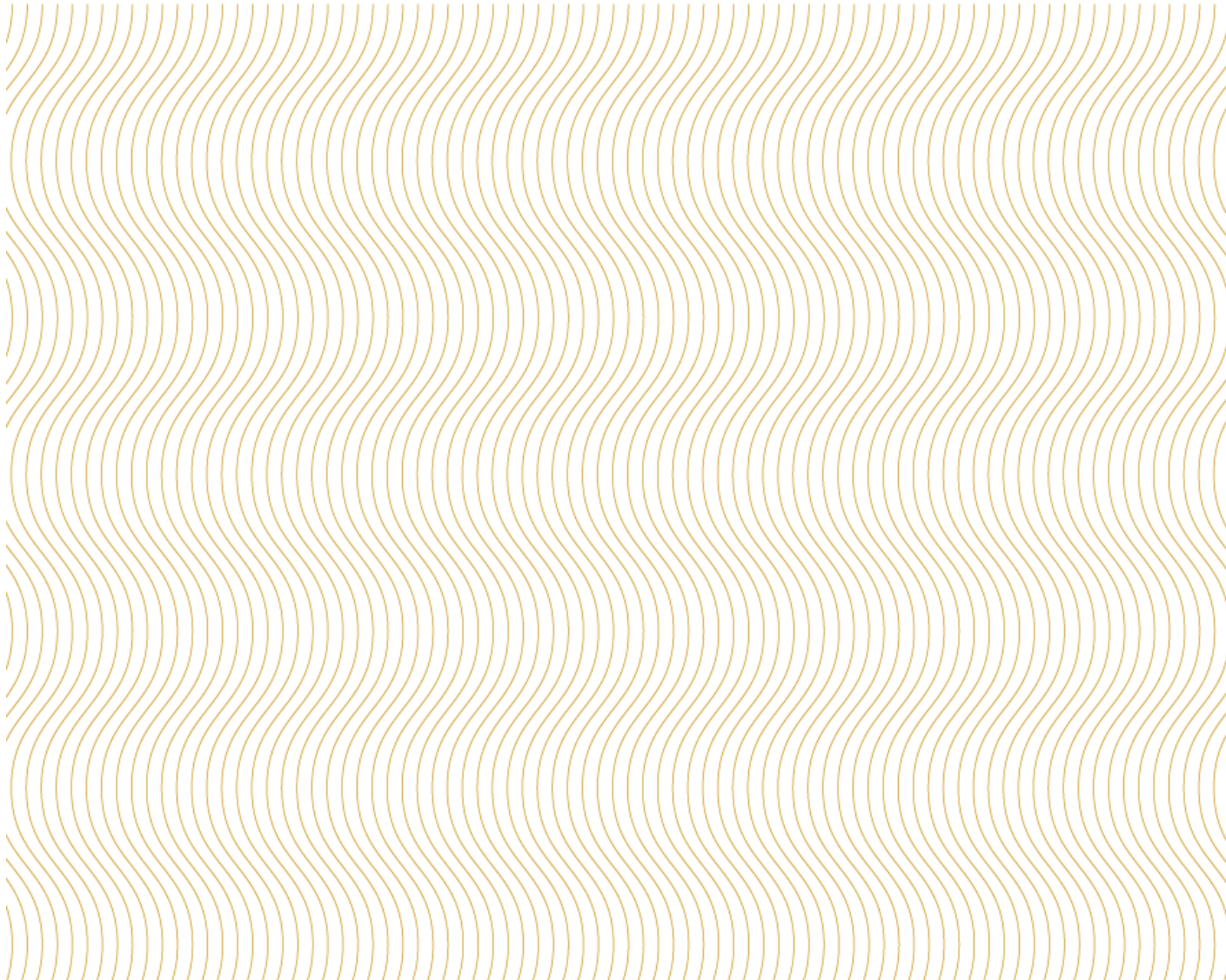


**Special Purpose Vehicle
Incorporation Guide**



ABU DHABI GLOBAL MARKET
سوق أبوظبي العالمي





Introduction

Congratulations on choosing ADGM as the home for your Special Purpose Vehicles (SPV), we look forward to welcoming you to the community.

We understand that the incorporation process can at times seem daunting due to the legal requirements and detailed forms to be completed.

We have written this guide, to support you through each stage of the application, and provide you with insight on what is required in simple terms, and hopefully ease the application process for you.

Let's Get Started!

Before you start the application, you should be aware of the documents that you are required to submit during the process. Having these documents ready in advance can lead to a smoother application process for you.

- A copy of your business plan (template available)
- Resolution (template available)
- Articles of Association (model articles available)
- signed lease agreement or consent letter from Corporate Service Providers
- Passport copies of Directors, Authorised Signatories, Individual Shareholders etc.
- Copy of valid UAE residence visa of Authorised Signatories. At least one signatory must be GCC national or hold a valid UAE residence visa.
- Certified true copy of certificate of registration/incorporation of body corporate Directors, Shareholders etc.
- Details of your data processor (if appointed) – including copy of commercial license

Please be aware that the Registrar can request at any time, further documentation to support your application.

Document Templates

You can locate the relevant document templates such as business plan, resolution, model articles, etc on the SPV page of ADGM.com, under the supporting documents and templates section.

<https://www.adgm.com/setting-up/spv/application-process>



Where to access the application form

Applications are only accepted digitally and can be accessed at www.registration.adgm.com.

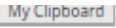
- 1) Create a new user
- 2) Once logged into the system, you will find the application form under

Online Services → Companies → Registration of SPV Companies → Incorporate a Private Company Limited by Shares as an SPV

If you wish to register the SPV as Restricted Scope Company:

Online Services → Companies → Registration of SPV Companies → Incorporate a Restricted Scope Company as an SPV

Useful Tips:

- You are able to save and exit the form at any time. The drafted form will then be available for you to select and continue from your dashboard. The draft will be active for 90 days. If the draft is not submitted during this time, the form will expire and will no longer be available.
- You are able to navigate through each of the pages without the need to complete them in the order they appear. To navigate either use the cookie trail at the top of the page, or select next on the bottom of each page (note although an error message may appear, you can still proceed to the next pages).
- Asterisk (*) denotes a required field. You will not be able to submit the application if you have left any required fields blank.
-  My Clipboard allows you to identify data 'clips' that can be stored and then later pasted into different parts of a form. A 'clip' can be, for example, Authorised Signatory details, which then can be used when adding a Director or a Secretary or a Shareholder or a Data Controller. Clicking on the My Clipboard button, provides the options to add a new clipboard item or to select an existing item. You need to enter all of the data into the form that is to be part of the data 'clip', before selecting to add it as a new clipboard item



Application form sections

The application form is divided into 10 key sections.

1. General Details
2. Addresses
3. Authorised Signatories
4. Director
5. Secretary
6. Shares & Shareholders
7. Data Protection
8. Beneficial Owners
9. Good standing Information
10. Review

In this document we will walk through each of the sections of the application, and outline the information that is required.



Section 1: General details

<p><input type="checkbox"/> Select a Reserved Name</p> <p>Company Name * <input type="text"/> <input type="button" value="Validate Name"/></p> <p>Proposed Name in Arabic Script <input type="text"/></p> <p>Does the proposed name contain sensitive words or expressions that require you to seek comments of a government department or specified body? * <input type="radio"/> Yes <input type="radio"/> No</p> <p>Is the proposed name very similar to another name or trade name appearing in the register of names or trade names in ADGM or Abu Dhabi or any other relevant jurisdictions, and is this application made AS or ON BEHALF of and with the authority of, the registered owner(s) of the similarly registered business name(s)? * <input type="radio"/> Yes <input type="radio"/> No</p>	<p>Company Name:</p> <p>It is advised that you check that this name is not currently in use by another entity.</p> <p>The system can validate the company name against the name validation rules as per the company regulations.</p> <p>If you reserve the name in advance, select 'Select a Reserve Name'. the name will appear as Proposed Name.</p> <p>If multiple name is reserved under your account, select the Proposed name in the dropdown list.</p> <p>Arabic: If you are unable to provide the proposed name in Arabic script, the Licensing team will do this on your behalf once submitted for review.</p> <p>Sensitive words and expressions:</p> <p>If you are unsure of this, you can refer to the name rules you can access them here.</p> <p>Similar Name:</p> <p>The system will automatically detect whether there is a similar name being used already in ADGM. To check Abu Dhabi or other jurisdictions, please refer to the relevant public registers of these jurisdictions.</p>
<p>Trade Name(s)</p>	<p>For the addition of a trade name, please follow the guidance above.</p>
<p>Accounting Reference Date</p> <p>Day * <input type="text" value="31"/></p> <p>Month * <input type="text" value="December"/></p>	<p>The accounting reference date is the Financial Year End Date for your entity.</p> <p>This is requested by the Registrar as it will determine the date by which you will need to file your annual accounts.</p>



<p>Business Activities</p> <p>Business Activity Type</p> <p>Business Activity Section *</p> <p>Non-Financial (Category B)</p> <p>[</p> <p>K Financial and insurance activities</p> <p>M Professional, scientific and technical activities</p>	<p>Select – M Professional, scientific and technical activities</p>
<p>Articles of Association</p> <p>Articles of Association *</p> <p>-- Please Select --</p>	<p>You will need to prepare the Articles of Association for your entity. The Articles will set out the ownership of your entity and how it will be run.</p> <p>You have three options with regards to the “type” of Articles that you can upload.</p> <p>Within the Model Articles Template you will locate additional guidance on how to complete the template.</p> <ol style="list-style-type: none">1) Model Articles – these are the standard articles that are accepted by ADGM.2) Model Articles with additional / and or amended provisions.3) Bespoke Articles.
<p>Supporting Documents ?</p> <p>Upload</p>	<p>Supporting Documents is not a required field, however if you feel you have any documents to support your application, you can upload at this location.</p>



Section 2: Addresses

Having a physical address in ADGM is a core principle to being granted a commercial license. As a SPV applicant, you have multiple options available for obtaining the physical office space.

<p>Addresses</p> <p>Address of Registered Office</p> <p>Office Number *</p> <input type="text"/> <p>Floor *</p> <input type="text"/> <p>Building Name *</p> <input type="text"/> <p>Street Name of Cluster / Square / Area on the island *</p> <input type="text"/> <p>Al Maryah Island Abu Dhabi United Arab Emirates</p>	<p>Input all of the details related to the Registered Office Address on Al Maryah Island</p>
<p>Address of Registered Office (Arabic)</p> <p>Office Number</p> <input type="text"/> <p>Floor</p> <input type="text"/> <p>Building Name</p> <input type="text"/> <p>Street Name of Cluster / Square / Area on the island</p> <input type="text"/> <p>جزيرة الماريا أبوظبي الإمارات العربية المتحدة</p>	<p>If unable to complete the office address in Arabic, the licensing team can do this on your behalf, once the application is submitted.</p>
<p>Evidence of Occupancy in ADGM *</p> <p>-- Please Select --</p>	<p>In this section you will need to specify the type of evidence that you will be providing related to your registered office address. This will either be:</p> <ol style="list-style-type: none">1) Consent letter2) Copy of lease



	You will then be prompted to upload this document.
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Section 3: Authorised Signatories

Director or another person that has been authorized to sign documents on behalf of the entity.

<p>In what capacity are authorised signatories acting? *</p> <p>-- Please Select --</p>	<p>Jointly: more than one signatory required to sign.</p> <p>Severally: Single signature</p>
<p>Full Name</p> <p>Title * -- Please Select --</p> <p>Forenames * <input type="text"/></p> <p>Surname * <input type="text"/></p> <p>Former Names <input type="text"/></p> <p>Forenames in Arabic <input type="text"/></p> <p>Surname in Arabic <input type="text"/></p> <p>Country of Residence * United Arab Emirates</p> <p>Nationality * United Arab Emirates</p> <p>Date of Birth * dd-MMM-yyyy <input type="text"/></p> <p>Business Occupation <input type="text"/></p> <p>Service Address</p> <p>Unit Number / Level Number <input type="text"/></p> <p>Building Name <input type="text"/></p> <p>Street / Area <input type="text"/></p> <p>PO Box Number * <input type="text"/></p> <p>State / Province <input type="text"/></p> <p>Emirate Abu Dhabi</p> <p>Country * United Arab Emirates</p>	<p>Please fill in the required information for each Authorised Signatory.</p> <p>Please ensure that name, Date of Birth and nationality align to the passport details of the individual.</p> <p>Service Address:</p> <p>This can be any address (residential / business) that can receive notifications.</p>



<p>▼ Fit and Proper</p> <p>This is required to allow ADGM Registration Authority to assess whether you are fit and proper for the purpose of your firm's registration as a legal entity subject to ADGM Companies and Commercial Licensing Regulations 2015.</p> <p>Have you ever been convicted of a crime involving dishonesty? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever served or been sentenced to a term of imprisonment? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever been convicted of any offence under any provision of the financial markets legislation or any offence under any provision of any foreign act, financial markets or financial services, corporations, financial reporting, or requirements for preventing money laundering? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever been banned from acting as a director of a company or other incorporated body, or from being involved in the management of any class of incorporated or unincorporated entity? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever been subject to disciplinary action by any professional body or disciplinary tribunal, where those actions resulted in penalties being imposed or censure? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever had a court ruling against them in respect of a civil case, or has reached an out of court settlement, relating to their profession? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever been dismissed, or asked to resign, from a position of trust, fiduciary appointment or similar position? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever been placed into statutory management, or has been a director of a company which has been placed into statutory management? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever, in the last 10 years, been a director or senior manager of a company, or other incorporated or unincorporated entity, which has been placed into liquidation, administration or receivership, entered into any compromise agreement, moratorium or other restructuring to avoid liquidation, administration or receivership? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Are you subject to pending proceedings which, if any adverse finding is reached, will result in one or more of the matters set out in the paragraphs above applying to you? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p>	<p>A Fit and Proper confirmation will need to be completed for each Authorised Signatory. It is essential that this is answered accurately, and you will be asked to sign (tick box) declaration that the details provided are true and correct.</p>
<p>Passport Evidence * <input type="button" value="Upload"/></p> <p>UAE Residency Visa or Emirates ID * <input type="button" value="Upload"/></p> <p>Evidence of Appointment * <input type="button" value="Upload"/></p>	<p>Passport: Please upload a clear copy of the passport of the Authorised Signatory.</p> <p>UAE Residency Visa / Emirates ID: Please ensure that these are valid documents that have not expired. Clear copies should be uploaded.</p> <p>Evidence of Appointment: The evidence of appointment of the authorized signatory should be outlined in the entity's resolution.</p> <p>If the shareholders are all individuals, you will need to complete the resolution for individuals. If there is more than one shareholder, the wording needs to be amended accordingly. All shareholder details can be put on the one resolution.</p> <p>If the shareholder is a corporate shareholder – then the corporate shareholder resolution should be used. Please note further evidence will be required;</p> <ol style="list-style-type: none">1) The resolution will need to be signed by the entire board2) Director register will need to be provided



	<p>3) The evidence must not be older than 3 months</p> <p>4) All evidence must be provided in English.</p>
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Section 4: Directors

<h3>Director</h3> <p>Individual or Body Corporate <input type="text" value="Individual"/></p>	<p>Individual: If the Director is a person</p> <p>Body Corporate: If the Director is an entity</p>
<p>If Individual:</p>	
<p>Full Name <input type="text" value="Title * -- Please Select --"/> <input type="text" value="Forenames *"/> <input type="text" value="Surname *"/></p> <p>Former Names <input type="text"/></p> <p>Country of Residence * <input type="text" value="United Arab Emirates"/></p> <p>Nationality * <input type="text" value="United Arab Emirates"/></p> <p>Date of Birth * <input type="text" value="dd-MMM-yyyy"/> <input type="text" value="📅"/></p> <p>Business Occupation <input type="text"/></p>	<p>Please fill in the required information for each Director.</p> <p>Please ensure that name, Date of Birth and nationality align to the passport details of the individual.</p>
<p>Director's Service Address</p> <p><input type="text" value="Unit Number / Level Number"/></p> <p><input type="text" value="Building Name"/></p> <p><input type="text" value="Street / Area"/></p> <p><input type="text" value="PO Box Number *"/></p> <p><input type="text" value="State / Province"/></p> <p><input type="text" value="Emirate"/></p> <p><input type="text" value="Abu Dhabi"/></p> <p><input type="text" value="Country *"/></p> <p><input type="text" value="United Arab Emirates"/></p>	<p>This can be any address (residential / business) that can receive notifications.</p>



<p>Residential Address</p> <p>Unit Number / Level Number *</p> <input type="text"/> <p>Building Name *</p> <input type="text"/> <p>Street / Area *</p> <input type="text"/> <p>State / Province</p> <input type="text"/> <p>Emirate *</p> <input type="text" value="Abu Dhabi"/> <p>Country *</p> <input type="text" value="United Arab Emirates"/>	<p>This must be the residential address of the Director. Commercial addresses in this section will not be accepted.</p>
<p>Fit and Proper</p> <p>This is required to allow ADGM Registration Authority to assess whether you are fit and proper for the purpose of your firm's registration as a legal entity subject to ADGM Companies and Commercial Licensing Regulations 2015.</p> <p>Have you ever been convicted of a crime involving dishonesty? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever served or been sentenced to a term of imprisonment? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever been convicted of any offence under any provision of the financial markets legislation or any offence under any provision of any foreign act, financial markets or financial services, corporations, financial reporting, or requirements for preventing money laundering? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever been banned from acting as a director of a company or other incorporated body, or from being involved in the management of any class of incorporated or unincorporated entity? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever been subject to disciplinary action by any professional body or disciplinary tribunal, where those actions resulted in penalties being imposed or censure? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever had a court ruling against them in respect of a civil case, or has reached an out of court settlement, relating to their profession? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever been dismissed, or asked to resign, from a position of trust, fiduciary appointment or similar position? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever been placed into statutory management, or has been a director of a company which has been placed into statutory management? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Have you ever, in the last 10 years, been a director or senior manager of a company, or other incorporated or unincorporated entity, which has been placed into liquidation, administration or receivership, entered into any compromise agreement, moratorium or other restructuring to avoid liquidation, administration or receivership? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Are you subject to pending proceedings which, if any adverse finding is reached, will result in one or more of the matters set out in the paragraphs above applying to you? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p>	<p>Fit and proper form must be completed for all directors and answered to the best of the knowledge of the applicant.</p>
<p>Passport Evidence * <input type="button" value="Upload"/></p> <p>Evidence of Appointment * <input type="button" value="Upload"/></p>	<p>Passport: Please upload a clear copy of the passport of the Director</p> <p>Evidence of Appointment: The evidence of appointment of the Director should be outlined in the entity's Resolution document.</p>
<p>Director Consent *</p> <p><input type="checkbox"/> This is to confirm that the named director has given consent to act as the appointed director. I declare that the information in this application is true and complete as at the date of this form.</p> <p><input type="button" value="Remove Director"/> <input type="button" value="Add another Director"/></p>	<p>Provide the director consent, and here you will find the Add another Director button if you need one.</p>
<p>If Corporate</p>	



<p>Company / Firm Name * <input type="text"/></p> <p>Registration Number * <input type="text"/></p> <p>Place of Registration / Incorporation * <input type="text" value="United Arab Emirates"/></p> <p>Legal Entity Structure * <input type="text"/></p> <p>Governing Law * <input type="text"/></p> <p>Director's Service Address</p> <p><i>Unit Number / Level Number</i> <input type="text"/></p> <p><i>Building Name</i> <input type="text"/></p> <p><i>Street / Area</i> <input type="text"/></p> <p><i>PO Box Number *</i> <input type="text"/></p> <p><i>State / Province</i> <input type="text"/></p> <p><i>Emirate</i> <input type="text" value="Abu Dhabi"/></p> <p><i>Country *</i> <input type="text" value="United Arab Emirates"/></p>	<p>Insert the name of the Company that is the Director, as listed on the Resolution.</p> <p>Registration number: this is the Commercial License Number of the entity.</p> <p>Place of Registration / Incorporation: The country that the entity has been registered or incorporated in. Please ensure this aligns to the Certificate Of Incorporation or Registration which will be requested to be uploaded later on this page.</p> <p>Service Address: Enter the address of the corporate director.</p>
<p>Certificate Of Incorporation or Registration * </p> <p>Evidence of Appointment *</p>	<p><input type="button" value="Upload"/></p> <p><input type="button" value="Upload"/></p> <p>Certificate Of Incorporation or Registration: Please upload a clear copy of the Certificate of Incorporation or Registration or a document of similar effect, certified by the relevant authority in the jurisdiction in which it is incorporated or registered or by its director or company secretary.</p> <p>Evidence of appointment: This is the resolution.</p>



Section 5: Secretary

This section is not compulsory, however you have the ability to add a secretary should you wish.

<p>Secretary</p> <p>Individual or Body Corporate <input type="text" value="Individual"/></p>	<p>Company Secretary can be Individual or Body Corporate</p>
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Section 6: Shares and Shareholders

<p>Share Capital</p> <p>Amount of Authorised Share Capital <input type="text"/></p>	<p>Maximum amount of Share Capital in US\$ that the company can allot (across all share classes).</p> <p>Note that this is not mandatory.</p>
<p>Share Class Details</p> <p>The statement of capital must state with respect to the company's share capital at the date to which the return is made up-</p> <p>(a) the total number of shares of the company, (b) the aggregate issue price of those shares, (c) for each class of shares: (i) prescribed particulars of the rights attached to the shares, (ii) the total number of shares of that class, and (iii) the aggregate issue price of shares of that class, and (d) the amount paid up and the amount (if any) unpaid on each share.</p> <p>Shares Add Share</p>	
<p>Share Class Name *</p> <p><input type="text" value="-- Please Select --"/></p>	<p>You must select one of the following</p> <ul style="list-style-type: none"> - Preferential - Ordinary - Redeemable - Other
<p>Share Class Name ?</p> <p><input type="text"/></p>	<p>The Articles of Association will set out the division of shares into different classes, with the respective rights of each of the classes being stated. The most common classes into which shares of a company may be divided are as follows: ordinary shares, ordinary shares which are non-voting shares, preference shares, cumulative preference shares, redeemable preference shares or cumulative redeemable preference shares, debentures and loan stocks</p>
<p>Nominal value ?</p> <p><input type="text"/></p>	<p>Nominal value of each share (i.e. the allotted value of each unit)</p>
<p>Number of Issued Shares *</p> <p><input type="text"/></p>	<p>Please enter the number of shares that have been issued</p>



Amount paid (in US\$) * <input type="text"/>	The amount paid
Amount unpaid (in US\$) <input type="text"/>	Optional field
Voting rights ? <input type="text"/>	Optional field
Rights on dividends distribution ? <input type="text"/>	Optional field
Rights on capital distribution ? <input type="text"/>	Optional field
Redemption permitted? ? <input type="text"/>	Optional field
Shareholders Shareholder Type <input type="text" value="Individual"/>	Select the type of Shareholders – Individuals or Body Corporate. You will then be prompted to provide the details related to each of the shareholders.

Section 7: Data Protection

(I) Data Protection

Data Protection Contact Person	The Data Protection Contact person is any person assigned to be the designated point of contact in relation to data protection matters for the entity
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<p>Full Name</p> <p>Title * <input type="text" value="-- Please Select --"/> Forenames * <input type="text"/> Surname * <input type="text"/></p> <p>Country of Residence * <input type="text" value="United Arab Emirates"/></p> <p>Nationality * <input type="text" value="United Arab Emirates"/></p> <p>Date of Birth * <input type="text" value="dd-MMM-yyyy"/> <input type="text"/></p> <p>Business Occupation <input type="text"/></p> <p>Service Address</p> <p>Unit Number / Level Number <input type="text"/></p> <p>Building Name <input type="text"/></p> <p>Street / Area <input type="text"/></p> <p>PO Box Number * <input type="text"/></p> <p>State / Province <input type="text"/></p> <p>Emirate <input type="text" value="Abu Dhabi"/></p> <p>Country * <input type="text" value="United Arab Emirates"/></p> <p>Telephone</p> <p>Country * <input type="text" value="+971"/> Area Code <input type="text"/> Number * <input type="text"/></p> <p>Email * <input type="text"/></p>	<p>You will be requested to enter the contact details for the Data Protection Contact Person.</p> <p>As per previous guidance, please ensure this information is accurate.</p> <p>The data protection contact person does not need to be located within the UAE.</p> <p>The Service Address provided can be either a commercial or residential address.</p>
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(II) Data Processors

<h2>Data Processors</h2>	<p>A Data Processor is defined as any corporate person (i.e. another company) that processes Personal Data on behalf of a Data Controller (i.e. your company).</p> <p>Data Processors may include but are not limited to external service providers that have been appointed by an ADGM Data Controller (e.g. external payroll service providers, cloud services etc.)</p> <p>Data Controllers must notify the ADGM Office of Data Protection of the appointment or cessation of a Data Processor.</p>
<p>Does this entity appoint a Data Processor? * <input type="radio"/> Yes <input type="radio"/> No <input type="text"/></p>	<p>That is, will another entity process any of your company's personal data? (e.g. external payroll, third party support for visa services, cloud provider etc.)</p>



	If so, you must select “yes” here.
If Selected YES	
<p>Search a Registered Entity</p> <p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>Search for a Registered Entity you wish to add as a Data Processor * <input type="text"/></p> <p>Place of Registration / Incorporation * <input type="text" value="United Arab Emirates"/></p> <p>Legal Entity Structure</p> <p>Governing Law * <input type="text"/></p> <p>Evidence of Appointment * <input type="button" value="Upload"/></p> <p>Consent *</p> <p><input type="checkbox"/> On behalf of the appointed Data Processor I hereby confirm that the appointed Data Processor copy is on file with the Data Controller and can be demonstrated if required. I declare that the information</p> <p>Remove Data Processor <input type="button" value="Add another Data Processor"/></p>	<p>If your data processor is located in ADGM, you will be able to search the ADGM Public Register for the entity details, which will prepopulate in the form.</p> <p>Please note: if you have engaged a non- ADGM registered entity, you will need to select No.</p> <p>Legal Entity Structure:</p> <p>Governing Law: If the Entity is Registered in ADGM, the Governing Law will be ‘ADGM’.</p> <p>Evidence of appointment: This is a copy of the contract between your entity and the appointed Data Processor.</p>
If Selected No	



<p>Search a Registered Entity</p> <p><input type="radio"/> Yes <input checked="" type="radio"/> No</p> <p>Entity Name * <input type="text"/></p> <p>Registration Number * <input type="text"/></p> <p>Service Address</p> <p>Unit Number / Level Number * <input type="text"/></p> <p>Building Name * <input type="text"/></p> <p>Street / Area * <input type="text"/></p> <p>State / Province <input type="text"/></p> <p>Emirate * <input type="text" value="Abu Dhabi"/></p> <p>Country * <input type="text" value="United Arab Emirates"/></p> <p>Place of Registration / Incorporation * <input type="text" value="United Arab Emirates"/></p> <p>Legal Entity Structure * <input type="text"/></p> <p>Governing Law * <input type="text"/></p> <p>Certificate Of Incorporation or Registration * <input type="button" value="Upload"/></p> <p>Evidence of Appointment * <input type="button" value="Upload"/></p>	<p>If the appointed Data Processor is not registered in ADGM, you will need to provide details of the entity.</p> <p>Registration Number: This is the Commercial License or Registration number of the appointed Data Processor.</p> <p>Legal Entity Structure: What entity structure is the Data Processor, e.g. is it a Branch, a Private Company Limited by Shares etc.</p> <p>Governing Law: This is the law of the jurisdiction that the entity is registered in, e.g. if the entity is Registered in Abu Dhabi – the law is UAE, London, the law would be UK etc.</p> <p>Certificate of Incorporation / Registration: Please ensure that the copy of the certificate of incorporation / registration is clear and valid.</p> <p>Evidence of appointment: This is a copy of the contract between your entity and the appointed Data Processor.</p>
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(III) Data Protection – Personal Data

Personal Data is any information relating to an identified natural person or a natural person who can be identified, directly or indirectly, in particular by reference to an identification number or to one or more factors specific to his physical, physiological, mental, economic, cultural or social identity. The definition of Personal Data applies to your employees, clients, contractors and contact lists to name some examples.

<p>Will you be processing Personal Data as defined in the ADGM Data Protection Regulations 2015? * <input type="radio"/> Yes <input type="radio"/> No</p>	<p>Please consider here if you are processing any personal data elements such as:</p> <ul style="list-style-type: none">• Name• Address• Date of Birth• Email• Staff ID number
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If yes

Reasons for Processing of Personal Data

Personal Data may only be Processed in accordance with section 2 of the ADGM Data Protection Regulations 2015.

Please confirm which of the following Reasons apply to Processing of the Personal Data. Data Subject is the individual to whom Personal Data relate.

The Data Subject has given his written consent to the Processing of that Personal Data * Yes No

Processing is necessary for the performance of a contract to which the Data Subject is party or in order to take steps at the request of the Data Subject prior to entering into a contract * Yes No

Processing is necessary for compliance with any regulatory or legal obligation to which the Data Controller is subject * Yes No

Processing is necessary in order to protect the vital interests of the Data Subject * Yes No

Processing is necessary for the performance of a task carried out in the interests of the Abu Dhabi Global Market or in the exercise of the Board's, the Court's, the Registrar's or the Regulator's functions or powers vested in the Data Controller or in a Third Party to whom the Personal Data are disclosed * Yes No

Processing is necessary for the purposes of the legitimate interests pursued by the Data Controller or by the Third Party to whom the Personal Data are disclosed, except where such interests are overridden by compelling legitimate interests of the Data Subject relating to the Data Subject's particular situation * Yes No

You will be asked to confirm the legal basis your entity will use for processing this data. Please select Yes or No as appropriate for your entity.

Type of Data

Please Choose which of these kinds of Personal Data you will keep

Name * Yes No

Address * Yes No

Date Of Birth * Yes No

Email * Yes No

Staff ID number * Yes No

Others * Yes No

Please confirm the Personal Data types that you will keep.

You will be asked to specify details of the Others should you select this option.



IV – Sensitive Personal Data

Sensitive Personal Data is a special category of Personal Data that by its nature is more sensitive, such as data revealing or concerning (directly or indirectly) racial or ethnic origin, political opinions, religious or philosophical beliefs, trade-union membership and health or sex life.

<p>Will you be Processing any Sensitive Personal Data as defined in the Data Protection Regulations 2015 * <input checked="" type="radio"/> Yes <input type="radio"/> No</p>	<p>When selecting an option please consider whether you will be collecting and of the following</p> <ul style="list-style-type: none"> - Racial origin - Political opinions - Religious beliefs - Other beliefs - Physical or mental health - Criminal convictions
<p>If yes</p>	
<p>Sensitive Personal Data shall be processed in accordance with section 3 of the Data Protection Regulations 2015</p> <p>Please confirm which of the following reasons apply to Processing of the Sensitive Personal Data.</p> <p>The Data Subject has given his additional written consent to the Processing of such Personal Data * <input type="radio"/> Yes <input type="radio"/> No</p> <p>Processing is necessary for the purposes of carrying out the obligations and specific rights of the Data Controller * <input type="radio"/> Yes <input type="radio"/> No</p> <p>Processing is necessary to protect the vital interests of the Data Subject or of another person where the Data Subject is physically or legally incapable of giving his consent * <input type="radio"/> Yes <input type="radio"/> No</p> <p>Processing is carried out in the course of its legitimate activities with appropriate guarantees by a foundation, association or any other non-profit-seeking body on condition that the Processing relates solely to the members of the body or to persons who have regular contact with it in connection with its purposes and that the Personal Data are not disclosed to a Third Party without the consent of the Data Subjects * <input type="radio"/> Yes <input type="radio"/> No</p> <p>The Processing relates to Personal Data which are manifestly made public by the Data Subject, or is necessary for the establishment, exercise or defence of legal claims * <input type="radio"/> Yes <input type="radio"/> No</p> <p>Processing is necessary for compliance with any regulatory or legal obligation to which the Data Controller is subject * <input type="radio"/> Yes <input type="radio"/> No</p>	<p>As with the personal data you will be requested to specify Yes or No to a series of statements regarding the legal basis for processing sensitive personal data.</p>



(V) Data Transfers

<h3 style="margin: 0;">Data Transfers</h3> <p style="margin: 5px 0;">Will you be transferring data to other jurisdictions * <input type="radio"/> Yes <input type="radio"/> No</p>	<p>Please note that transferring data to anywhere outside ADGM includes to mainland Abu Dhabi and other areas in the UAE (except the Dubai International Financial Centre).</p>																																										
If Yes																																											
<p>Will you be transferring Personal Data outside the jurisdiction of the ADGM that has an adequate level of protection? * <input type="radio"/> Yes <input type="radio"/> No</p>	<p>Please see below for a list of the jurisdictions that are identified as having an adequate level of protection:</p> <table border="1" style="width: 100%; border-collapse: collapse; text-align: center;"> <tr> <td>Argentina</td> <td>Austria</td> <td>Belgium</td> </tr> <tr> <td>Bulgaria</td> <td>Canada (provided the recipient is subject to the Canadian Personal Information Protection and Electronic Documents Act [PIPED Act])</td> <td>Cyprus</td> </tr> <tr> <td>Czech Republic</td> <td>Denmark</td> <td>DIFC</td> </tr> <tr> <td>Estonia</td> <td>Finland</td> <td>France</td> </tr> <tr> <td>Germany</td> <td>Greece</td> <td>Guernsey</td> </tr> <tr> <td>Hungary</td> <td>Jersey</td> <td>Iceland</td> </tr> <tr> <td>Ireland</td> <td>Isle of Man</td> <td>Italy</td> </tr> <tr> <td>Latvia</td> <td>Liechtenstein</td> <td>Lithuania</td> </tr> <tr> <td>Luxembourg</td> <td>Malta</td> <td>Netherlands</td> </tr> <tr> <td>New Zealand</td> <td>Norway</td> <td>Poland</td> </tr> <tr> <td>Portugal</td> <td>Romania</td> <td>Slovakia</td> </tr> <tr> <td>Slovenia</td> <td>Spain</td> <td>Sweden</td> </tr> <tr> <td>Switzerland</td> <td>UK</td> <td>Uruguay</td> </tr> <tr> <td>USA</td> <td></td> <td></td> </tr> </table>	Argentina	Austria	Belgium	Bulgaria	Canada (provided the recipient is subject to the Canadian Personal Information Protection and Electronic Documents Act [PIPED Act])	Cyprus	Czech Republic	Denmark	DIFC	Estonia	Finland	France	Germany	Greece	Guernsey	Hungary	Jersey	Iceland	Ireland	Isle of Man	Italy	Latvia	Liechtenstein	Lithuania	Luxembourg	Malta	Netherlands	New Zealand	Norway	Poland	Portugal	Romania	Slovakia	Slovenia	Spain	Sweden	Switzerland	UK	Uruguay	USA		
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Slovenia	Spain	Sweden																																									
Switzerland	UK	Uruguay																																									
USA																																											
<p>If you selected No</p>	<p>You will then be prompted to provide information related to where the data will be transferred to, why the transfer will take place and details of the mechanisms that you have in place to safeguard the data.</p>																																										



(VI) Data Protection – Declaration

<p>Data Protection - Declaration</p> <p>I, in my capacity as the appointed Data Controller, hereby confirm that the processing of Personal Data will be conducted in the following manner:</p> <ul style="list-style-type: none"><input type="checkbox"/> * Processed fairly, lawfully and securely;<input type="checkbox"/> * Processed for specified, explicit and legitimate purposes in accordance with the Data Subject's rights and not further Processed in a way incompatible with those purposes or rights;<input type="checkbox"/> * Adequate, relevant and not excessive in relation to the purposes for which they are collected or further Processed;<input type="checkbox"/> * Accurate and, where necessary, kept up to date; and<input type="checkbox"/> * Kept in a form which permits identification of Data Subjects for no longer than is necessary for the purposes for which the Personal Data were collected or for which they are further Processed.<input type="checkbox"/> * That every reasonable step shall be taken to ensure that Personal Data which is inaccurate or incomplete, having regard to the purposes for which it was collected or for which it was further Processed, is erased or rectified.<input type="checkbox"/> * That appropriate technical and organizational measures to protect Personal Data against unauthorised or unlawful Processing and against accidental loss or destruction of, or damage to, such Personal Data have been put in place. Such measures shall ensure a level of security appropriate to the risks represented by the Processing and the nature of the Personal Data to be protected.<input type="checkbox"/> * That in the event of an unauthorised intrusion (including any loss of devices containing Personal Data or unauthorised disclosures) whether physical, electronic or otherwise, to any Personal Data, the incident will be reported to the Registrar as soon as reasonably practicable. <p>Declaration</p> <p><input type="checkbox"/> * I declare that, to the best of my knowledge and belief, having made due enquiry, the information given in this form is complete and correct. I understand that it is an offence under applicable law to provide any information which is false, misleading or deceptive or to conceal information where the concealment of such information is likely to mislead or deceive. For the purpose of Data Protection Regulations, the Personal Data provided in this form will be processed by the ADGM Registration Authority in accordance with the relevant provisions of the Data Protection Regulations, in particular, in the exercise of its functions or powers under legislation administered by the ADGM or where necessary for the performance of a task carried out in the interest of the ADGM.</p>	<p>In the final subsection of the Data Protection pages you will be asked to complete a declaration in relation to the data protection information provided.</p>
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Section 8: Beneficial Owners

Within the structure of companies, it is the ultimate individual who enjoys benefits of owning the company's shares. In other words, it is an individual who enjoys the benefits of ownership even though title to the ownership is in another name. For example, there is an intermediary company in which name shares are issued. Even though the shares are issued in that company's name, the true beneficial owner of the shares, for safety/convenience or privacy, is the individual. Also, any individual that either directly or indirectly has the power to vote or influence the decisions within the company through beneficial ownership of the shares, is the beneficial owner of that company.

The questions in this section will be determined by the data entered earlier in the shareholder section of the form.



Section 8: Good Standing Information

<p>Good Standing Information</p> <p>Please answer all the following questions. If your answer to any of the below questions is 'YES', please provide all relevant details in relation to that question.</p> <p>Has the Applicant or any of its Senior Managers, Directors, Shareholders, Partners or Members:</p> <p>Applied for a license from ADGM for any other activity? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Had an application for membership of any professional or regulatory body refused, or ever been subject to sanction or censure by such a professional or regulatory body? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Been convicted of any offence under any provision of the financial markets legislation, such as (i) money laundering; (ii) terrorist financing; (iii) an offence involving fraud, dishonesty or breach of trust? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Been banned from acting as a director of a company or other incorporated body, or from being involved in the management of any class of incorporated or unincorporated entity? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p>Had a court ruling against you in respect of a civil case, or has reached an out of court settlement, relating to your profession? *</p> <p><input type="radio"/> Yes <input type="radio"/> No</p>	<p>Good Standing Information must be completed.</p>
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