customer" documentation **prior to the account opening** (exceptions will only be possible in case the money laundering risk is considered as LOW)

The Undersigned declare(s) that he/she/they:

- » certify, represent, warrant and agree that he/she/they is/are NOT a **United States Person** (hereinafter a U.S. Person) according to the U.S. Securities Act of 1933 or that the shares applied for are not being acquired directly or indirectly by, on behalf or for the account or benefit of, a US Person.
- » will **notify the Fund and the Administrator, State Street Bank Luxembourg S.C.A., in the event that he/she/they are/become(s) a U.S. Person or a person who is deemed to be a U.S. Person** under the U.S. Securities Act of 1933 or holds the Shares on behalf of, or for the account or benefit of, a U.S. Person. If an applicant's status changes and it becomes a U.S. Person, it must notify the relevant party as mentioned above within thirty (30) days.

The Undersigned declare(s):

- » that the information provided in the FATCA and CRS section is, to the best of their knowledge and belief, accurate and complete.
- » to advise State Street Bank Luxembourg S.C.A., and its delegate within 30 days and provide an updated Self-Certification Form, where any change in circumstances occurs, which causes any of the information contained in this Application Form to be incorrect.

The Undersigned acknowledges:

- » that the information data disclosed in this Application Form may be disclosed to the Luxembourg tax authorities or any other authorised delegates under Luxembourg law for tax purposes.

Section 14 | FATCA & CRS

Section 1: Account Holder Information

We are obliged under local laws and regulations to collect and report to the Luxembourg tax authorities and the relevant foreign tax authorities certain information about financial accounts held by some of our account holders. Without this information no account may be opened.

For joint or multiple account holders, please complete a separate Self-Certification Form for each account holder. If you have any questions about the Self-Certification Form or defining your FATCA or CRS status, please speak to your tax adviser or local tax authority. For further information on CRS please refer to the OECD Automatic exchange of information portal: <http://www.oecd.org.uk/tax/automatic-exchange/>

Section 2: FATCA Declaration of U.S. Citizenship or U.S. Residence for Tax purposes

Please tick either (a) or (b) and complete as appropriate.

(a) I confirm that I am a U.S. citizen and/or resident in the U.S. for tax

U.S. TIN IS AS FOLLOWS

OR

(b) I confirm that I am not a U.S. citizen or resident in the U.S. for tax purposes.

Section 3: CRS Declaration of Tax Residence (please note you may choose more than one country):

Please indicate your country of Tax Residence (if resident in more than one country please detail all countries of Tax Residence and associated Tax Identification Numbers).

COUNTRY OF TAX RESIDENCE

TAX ID NUMBER (1)

COUNTRY OF TAX RESIDENCE

TAX ID NUMBER (1)

COUNTRY OF TAX RESIDENCE

TAX ID NUMBER (1)

(1) Provision of a Tax ID number (TIN) is required unless you are tax resident in a Jurisdiction that does not issue a (TIN). If applicable, please specify the reason for non-availability of a Tax ID Number:

Section 15 | PERSONAL DATA, PROCESSING AND DISCLOSING OF DATA

In accordance with the provisions of the Luxembourg law of 2 August 2002 on the protection of persons with regard to the processing of personal data, as amended, and local laws and regulations where applicable, the Fund, as data controller, collects, stores and processes, by electronic or other means, the data supplied by investors for the purpose of fulfilling the services required by the investors and complying with its legal and regulatory obligations. The data processed includes in particular the name, contact details (including postal or email address), banking details, invested amount and holdings in the Fund of investors ("Personal Data"). The investor may at his/her discretion refuse to communicate Personal Data to the Fund. In this case, however, the Fund may reject a request for Shares. Each investor has a right to access his/her Personal Data and may ask for Personal Data to be rectified where it is inaccurate or incomplete by writing to the Fund at its registered office, as indicated in the Directory.

Personal Data supplied by investors is processed in particular for the purposes of processing subscriptions, redemptions and conversions of Shares and payments of dividends to investors, account administration, performing controls on excessive trading and market timing practices, tax identification as may be required under Luxembourg or foreign laws and regulations (including laws and regulations relating to FATCA or CRS), and compliance with applicable anti-money laundering rules, as well as for the purpose of maintaining the register of shareholders of the Fund (the "Fund Administration Aims"). In addition, Personal Data may be processed for the purposes of client relationship management and marketing. Each

Investor has the right to object to the use of its Personal Data for marketing purposes by writing to the Fund.

For the purpose of achieving the Fund Administration Aims, Personal Data may be transferred to the Fund's data processors which include, in particular, the Management Company, the Administrator, and affiliates of the Administrator (the "Fund Administration Processors") that are located in the European Union. Personal Data may also be transferred to Fund Administration Processors located in countries outside of the European Union and whose data protection laws may not offer an adequate level of protection in particular to affiliates of the Administrator located, inter alia, in the United States of America.

For the purpose of client relationship management and marketing, Personal Data may be transferred to the Management Company, the Global Distributor and/or Distributors (the "Marketing Processors"). Personal Data may also be transferred to Marketing Processors located in countries outside of the European Union and whose data protection laws may not offer an adequate level of protection, in particular to the Global Distributor located in the United States of America.

The Undersigned expressly consent(s) and agree(s) to the transfer and processing of his/her/their Personal Data to Fund Administration Processors and Marketing Processors, including entities located outside the European Union in countries that do not offer an adequate level of protection and in particular the United States of America. The Fund may also transfer Personal Data to third-parties such as governmental or regulatory agencies, including tax authorities, in or outside the European Union, in accordance with applicable laws and regulations. In particular, such Personal Data may be disclosed to the Luxembourg tax authorities, which in turn may acting as data controller, disclose the same to foreign tax authorities.

You will periodically receive updates and communications pertaining to the Fund from the Management Company, the Global Distributor and/or the Advisor unless you tick the box below.

Opt-out from these communications

Section 16 | APPLICABLE LAW AND JURISDICTION

This subscription form is governed by and shall be interpreted in accordance with Luxembourg law. The courts of the Grand-Duchy of Luxembourg will have exclusive jurisdiction of all disputes arising from this subscription form.

Section 17 | SIGNATURE

The undersigned declare(s) that he/she/they is/are duly authorized to sign the present subscription form and that he/she/they has/have received a copy of the Prospectus (and where relevant a current Annual or Semi-Annual Report) which he/she/they accept(s) in full.

He/she/they further declare(s) that all information contained in this application form is accurate to the best of their knowledge and belief.

LOCATION

INVESTOR'S NAME

INVESTOR'S NAME

DATE (DD/MM/YYYY)

SIGNATURE

SIGNATURE

Glossary

Note: These are selected definitions provided to assist you with the completion of this Self-Certification Form. Further details can be found in the Directive 2014/107/EU of 9 December 2014 "as regards mandatory automatic exchange of information" and in the OECD Standard for Automatic Exchange of Financial Account Information ("OECD Common Reporting Standard, CRS").

"Account Holder"

The "account holder" in Symphony US Senior Loan Fund, a sub-fund of Symphony Alternative Investment Funds SICAV-SIF is the person listed or identified as the holder of the Debt or Equity Interest in Symphony US Senior Loan Fund. This is regardless of whether such person is a flow-through Entity.

A person, other than a Financial Institution, holding a Debt or Equity Interest in Symphony US Senior Loan Fund, for the benefit or account of another person as agent, custodian, nominee, signatory, investment advisor, or intermediary, is not treated as holding the account, and such other person is treated as holding the account.

"Active NFE"

An entity will be classified as Active NFE if it meets any of the following criteria:

- a) less than 50% of the NFE's gross income for the preceding calendar year or other appropriate reporting period is passive income and less than 50% of the assets held by the NFE during the preceding calendar year or other appropriate reporting period are assets that produce or are held for the production of passive income;
- b) the stock of the NFE is regularly traded on an established securities market or the NFE is a Related Entity of an Entity the stock of which is regularly traded on an established securities market;
- c) the NFE is a Governmental Entity, an International Organisation, a Central Bank, or an Entity wholly owned by one or more of the foregoing;
- d) substantially all of the activities of the NFE consist of holding (in whole or in part) the outstanding stock of, or providing financing and services to, one or more subsidiaries that engage in trades or businesses other than the business of a Financial Institution, except that an Entity does not qualify for this status if the Entity functions (or holds itself out) as an investment fund, such as a private equity fund, venture capital fund, leveraged buyout fund, or any investment vehicle whose purpose is to acquire or fund companies and then hold interests in those companies as capital assets for investment purposes;
- e) the NFE is not yet operating a business and has no prior operating history, (a "start-up NFE") but is investing capital into assets with the intent to operate a business other than that of a Financial Institution, provided that the NFE does not qualify for this exception after the date that is 24 months after the date of the initial organisation of the NFE;
- f) the NFE was not a Financial Institution in the past five years, and is in the process of liquidating its assets or is reorganising with the intent to continue or recommence operations in a business other than that of a Financial Institution;
- g) the NFE primarily engages in financing and hedging transactions with, or for, Related Entities that are not Financial Institutions, and does not provide financing or hedging services to any Entity that is not a Related Entity, provided that the group of any such Related Entities is primarily engaged in a business other than that of a Financial Institution; or
- h) the NFE meets all of the following requirements (a "non-profit NFE") :
 - i. it is established and operated in its jurisdiction of residence exclusively for religious, charitable, scientific, artistic, cultural, athletic, or educational purposes; or it is established and operated in its jurisdiction of residence and it is a professional organisation, business league, chamber of commerce, labour organisation, agricultural or horticultural organisation, civic league or an organisation operated exclusively for the promotion of social welfare;
 - ii. it is exempt from income tax in its jurisdiction of residence;
 - iii. it has no shareholders or members who have a proprietary or beneficial interest in its income or assets;
 - iv. the applicable laws of the NFE's jurisdiction of residence or the NFE's formation documents do not permit any income or assets of the NFE to be distributed to, or applied for the benefit of, a private person or non-charitable Entity other than pursuant to the conduct of the NFE's charitable activities, or as payment of reasonable compensation for services rendered, or as payment representing the fair market value of property which the NFE has purchased; and
 - v. the applicable laws of the NFE's jurisdiction of residence or the NFE's formation documents require that, upon the NFE's liquidation or dissolution, all of its assets be distributed to a Governmental Entity or other non-profit organisation, or escheat to the government of the NFE's jurisdiction of residence or any political subdivision.

"Control"

"Control" over an Entity is generally exercised by the natural person(s) who ultimately has a controlling ownership interest (typically on the basis of a certain percentage (e.g. 25%)) in the Entity. Where no natural person(s) exercises control through ownership interests, the Controlling Person(s) of the Entity will be the natural person(s) who exercises control of the Entity through other means. Where no natural person(s) is/are identified as exercising control of the Entity through ownership interests, then under the CRS the Reportable Person is deemed to be the natural person who hold the position of senior managing official.

"Controlling Person(s)"

"Controlling Persons" are the natural person(s) who exercise control over an entity. Where that entity is treated as a Passive Non-Financial Entity ("Passive NFE") then a Financial Institution is required to determine whether or not these Controlling Persons are Reportable Persons. This definition corresponds to the term "beneficial owner" described in Recommendation 10 of the Financial Action Task Force Recommendations (as adopted in February 2012).

In the case of a trust, the Controlling Person(s) are the settlor(s), the trustee(s), the protector(s) (if any), the beneficiary(ies) or class(es) of beneficiaries, or any other natural person(s) exercising ultimate effective control over the trust (including through a chain of control or ownership). Under the CRS the settlor(s), the trustee(s), the protector(s) (if any), and the beneficiary(ies) or class(es) of beneficiaries, are always treated as Controlling Persons of a trust, regardless of whether or not any of them exercises control over the activities of the trust.

Where the settlor(s) of a trust is an Entity then the CRS requires Financial Institutions to also identify the Controlling Persons of the settlor(s) and when required report them as Controlling Persons of the trust.

In the case of a legal arrangement other than a trust, "Controlling Person(s) means persons in equivalent or similar positions.

"Financial Institution"

The term "Financial Institution" means a "Custodial Institution", a "Depository Institution", an "Investment Entity", or a "Specified Insurance Company". Please see the relevant domestic guidance and the CRS for further classification definitions that apply to Financial Institutions.

“Investment Entity”

The term “Investment Entity” includes two types of Entities:

(i) an Entity that primarily conducts as a business one or more of the following activities or operations for or on behalf of a customer:

- » Trading in money market instruments (cheques, bills, certificates of deposit, derivatives, etc.); foreign exchange; exchange, interest rate and index instruments; transferable securities; or commodity futures trading;
- » Individual and collective portfolio management; or
- » Otherwise investing, administering, or managing Financial Assets or money on behalf of other persons.

Such activities or operations do not include rendering non-binding investment advice to a customer.

(ii) The second type of “Investment Entity” (“Investment Entity managed by another Financial Institution” – as defined under §A(6)(b) of Section VIII of the CRS) is any Entity the gross income of which is primarily attributable to investing, reinvesting, or trading in Financial Assets where the Entity is managed by another Entity that is a Depository Institution, a Custodial Institution, a Specified Insurance Company, or the first type of Investment Entity.

“Investment Entity managed by another Financial Institution”

An Entity is “managed by” another Entity if the managing Entity performs, either directly or through another service provider on behalf of the managed Entity, any of the activities or operations described in clause (i) above in the definition of ‘Investment Entity’.

An Entity only manages another Entity if it has discretionary authority to manage the other Entity’s assets (either in whole or part).

“NFE”

An “NFE” is any Entity that is not a Financial Institution.

“Non-Participating Jurisdiction”

A “Non-Participating Jurisdiction” means a jurisdiction with which no agreement is in place pursuant to which it will provide the information set out in the CRS.

“Participating Jurisdiction Financial Institution”

The term “Participating Jurisdiction Financial Institution” means (i) any Financial Institution that is tax resident in a Participating Jurisdiction, but excludes any branch of that Financial Institution that is located outside of that jurisdiction, and (ii) any branch of a Financial Institution that is not tax resident in a Participating Jurisdiction, if that branch is located in such Participating Jurisdiction.

“Passive NFE”

Under the CRS a “Passive NFE” means any: (i) NFE that is not an Active NFE; and (ii) Investment Entity as defined under §A(6)(b) of Section VIII of the CRS resident in a Non-Participating Jurisdiction.

“Related Entity”

An Entity is a “Related Entity” of another Entity if either Entity controls the other Entity, or the two Entities are under common control. For this purpose control includes direct or indirect ownership of more than 50% of the vote and value in an Entity.

“Resident for tax purposes”

Generally, an Entity will be resident for tax purposes in a jurisdiction if, under the laws of that jurisdiction (including tax conventions), it pays or should be paying tax therein by reason of his domicile, residence, place of management or incorporation, or any other criterion of a similar nature, and not only from sources in that jurisdiction. Dual resident Entities may rely on the tiebreaker rules contained in tax conventions (if applicable) to solve cases of double residence for determining their residence for tax purposes. An Entity such as a partnership, limited liability partnership or similar legal arrangement that has no residence for tax purposes shall be treated as resident in the jurisdiction in which its place of effective management is situated. A trust is treated as resident where one or more of its trustees is resident.

“TIN” (including “functional equivalent”)

The term “TIN” means Taxpayer Identification Number or a functional equivalent in the absence of a TIN. A TIN is a unique combination of letters or numbers assigned by a jurisdiction to an individual or an Entity and used to identify the individual or Entity for the purposes of administering the tax laws of such jurisdiction.

Some jurisdictions do not issue a TIN. However, these jurisdictions often utilise some other high integrity number with an equivalent level of identification (a “functional equivalent”). Examples of that type of number include, for individuals, the social security number.

“US Person”

Unless otherwise specified in this Prospectus, any United States Person as defined in Regulation S under the United States Securities Act of 1933, which includes any resident of the United States, or any corporation, partnership or other entity created or organised in or under the laws of the United States (including any estate of any such person created or organised in the United States) “United States Persons” or “US Persons” shall be construed accordingly. For the purposes of further clarity, the term US Person shall not include any person whose application has been approved by the Board of Directors in its sole discretion.