



Corporate Governance & Board Support Services

Good corporate governance is good business

Good corporate governance can take many forms depending on the structure and history of the company, the nature of the industry and the characteristics of the stakeholders. However, it generally encompasses certain keys such as board leadership, appropriate delegation, adequate control and information flow.

The Directors have the ultimate responsibility for ensuring that a fund/company maintains good governance. To assist the Directors in this regard, **Trinity** provides comprehensive, proactive corporate secretarial services and board support to many of the funds and corporate entities to which it also acts as registered office, administrator, registrar and transfer agent or other services.

A robust corporate governance framework can provide the checks and balances necessary to ensure effective organisation and decision making within a company. This thereby ensures that decisions are taken in the right way at the right level.

Going the extra mile

For many corporate service providers, the role of Secretary is a passive one. We, on the other hand, believe that the role of the Secretary is to provide hands on support to the Board of Directors to assist them with any administration responsibilities under the requirements of respective company's laws, other applicable legislation and the relevant memorandum and articles of association. Over the years the industry has continued to evolve at a rapid pace, and by consequence many of our clients find the services of **Trinity** invaluable in this regard.

Accordingly, we take a hands on approach in relation to our services we provide to each and every client. The services are wider reaching, comprehensive and include liaison between the Managers, Directors, legal counsel and the various other counterparties to the fund or corporate entity; detailed reviewing of draft agreements, resolutions, registry update for directors and members of the board, reviewing the memorandum and articles of association and reviewing KYC documentations are only a few of the wide range of services we provide.

Raise the Bar

- Best practice guidelines on board effectiveness
- Board meeting support
- Ensure appropriate delegation
- Ensure adequate control
- Information flow & liaison
- Document review

Ask us about assisting you with your regulatory compliance needs

Corporate Governance & Board Support Services

Corporate Secretarial Services

Reputations are built over time, but can be lost overnight.

As market conditions continue to present both challenges and opportunities for our clients, engagement of an experienced and professional corporate service provider is essential in light of the current regulatory environment.

Trinity provides comprehensive corporate services in respect of Cayman domiciled Funds to proactively support the Board of Directors and to assist them in meeting their responsibilities under the myriad requirements of the Companies Law and the fund's articles of association.

Our standard services include assistance with,

- Co-ordination of the documentation process for launch and reorganizations;
- Liaison with the appropriate local authorities and service providers to assist with compliance needed to maintain the good standing of the Fund or company;
- Convening General Meetings and Board Meetings; to include the preparation and issue of Notices, Agendas, and Proxies, where appropriate;
- Attendance at meetings and preparation of the minutes thereon;
- Preparation and circulation of written resolutions of the Directors and Shareholders;
- Witnessing the affixing of the company seal;
- Completion of bank mandates and account documents, and adoption of the necessary Corporate Resolutions to facilitate the establishment of bank accounts, brokerage accounts and other contractual arrangements;
- Liaison with the Auditors to assist with corporate aspects of the annual audit.

Registered Office Services

Provision of the registered office facilities in Cayman. Our services in this regard include the maintenance of the Register of Voting Members, the Register of Mortgages & Charges and the Registers of Directors & Officers, in addition to issuing notifications to the Registrar of Companies in respect of any changes to the Company's authorised share capital or any of the aforesaid registers, as directed.

Principal Office Facilities

A principal office is the office of the fund maintained by a licensed Mutual Fund Administrator. It performs the administrative functions of the fund, including the calculation of the net asset value (NAV) and the subscription/redemption of shares. Other responsibilities include maintaining the fund's corporate and financial records, communicating with investors as well as acting as a liaison between the fund and the Authority.

- Corporate Secretarial Services
- Registered Office
- Principal Office



Corporate Governance & Board Support Services

As a licensed mutual fund administrator, Trinity can be appointed as principal office to funds registered with the Cayman Islands Monetary Authority as administered funds pursuant to Section 4(1) of the Mutual Funds Law (as amended).

Fund Annual Return (FAR)

The Fund Annual Report is not an audited document but it does contain the key figures from the audited financial statements together with other key information in relation to the fund (e.g. strategy, service providers, directors etc.) and is required for funds registered with the Cayman Islands Monetary Authority.

The FAR is the ultimate responsibility of the Directors, but the completion thereof can be delegated to another party, such as the Administrator.

US, UK FATCA Services

The Foreign Account Tax Compliance Act ("US FATCA") is a US law aimed at reducing tax evasion by US citizens and residents through the use of offshore assets and accounts. At the heart of US FATCA, Foreign Financial Institutions, such as Investment Funds, are required to, and are responsible for, the identification and reporting of any financial accounts held by a) Specified U.S. Persons or by b) Passive Non-Financial Foreign Entities ("NFFEs") with one or more Controlling Persons who are Specified U.S. Persons or by c) Non-Participating Financial Institutions. There are two main areas of US FATCA compliance which Trinity can be of assistance with, being i) assistance with the classification and registration process (which may be offered through Trinity's specialist strategic partner in the US where the complexity of the Fund require this); and ii) ongoing investor level FATCA support services.

Trinity ensures maintenance of shareholder documentation to ensure compliance with the relevant regulatory and compliance support requirements including KYC document collection and review;

In addition to US FATCA, the United Kingdom has adopted a similar approach to the United States and has developed "UK FATCA" IGAs for reporting of equivalent information to the UK by its Overseas Territories (such as Cayman) and Crown Dependencies. Trinity can equally offer services to clients at an investor level to assist them in meeting their obligations under UK FATCA.

Independence

Flexibility

Commitment

- Fund Annual Return (FAR)
- US, UK FATCA Services



Corporate Governance & Board Support Services

Common Reporting Standard

- Common Reporting Standard
- PPOC
- Portal
- Introductions

A more global initiative, being the OECD Common Reporting Standard, is modelled closely on, but also goes beyond the requirements of US and UK FATCA. Gathering together a number of countries and jurisdiction, these countries (which includes the Cayman Islands) showed their commitment to action by signing the agreement to institute a Common Reporting Standard ("CRS"). CRS came into force in the Cayman Islands on 1 January, 2016 and Trinity offers a solution to clients at an investor level to assist them in meeting their obligations thereunder.

Principal Point of Contact

A Fund is obliged to file via the Cayman Automatic Exchange of Information Portal ("the AEOI Portal") a notice authorising an individual to be the Principal Point of Contact ("PPOC") for the Company in relation to US FATCA, UK FATCA and Common Reporting Standards ("CRS") reporting. Filing the reports via the AEOI Portal is the ultimate responsibility of the Directors, but the completion thereof can be delegated to another party.

The PPOC will then file the Notice, some basic supplementary information to the Cayman Islands Tax Information Authority ("TIA") via the AEOI Portal and in due course file the annual reports for US FATCA, UK FATCA and CRS.

Data Delivery Portal

Trinity's online Data Delivery Portal is a complete online-system which allows our clients and their service providers access to fund/company information 24/7 including but not limited to the core corporate documents, registers, resolutions, and minutes.

Director and Service Provider Introductions

We would be happy to introduce you to a director, trustee, legal counsel, auditor and custodian when appropriate.

Service

You

Deserve