

# the sidebyside

PARTNERSHIP

## DUE DILIGENCE QUESTIONNAIRE

Compiled by	[Name], [Position], [Investee Company]
Date	[Enter Date and who last amended, e.g. 14 Mar 2017. Anne Gordon]

**Confidentiality.** This document is being furnished on a confidential basis, in order for readers to consider an investment into the Company and may not be used for any other purpose. It has been compiled from sources believed to be reliable. Each reader, by downloading this document, agrees not to make a photocopy or other copy or to divulge the contents hereof to any person other than a legal, business, investment, or tax advisor in connection with obtaining the advice of such person with respect to investing into this Company.

## BASIC INFORMATION

### Company information

Investee Company Name	<b>Company X Limited (“Investee Company”)</b>
Trading as	Trading as name or name of key product service, if relevant
Company contact title	<b>Mr. / Mrs. / Ms / Miss</b>
Company contact first name	
Company contact surname	
Company contact position	
Contact email	
Contact phone	
Web	
Trading Address	
Reg Address	
Co Reg No.	
SIC	Available from Companies House
Date of incorporation	Available from Companies House
Date trading commenced	This date may be relevant for tax matters i.e. EIS only available for companies which have been “trading”, as defined for corporation tax purposes, for less than seven years.

### Investment information

Investment to date: NON CASH	Include any estimations on sweat equity, contributed assets of value and intangibles. If nothing, remove row.
Investment to date: CASH	Actual <u>cash</u> investment to date is £xxx
Investment sought	Min £xxxxx      Max £xxxxxx
Pre-money valuation	
SEIS / EIS <small>(delete where appropriate)</small>	- Advanced Assurance has been obtained for SEIS/EIS (to upload Confirmation Letter from HMRC) - SEIS/EIS has been granted (to upload SEIS 2 / EIS 2 form – in the name of the Investee Company)

### Trading information

Actual revenues	Actual revenue for the past 12 months to [31 March 201X] were £xxx
Employees	15 f/t

### List of Directors and Shareholders

List of Directors (as at 01/09/12)	EXTRACT FROM COMPANIES HOUSE REPORT  Name Michael William Cairns Date of Birth 17/08/1951 Appointment Date 19/01/2011
List of Shareholders (as at 01/09/12)	EXTRACT FROM COMPANIES HOUSE REPORT

## Advisors

Bankers	Full details required. Name and Contact name
Accountants	Example below Smith & Williamson Limited, 25 Moorgate, London EC2R 6AY. Contact: Guy Rigby, Director- Head of Entrepreneurs, t] 020 7131 8213, m] 07836 285522 e] <a href="mailto:Guy.Rigby@smith.williamson.co.uk">Guy.Rigby@smith.williamson.co.uk</a> ,
Lawyers	Example below Commercial – Mills & Reeve Ltd. Francis House, 112 Hills Road, Cambridge CB2 1PH Contact: Mike Harwood, Director, Tel 01223 222541 <a href="http://www.mills-reeve.com">www.mills-reeve.com</a> Patent – Marks & Clerk, 62-68 Hills Road, Cambridge CB2 1LA Tel 01223 345539 <a href="http://www.marks-clerk.com">www.marks-clerk.com</a>
Corporate Finance Advisors	Example below Envestors Limited 1 Lancaster Place, London WC2E 7ED. Contact: Oliver Woolley, Director, Envestors Limited t] 020 7240 0202 e] <a href="mailto:oliver@envestors.co.uk">oliver@envestors.co.uk</a>

## Key Financial Promotion Wording

Please enter the **Phrase that Pays** and the **Business Summary**

Please refer to guidance below to ensure wording satisfies Financial Promotions regulation:

**IMPORTANT NOTE:** The Directors of the Investee Company must jointly and severally warrant that all information in this document represents a “fair, clear, complete and not misleading” situation of the company.

*What you CANNOT say*

- “This is an excellent deal” – you cannot give an opinion as to the strength of the proposition
- “We will make X% return on your investment” – you cannot give any statement about future returns
- “We will sell the company for £X in three years time” – you cannot give any statement of fact about expected exit horizons

- “This is a low-risk investment” – you cannot make any comment as to the risk of an investment
- “These are conservative sales assumptions” – you cannot make qualified judgements as to the accurateness of future performance
- “We have a signed contract with X” – you can say a key contract has been signed, but only if this is complete and binding i.e. it has been signed by ALL the necessary counterparties.
- “I think this investment is particularly suitable for you [to a particular investor]” you cannot make recommendations to investors

**What you CANNOT do**

- Use the word “Guarantee” in relation to any expected return
- Omit or obscure key information pertaining to the risks of an investment.
- Bury key risks or important information about an investment in the body of the text. All material information needs to be “prominent”
- Call or visit potential investors, as this constitutes a “real-time” financial promotion. You can make “non-real-time” promotions i.e. email.

Please note, this is not an exhaustive list. For further information on financial promotions please visit

<https://www.fca.org.uk/firms/financial-promotions-adverts> or

[https://www.fca.org.uk/publication/guidance-consultation/gc11\\_15.pdf](https://www.fca.org.uk/publication/guidance-consultation/gc11_15.pdf)

**Phrase that pays** \* Explain your business in a nutshell (up to 150 characters)

**Business Summary** \* An overview of your business (up to 1,000 characters)

## Disclosure of Disputes and Legal Proceedings

Details of any legal issues outstanding as at the Submission Date

Has the Company or any of the Key Individuals been subject to a County Court Judgement (CCJ)?	Yes / No
Are there any SALES invoices in dispute?	Yes / No
Are there any PURCHASE invoices in dispute?	Yes / No
Is the business involved in any claim or lawsuit?	Yes / No
Have any of the Directors of the Company or members of the executive management team ever been involved, either individually or as a director of a company, in insolvency proceedings e.g. bankruptcy, liquidation, receivership administration, Company voluntary arrangement ('CVA'), Individual voluntary arrangement ('IVA'), Creditors' voluntary liquidation ('CVL') or other insolvency process?	Yes / No

If the answer is "Yes" please provide further information below

## Management Team Key Data

Please include all members of the Executive Management Team and the Board of Directors. Copy more boxes if required

Terms "Contract of Employment" and "Service Agreement" are interchangeable and refer to Employees. An "Agreement for Services" refers to consultants.

<i>Name</i>	
<i>Position</i>	
<i>Employee or Consultant</i>	Is the individual engaged with the Investee Company on an Employment or Consultancy basis? <b>Employee / Consultant / Non</b> exec (please delete)

<i>Signed Contract of Employment</i>	Has the individual signed a Contract of Employment or Agreement for Services with the Investee Company? Yes / No (please delete)
<i>Qualifications</i> Optional, otherwise remove row	
<i>Home Location</i>	City, Country.
<i>Employment / Consultancy Status</i>	Current status: e.g. part-time 5 days a month Status post funding: e.g. full-time
<i>Salary / Fees</i> Optional, otherwise remove row	Current salary / fees _____ Salary / fees post-funding _____. Alternatively, all salaries can be added to a separate spreadsheet and upload to the Platform (Level 3: Secure Data Room i.e. requiring permission to access)
<i>LinkedIn</i>	Short code

<i>Name</i>	
<i>Position</i>	
<i>Employee or Consultant</i>	Is the individual engaged with the Investee Company on an Employment or Consultancy basis. Employee / Consultant / Non exec (please delete)
<i>Signed Contract of Employment</i>	Has the individual signed a Contract of Employment or Agreement for Services with the Investee Company? Yes / No (please delete)
<i>Qualifications</i> Optional, otherwise remove row	
<i>Home Location</i>	City, Country.
<i>Employment / Consultancy Status</i>	Current status: e.g. part-time 5 days a month Status post funding: e.g. full-time
<i>Salary / Fees</i> Optional, otherwise remove row	Current salary / fees _____ Salary / fees post-funding _____. Alternatively, all salaries can be added to a separate spreadsheet and upload to the Platform (Level 3: Secure Data Room i.e. requiring permission to access)
<i>LinkedIn</i>	Short code

<i>Name</i>	
<i>Position</i>	

<i>Employee or Consultant</i>	Is the individual engaged with the Investee Company on an Employment or Consultancy basis. <b>Employee / Consultant / Non exec</b> (please delete)
<i>Signed Contract of Employment</i>	Has the individual signed a Contract of Employment or Agreement for Services with the Investee Company? Yes / No (please delete)
<i>Qualifications</i> Optional, otherwise remove row	
<i>Home Location</i>	<b>City, Country.</b>
<i>Employment / Consultancy Status</i>	Current status: <b>e.g. part-time 5 days a month</b> Status post funding: <b>e.g. full-time</b>
<i>Salary / Fees</i> Optional, otherwise remove row	Current salary / fees _____ Salary / fees post-funding _____. Alternatively, all salaries can be added to a separate spreadsheet and upload to the Platform (Level 3: Secure Data Room i.e. requiring permission to access)
<i>LinkedIn</i>	<b>Short code</b>

## Employment

### 1.1 Employee Disputes

Are there any disputes with employees? If “Yes” please provide further information below. **RESPONSE:** Yes / No (please delete)

### 1.2 Contracts of Employment

Have all key employees signed Contracts of Employment (All / Most / Some / None)? **RESPONSE:** All / Most / Some / None (please delete)

### 1.3 Disclosure of Relationships

Are there any family, civil partnership or marital relationships between any members of the Board and the Executive Management Team? If “Yes” please provide further information below. **RESPONSE:** Yes / No (please delete)

### 1.4 Conflicts of Interest

Is any member of the Executive Management Team involved in any other venture on an employment, consultancy or ownership basis? If “Yes” please provide further information below. **RESPONSE:** Yes / No (please delete)

If “Yes” to any of the above, please provide further information below



### 1.5 Share Options

Is there an Employee Share Option Scheme (ESOP) or Enterprise Management Incentive (EMI) Scheme in place? If “Yes” or “to be put in place” please provide further information below.

**RESPONSE:** Yes / No / To be put in place (please delete)

### Contract of Employment / Agreement for Services

**Either** (please delete Either/Or):

The core members of the Management Team **have not** signed Contracts of Employment or Agreements for Services. As such, do the core members of the Management Team **warrant to sign** Contracts of Employment or Agreements for Services prior to drawing down any investment? **RESPONSE: Yes / No** (please delete)

**Or** (please delete Either/Or):

The core members of the Management Team **have** signed Contracts of Employment or Agreements for Services.

Do the Contract of Employment or Agreement for Services contain the following:

- 1.6 An undertaking to commit to working for the Company on a full-time basis **RESPONSE: Yes / No** (please delete)
- 1.7 An undertaking to keep confidential all information relating to the Company **RESPONSE: Yes / No** (please delete)
- 1.8 A non-compete clause **RESPONSE: Yes / No** (please delete)
- 1.9 A notice period of at least six months **RESPONSE: Yes / No** (please delete)
- 1.10 Good leaver / Bad leaver clauses in the Service Agreement? **RESPONSE: Yes / No** (please delete)

Please use this box for any notes:

## Organisation Chart

### OPTIONAL

Please provide an Organisation Chart outlining the roles, responsibilities and reporting lines within the organisation.

## Group Structure Chart

Is the Investee Company part of a group of associated companies?	Yes / No
Does a member of the Executive Management Team or the Board own any shares in a company associated with the Investee Company?	Yes / No
Does a member of the Executive Management Team or the Board work, on an employment basis or consultancy basis, with a company associated with the Investee Company, for example as a supplier, customer or partner?	Yes / No

If the answer to any of the questions above is “Yes”, please provide a Group Structure Chart clarifying ownership and relationships. (Please add Company Registration Numbers and the Jurisdiction of each company, if more than one company).

## Corporate Governance

Issue	Yes / No / Management Team warrant will be in the final legals
INDEPENDENT CHAIR: Does the business have an independent Chair who is not part of the Executive Management Team?	
NON EXEC INVESTOR DIRECTOR: Does the business have an independent Non-Executive Investor Director who is not part of, or connected to, the Executive Management Team?	
DEFERRED SALARIES: Are there any deferred salaries to be paid once the new round of investment has been closed?	

MANAGEMENT CONTROLS: Are controls in place to ensure Management cannot spend more than £25,000 without the consent of an independent Investor Director?	
REMUNERATION COMMITTEE: Is there a Remunerations Committee, independent of the Executive Management Team, which approves any changes to salaries? (Note: this could be the Chair and the Investor Director). If “yes”, please add the names of the individuals on this Committee.	

Please provide further information below

### Ownership of Intellectual Property (IP)

Please identify the IP owned by the Company as follows. If Not Applicable, enter N/A.

Investors require assurances that all assets are owned by the Investee Company and not by an individual member of the Management Team.

	Details	If Not Applicable, enter N/A	Name of Legal Owner
Trademarks			
Patents			
Website URLs			
Database coding			
Other Intellectual Property			

#### 1.11 IP Ownership

Is all IP listed above owned by the Investee Company, rather than anyone else, such as individually by a Member of the Management Team. **RESPONSE:** Yes / No / Not applicable (please delete)

#### 1.12 IP Infringements

Have steps been taken by the Company to satisfy itself that no aspect of the business infringes the Intellectual Property of others? **RESPONSE:** Yes / No / Not applicable (please delete)

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**Insurances**

State if none or n/a

Type of Insurance	Is there insurance cover which is up to date? Yes / No / Not applicable	Name of Insurer
Buildings and Contents		
Employers' Liability		
Public Liability		
Cyber and data risks		
Commercial/Business Interruption		
Professional Indemnity Insurance (PII)		
Key Man Insurance on behalf of the Investee Company*		

\* Key Man Insurance taken out by the Investee Company on the life of key employees. This should be deemed sufficient by the Board of the Investee Company. The beneficiary to the policy needs to be the Investee Company. Separate cover should also be taken to provide for relatives of key employees.

**Regulation**

Is the Investee Company regulated by any professional body? **RESPONSE:** Yes / No (please delete)

If No, please delete information below

If "yes, please provide the following:

Name of Regulated Body	
------------------------	--

Can the Directors of the Investee Company confirm the business has carried on its business in <b>full conformity</b> with all regulatory requirements?	<b>Yes / No.</b> If “No”, please provide further information below
Can the Directors of the Investee Company confirm there have been <b>no breaches of regulatory requirements</b> or notices from the Regulated Body?	<b>Yes / No.</b> If “No”, please provide further information below

If, No, please provide further information below

### Current Shareholder Structure and Cap Table

Please insert a CAP TABLE to include all shareholders in the Investee Company including the class of share, CASH investment to date and number of shares. Either use your own model or the example below.

Shareholder Name	Position	Director (Yes/No)	No of shares	Class of Share	Cash investment to date
A Founder	CEO	Y	500,000	Ord	£25,000
B Helper	COO	Y	400,000	Ord	0
C Investor	n/a	N	1,000,000	Ord	£50,000
D Investor	n/a	N	500,000	Ord	£25,000
TOTAL			£2,400,000		£100,000

### Balance Sheet

## Balance Sheet Notes

- The purpose of the Balance Sheet is to ensure all liabilities are disclosed. It also helps to understand the amount invested into the Investee Company, and whether this has gone is as Debt (e.g. a Directors Loan) or Equity.
- Even for a start-up, a Balance Sheet is required showing zeros, so that confirmation can be provided that all liabilities have been disclosed
- The balance sheet needs to make FULL ALLOWANCE for bad debts
- The balance sheet and financial obligations must be signed off at the bottom by the individual responsible for the financial statements and must either be a Director of the Company or chartered accountant
- No need for decimal points
- The Associate Company column should be completed if the Investee Company has a close subsidiary or associate company connected to the Investee Company. if not relevant, please remove column.

As at [Enter date]	Company X Ltd, £000s	(Associated Company, if relevant, otherwise delete)
Fixed Assets		
Intangible Assets		
<b>TOTAL FIXED ASSETS</b>		
Debtors		
Prepayments		
Cash at Bank		
Other Current Assets		
<b>TOTAL CURRENT ASSETS</b>		
Creditors under 1 year		
VAT/Tax		
Directors' Loans		
Other Liabilities		
<b>TOTAL CURRENT LIABILITIES</b>		
<b>NET CURRENT ASSETS</b>		

TOTAL NET ASSETS		
SHARE CAPITAL		
SHARE PREMIUM ACCOUNT		
PROFIT & LOSS		
DIRECTORS' LOANS		
SHAREHOLDERS' FUNDS		

#### Declaration in relation to the Balance Sheet

I confirm this Balance Sheet represents a complete, true and honest impression of the Company and includes all liabilities.

I confirm there has been proper allowance for any bad or doubtful debts.

I confirm stock, if applicable, has been entered on a cost basis and there have been provisions for slow-moving or redundant stock.

Name	
Position	Director of the Company or chartered accountant
Signature	
Date	
Notes to the Balance Sheet	For example, the treatment of Directors' Loans (which may be capitalised upon investment)

## Solvency

### 1.13 Net Current Assets

From the Balance Sheet, please state the NET CURRENT ASSETS of the company. This includes CURRENT ASSETS, such as cash, realisable debtors, stock (at cost) and prepayments less CURRENT LIABILITIES, such as overdraft, loans (less than 1 year) and creditors. Please exclude, fixed assets and intangible assets

RESPONSE: £ \_\_\_\_\_ (NET CURRENT ASSETS) as at Enter Date

#### 1.14 Monthly Burn Rate

Please calculate the Net Cash Monthly Burn Rate for the business per month for the past three months. The Net Cash Monthly Burn Rate is cash outgoings per month (overheads and direct costs), less any income (from sales revenue) per month. For example if sales from the last three months were £90,000 and costs (direct costs and overheads) for the last three months were £300,000, the Net Cash Monthly Burn Rate = -£70,000. All figures Net of VAT.

If the Investee Company is currently profitable, please enter Not Applicable (N/A)

RESPONSE: £ \_\_\_\_\_ (ESTIMATED NET CASH MONTHLY BURN RATE based upon the last three months)

#### 1.15 Solvency

Will the Investee Company run out of cash in the next three months, from the date entered, if no new equity investment is forthcoming in this round **RESPONSE:** Yes / No (please delete)

### Disclosure of Financial Obligations

Please ensure notes are added if the answer is YES to any of the items below.

Please be specific with regards to amounts i.e. £57,450 rather than 54k (no need for decimals) and dates i.e. as at 20<sup>th</sup> May 2017.

It is essential there is FULL disclosure of ALL liabilities, especially if not disclosed in the Balance Sheet

#### 1.16 Loans

Details of ALL loans not reflected in the Balance Sheet. And Details required in terms of (a) amount, (b) repayment terms and timings. any security. If none state "None". RESPONSE:

#### 1.17 Overdraft Facility

Details of any overdraft facility. And any security. If none state "None". RESPONSE:

#### 1.18 Directors Loans

Please provide details of ALL directors and shareholder loans to the company. Details required in terms of (a) amount, (b) repayment terms and timings. If none state "None". RESPONSE:

#### 1.19 Inter-company loans

Details required in terms of (a) amount, (b) repayment terms and timings. If none state "None". RESPONSE:

#### 1.20 Company Cars

Details of lease, value, payments etc. RESPONSE:

#### 1.21 Equipment

Details of any HP agreements. Length of time left, monthly payments etc. RESPONSE:



### 1.22 Assets on Lease and/or Hire

Details of any HP agreements. Length of time left, monthly payments etc. RESPONSE:

### 1.23 Outstanding payments to HMRC

Details of any outstanding payments for VAT and/or PAYE. RESPONSE:

### 1.24 Any other liabilities

Details of any other direct or indirect liabilities not properly set out in the balance sheet. If none state "None". RESPONSE:

### Declaration in relation to Financial Obligations

I confirm the figures in the section above represent a complete, true and honest impression of the Company and includes all liabilities.

Name	
Position	Director of the Company or chartered accountant
Signature	
Date	

### Fees and Costs in relation to the fundraising

RESPONSE:

Please outline any other broker or advisory fees, excluding legal, tax and regulatory fees, which relate to and vary with the Investee Company raising finance on the Platform, which the Platform is charging over and above the fee outlined above.

### Financial History (Actuals)

Please provide a financial snapshot on ACTUAL recent trading figures, either using your own model or basing it on the table below.

You need to have the LAST THREE MONTHS actual trading figures.

Financial Projections are not covered in the Key Investment Data Document, but may be made available on the Platform

For Pre-revenue companies you can add ACTUAL Key Performance Indicators achieved e.g. number of users or contracts, which must be verifiable.

Period	Last three months		Last full financial year	Current Financial year
Source	Management Accounts		Statutory Accounts	Estimate
KPI 1 e.g. no of users	Delete row if n/a			
KPI 2 e.g. no. of units sold	Delete row if n/a			
Revenue				
Gross Profit				
Overheads				
EBITDA				
PBT				

### Fundraising: Use of Funds

Please provide an outline as to the allocation of investment funds (feel free to change headings below)

(£000s)	MINIMUM	MAXIMUM
Complete development of new product		
Sales and Marketing		
US Launch		
New Sales Staff		
New equipment		
Working Capital		
Other		

Other		
TOTAL FUNDING REQUIREMENT	£500,000	£1,000,000

Minimum total fundraising: [£500,000]. If pledges are lower than this amount, then the funding round will not close.

Maximum total fundraising: [£1,000,000]. If over-subscribed, this is the maximum amount the Company are prepared to raise.

### Valuation and Rationale

The pre-money valuation for the Investee Company in this round is: £

The rationale for this valuation is outlined below:

Please provide 1-2 paragraphs providing rationale for the pre-money valuation.

### Investment Structure: Key points

#### 1.25 Key investment points

Investment type	
Class of share of new investment	Ordinary
Do these rank pari passu with existing shares	Confirmed
Current Share Price (for this round)	[£1.00]
Is there a liquidation preference for investors in this round?	None
Is there an exit preference for investors in this round?	None
Do the legal agreements include Tag Along Rights?	Yes

Do the legal agreements include Drag Along Rights?	Yes
Do the legal agreements include Pre-emption rights?	Yes
Is there a Shareholders' Agreement?	None. (Investing through the Articles)

(Ensure these tie in with the Articles and any Shareholder Agreement.)

## 1.26 Tax Relief

Is the investment in this round eligible for tax relief under the Seed Enterprise Investment scheme (SEIS)? **RESPONSE:** Yes / No (please delete)

Is the investment in this round eligible for tax relief under the Enterprise Investment scheme (EIS)? **RESPONSE:** Yes / No (please delete)

If "Yes", can the Investee Company provide adequate information relating to TAX STATUS, in terms of either (a) Letter from HMRC confirming Advanced Assurance, OR (b) SEIS 2 or EIS 2 Form from HMRC confirming tax status? **RESPONSE:** Yes / No (please delete)

If "Yes", please see relevant information on the Platform

If "No", please advise Deal Manager

### *EIS Documentation required:*

(a) Letter from HMRC confirming Advanced Assurance, OR

(b) EIS 2 Form from HMRC confirming tax status

*This must be in the name of the company raising finance.*

## 1.27 Shareholder Permissions

Under the Articles of Association, is the Investee Company permitted to raise equity finance? **RESPONSE:** Yes / No (please delete)

Has the Investee Company met its obligations with regards to pre-emption rights? **RESPONSE:** Yes / No (please delete)

### 1.28 Shareholder Reporting

QUARTERLY TRADING UPDATES: Has the Investee Company committed to providing QUARTERLY trading reports to its shareholders, comprising a minimum of one-page trading update?

**RESPONSE:** Yes / No (please delete)

HALF YEAR FINANCIAL UPDATES: Has the Investee Company committed to providing half year financial reports, including a P&L and Balance Sheet, actuals v budget? **RESPONSE:** Yes / No (please delete)

FINANCIAL PROJECTIONS: Has the Investee Company committed to providing financial projections for the forthcoming year at least four weeks prior to the financial year end? **RESPONSE:** Yes / No (please delete)

POST INVESTMENT MONITORING COMMUNICATION: What reporting tools, if any are to be used by the Investee Company to report to Shareholders?

Response

### 1.29 Exit plan

What is the plan for providing an exit to enable investor to realise their investment?

Response

E.g. most likely to be a trade sale to [company in sector] in the next [3-5 years]

### 1.30 Secondary Market

Is there a commitment from the Directors of the Investee Company to offers its shares on a secondary market after three years from the closing of investment into this funding round? (Investors are interested to have an opportunity to trade their shares after three years). **RESPONSE:** Yes / No / Unsure (please delete)

The Investee Company's Articles of Association are structured accordingly to enable the trading of shares on a secondary market. **RESPONSE:** Yes / No / Unsure (please delete)

### 1.31 Diversity Policy

Although not legally required to have a written diversity policy in place, some investors like to see one to help meet legal and moral obligations towards being a diverse employer. Is there a Diversity Policy? **RESPONSE:** Yes / No / Unsure (please delete)

If “Yes”, please make available in the Secure Data Room.

### Investment responsibilities

Parties responsible for the following (\* to delete where appropriate)

Collecting investment funds from investors via closing process	Lawyers / Receiving Agent / Investee Company ( <i>nfiniti</i> )
Anti-Money Laundering	Lawyers / Receiving Agent / Investee Company ( <i>nfiniti</i> )
Issuing Share Certificates	Lawyers / Company Secretary / Registrars / Investee Company
Completing SH01 Form (with Board Minutes) and updating the Shareholder Register	Lawyers / Company Secretary / Investee Company
Issuing S/EIS 1, 2 and 3 Forms	Lawyers / Company Secretary / Registrars / Investee Company

### Declaration by the Investee Company

I confirm that this document represents a complete, true and honest reflection of the Company’s legal, financial and trading position, and that all information is factually correct and can be verified, and that no information has been excluded which might misrepresent the true position of the Company.

Signed on behalf of COMPANY X LIMITED: (Signature)	
Signed by: (Full name in capitals)	
Position in the company	
Company	
Date	

### Directors’ Warranty and Anti Money Laundering Checklist

This checklist is to be completed by **each** director of a company seeking to raise finance. It will be used to provide assurances to potential investors, as to the background of the individual directors. This information will only be passed on to genuine enquiries to invest in the company.

Your name		
Company name		
Job title		
Home Address		
Date of birth (optional)		
	<b>Yes</b>	<b>No</b>
Have you ever been disqualified from being a company director?	<input type="checkbox"/>	<input type="checkbox"/>
Have you ever had a County Court Judgement (CCJ) served against you?	<input type="checkbox"/>	<input type="checkbox"/>
Do you have a criminal record?	<input type="checkbox"/>	<input type="checkbox"/>
Have you ever been declared bankrupt?	<input type="checkbox"/>	<input type="checkbox"/>
Are you or will you be in the foreseeable future, ineligible to work in the UK?	<input type="checkbox"/>	<input type="checkbox"/>
Would you mind undertaking a full medical check-up?	<input type="checkbox"/>	<input type="checkbox"/>
Have you ever been refused medical insurance? (optional)	<input type="checkbox"/>	<input type="checkbox"/>
If you have answered 'yes' to any of these questions above, please provide details below:		

#### Declaration

You, the undersigned, confirm the information above is true, to the best of your knowledge.

You, the undersigned, confirm that this information may be passed on to a potential investor or intermediary for the purpose of raising finance.

Your name	
Signature	
Date	

### Anti Money Laundering (AML) Documentation

To comply with Money Laundering Regulations 2003 **each company director and shareholder with more than 20%** needs to provide two forms of identification,

(i) one in respect of your IDENTITY (e.g. passport or full UK drivers licence with photo) and

(ii) one to confirm your ADDRESS (e.g. utility bill or bank statement, or drivers licence (if not used as a form of identity already)). Can you please either

(a) Drop into our offices with the originals for us to copy and verify, or

(b) Get a copy which has been certified as a true copy by a lawyer, accountant, banker or other Financial Conduct Regulated (or equivalent) professional person.