

| <b>The Foreign Account Tax Compliance Act (“FATCA”)</b><br><b>For the purposes of FATCA</b><br><i>These definitions reflect the IGA and other relevant Guidance issued by the MOF to the best of our knowledge as at the date this form is issued. This Glossary is provided for informational purposes only – any definitions that need to be relied upon should be checked in the applicable source material.</i> |  |
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| <b>Financial Institution</b>  | The term “Financial Institution” means a <b>Custodial Institution</b> , a <b>Depository Institution</b> , an <b>Investment Entity</b> , or a <b>Specified Insurance Company</b> .  |
| <b>Custodial Institution</b>  | <p>The term “<b>Custodial Institution</b>” means any Entity that holds, as a substantial portion of its business, financial assets for the account of others. An entity holds financial assets for the account of others as a substantial portion of its business if the Entity’s gross income attributable to the holding of financial assets and related financial services equals or exceeds 20 percent of the Entity’s gross income during the shorter of:</p> <p>(i) the three-year period that ends on December 31 (or the final day of a non-calendar year accounting period) prior to the year in which the determination is being made; or</p> <p>(ii) the period during which the Entity has been in existence.</p>  |
| <b>Depository Institution</b>   | The term “ <b>Depository Institution</b> ” means any Entity that accepts deposits in the ordinary course of a banking or similar business.   |
| <b>Investment Entity</b>  | <p>The term “<b>Investment Entity</b>” means any Entity that conducts as a business (or is managed by an entity that conducts as a business) one or more of the following activities or operations for or on behalf of a customer:</p> <p>(1) 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.</p> <p>(2) individual and collective portfolio management; or</p> <p>(3) otherwise investing, administering, or managing funds or money on behalf of other persons.</p> <p>The Term Investment Entity mentioned above shall be interpreted in a manner consistent with similar language set forth in the definition of “financial institution” in the Financial Action Task Force Recommendations.</p> |
| <b>Specified Insurance Company</b>  | The term “ <b>Specified Insurance Company</b> ” means any Entity that is an insurance company (or the holding company of an insurance company) that issues or is obligated to make payments with respect to, a Cash Value Insurance contract or an Annuity Contract.   |

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| <b>Reporting UAE Financial Institution</b>               | “Reporting United Arab Emirates Financial Institution” means any United Arab Emirates (“UAE”) Financial Institution that is <b>not</b> a Non-Reporting UAE Financial Institution.   |
| <b>Non-Reporting UAE Financial Institution</b>           | The term “Non-Reporting UAE Financial Institution” means any UAE Financial Institution, or other Entity resident in the UAE, that is described in Annex II of the <a href="#">IGA</a> as a Non-Reporting UAE Financial Institution, or that otherwise qualifies as a deemed-compliant FFI or an exempt beneficial owner under relevant U.S. Treasury Regulations in effect on the date of signature of the IGA Agreement.   |
| <b>Funds that qualify as an Exempt Beneficial Owners</b> | <p>The following Entities shall be treated as Non-Reporting UAE Financial Institutions and as exempt beneficial owners for purposes of sections 1471 and 1472 of the U.S. Internal Revenue Code.</p> <ul style="list-style-type: none"> <li>A) Broad Participation Retirement Fund.</li> <li>B) Narrow Participation Retirement Fund.</li> <li>C) Pension Fund of an Exempt Beneficial Owner.</li> <li>D) Investment Entity Wholly owned by a Beneficial Owner.</li> </ul>  |
| <b>Exempt Beneficial Owners</b>                          | <p>The following Entities shall be treated as Non-Reporting UAE Financial Institutions and as exempt beneficial owners, <i>other than</i> with respect to a payment that is derived from an obligation held in connection with a commercial, financial activity of a type engaged in by a Specified Insurance Company, Custodial Institution, or Depository Institution:</p> <ul style="list-style-type: none"> <li>A) Governmental Entity;</li> <li>B) International Organization; or</li> <li>C) Central Bank.</li> </ul>   |
| <b>Deemed Compliant Financial Institutions</b>           | <p>This Category includes certain small or limited Scope Financial Institutions and certain Investment Entities.</p> <ul style="list-style-type: none"> <li>i. Certain Small or Limited Scope Financial Institutions <ul style="list-style-type: none"> <li>• UAE Financial Institutions with a Local Client base</li> <li>• UAE Local Banks</li> <li>• UAE Financial Institution with Only Low-Value Accounts</li> <li>• UAE Qualified Credit Card Issuers</li> </ul> </li> <li>ii. Certain Investment Entities (see Annex II Article IV) <ul style="list-style-type: none"> <li>• Trustee Documented Trusts,</li> <li>• Sponsored Investment Entities,</li> <li>• Sponsored Closed Held Investment Vehicles</li> <li>• Investment Advisors and Investment Managers</li> <li>• Collective Investment Vehicles</li> </ul> </li> <li>iii. Owner Documented Financial Institutions</li> </ul> |
| <b>Registered &amp;</b>                                  | The “Registered Deemed Compliant” categories noted in this Section are inserted from the U.S. Treasury Regulations.   |

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| <b>Certified Deemed Compliant FFI</b>        | <p>The term “Registered Deemed Compliant FFI” refers to any entity that is a:</p> <ul style="list-style-type: none"> <li>• Non-reporting members of Participating FFI groups.</li> <li>• Qualified Collective Investment Vehicles.</li> <li>• Restricted Funds.</li> <li>• Qualified credit card issuers; or</li> <li>• Sponsored Investment Entities.</li> </ul> <p>The term “Certified Deemed Compliant FFI” includes:</p> <ul style="list-style-type: none"> <li>• Limited life debt investment entities</li> </ul>  |
| <b>Non-Financial Foreign Entity (“NFFE”)</b> | <p>Any UAE entity which is neither a US entity nor a Financial Institution is by default considered a “Non-Financial Foreign Entity” (NFFE).</p>  |
| <b>Active NFFE</b>                           | <p>An “Active NFFE” means any NFFE that meets any of the following criteria:</p> <ol style="list-style-type: none"> <li>a) Less than 50 percent of the NFFE’s gross income for the preceding calendar year or other appropriate reporting period is passive income and less than 50 percent of the assets held by the NFFE during the preceding calendar year or other appropriate reporting period are assets that produce or are held for the production of passive income;</li> <li>b) The stock of the NFFE is regularly traded on an established securities market, or the NFFE is a Related Entity of an Entity the stock of which is regularly traded on an established securities market;</li> <li>c) The NFFE is organised in a U.S. Territory, and all of the owners of the payee are bona fide residents of that U.S. Territory;</li> <li>d) The NFFE is a government (other than the U.S. government), a political subdivision of such government (which, for the avoidance of doubt, includes a state, province, county, or municipality), or a public body performing a function of such government or a political subdivision thereof, a government of a U.S. Territory, an international organisation, a non-U.S. central bank of issue, or an Entity wholly owned by one or more of the foregoing;</li> <li>e) Substantially all of the activities of the NFFE 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 shall not qualify for NFFE 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;</li> <li>f) The NFFE is not yet operating a business and has no prior operating history but is investing capital into assets with the intent to operate a business other than that of a Financial Institution, provided that the NFFE shall not qualify for this exception after the date that is 24 months after the date of the initial organisation of the NFFE;</li> </ol> |

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|                                      | <p>g) The NFFE 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;</p> <p>h) The NFFE 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.</p> <p>i) The NFFE is an “excepted NFFE” as described in relevant U.S. Treasury Regulations; or</p> <p>j) The NFFE meets all the following requirements:</p> <ol style="list-style-type: none"> <li>i. <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 32 professional organisation, business league, chamber of commerce, labor organisation, agricultural or horticultural organisation, civic league or an organisation operated exclusively for the promotion of social welfare;</i></li> <li>ii. <i>It is exempt from income tax in its jurisdiction of residence.</i></li> <li>iii. <i>It has no shareholders or members who have a proprietary or beneficial interest in its income or assets.</i></li> <li>iv. <i>The applicable laws of the NFFE’s jurisdiction of residence or the NFFE’s formation documents do not permit any income or assets of the NFFE 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 NFFE’s charitable activities, or as payment of reasonable compensation for services rendered, or as payment representing the fair market value of a property which the NFFE has purchased; and</i></li> <li>v. <i>The applicable laws of the NFFE’s jurisdiction of residence or the NFFE’s formation documents require that, upon the NFFE’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 NFFE’s jurisdiction of residence or any political subdivision thereof.</i></li> </ol> |
| <b>Passive NFFE</b>                  | <p>A “Passive NFFE” means any NFFE that is not:</p> <ol style="list-style-type: none"> <li>i. an Active NFFE, or</li> <li>ii. a withholding foreign partnership or withholding foreign trust pursuant to relevant U.S. Treasury Regulations.</li> </ol>  |
| <b>UAE IGA</b>                       | <a href="#">UAE IGA</a>  |
| <b>Cabinet Resolution 63 of 2022</b> | <a href="#">Cabinet Resolution 63 of 2022</a>  |

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| <b>ADGM FATCA Regulations 2022</b> | <a href="#"><u>ADGM Foreign Account Tax Compliance Regulations 2022</u></a>   |
| <b>UAE Guidance Notes on FATCA</b> | <a href="#"><u>Guidance for the Implementation of the Provisions of Cabinet Decision No. 63 of 2022 concerning The Foreign Account Tax Compliance Act - December 2022</u></a> |

| <b>COMMON REPORTING STANDARDS (“CRS”)</b><br><b>For the purposes of CRS</b><br><i>These definitions reflect the <a href="#">UAE CRS Guidance Notes 2020</a> and other relevant Guidance issued by the MOF to the best of our knowledge as at the date this form is issued. This Glossary is provided for informational purposes only – any definitions that need to be relied upon should be checked in the applicable source material.</i> |  |
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| <b>Reporting Financial Institution</b>  | <p>Means any UAE Financial Institution that is not a Non-Reporting Financial Institution. The term “UAE Financial Institution” means:</p> <ul style="list-style-type: none"> <li>i. any Financial Institution that is resident in UAE, but excludes any branch of that Financial Institution that is located outside of UAE; and</li> <li>ii. any branch of a Financial Institution that is not resident in the UAE, if that branch is located in UAE.</li> </ul>  |
| <b>Financial Institution</b>  | <p>The term Financial Institutions means,</p> <ul style="list-style-type: none"> <li>i. a Custodial Institution,</li> <li>ii. a Depository Institution,</li> <li>iii. an Investment Entity, or</li> <li>iv. a Specified Insurance Company.</li> </ul>  |
| <b>Custodial Institution</b>  | <p>The term “<b>Custodial Institution</b>” means any Entity that holds, as a substantial portion of its business, Financial Assets for the account of others. An Entity holds Financial Assets for the account of others as a substantial portion of its business if the Entity’s gross income attributable to the holding of Financial Assets and related financial services equals or exceeds 20% of the Entity’s gross income during the shorter of: (i) the three-year period that ends on 31 December prior to the year in which the determination is being made; or (ii) the period during which the Entity has been in existence.</p>   |
| <b>Depository Institution</b>   | <p>The term “<b>Depository Institution</b>” means any Entity that accepts deposits in the ordinary course of a banking or similar business.</p>  |
| <b>Investment Entity</b>  | <p>The term “<b>Investment Entity</b>” means any Entity: (a) that primarily conducts as a business one or more of the following activities or operations for or on behalf of a customer: (i) 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; (ii) individual and collective portfolio management; or (iii) otherwise investing, administering, or managing Financial Assets or money on behalf of other persons; or (b) the gross income of which is primarily attributable to investing, reinvesting, or trading in Financial Assets, if the Entity is managed by another Entity that is a Depository Institution, a Custodial Institution, a Specified Insurance Company, or an Investment Entity described in subparagraph A(6)(a).</p> |
| <b>Specified</b>  | <p>The term “Specified Insurance Company” means any Entity that is an insurance company (or</p>  |

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| <b>Insurance Company</b>                    | <p>the holding company of an insurance company) which issues, or is obligated to make payments with respect to, a Cash Value Insurance Contract or an Annuity Contract.</p>  |
| <b>Non-Reporting Financial Institution</b>  | <p>The term “Non-Reporting Financial Institution” means any Financial Institution that is:</p> <ul style="list-style-type: none"> <li>A) a Governmental Entity, International Organisation or Central Bank, other than with respect to a payment that is derived from an obligation held in connection with a commercial, financial activity of a type engaged in by a Specified Insurance Company, Custodial Institution, or Depository Institution;</li> <li>B) a Broad Participation Retirement Fund; a Narrow Participation Retirement Fund; a Pension Fund of a Governmental Entity, International Organisation or Central Bank; or a Qualified Credit Card Issuer;</li> <li>C) any other entity that presents a low risk of being used to evade tax has substantially similar characteristics to any of the Entities described in A. and B.;</li> <li>D) is defined in domestic law as a Non-Reporting Financial Institution, provided that the status of such Entity as a Non-Reporting Financial Institution does not frustrate the purposes of the Common Reporting Standard;</li> <li>E) an Exempt Collective Investment Vehicle; or</li> <li>F) a trust to the extent that the trustee of the trust is a Reporting Financial Institution and reports all information required to be reported with respect to all Reportable Accounts of the trust.</li> </ul>   |
| <b>Exempt Collective Investment Vehicle</b> | <p>The term “Exempt Collective Investment Vehicle” means an Investment Entity that is regulated as a collective investment vehicle, provided that all of the interests in the collective investment vehicle are held by or through individuals or Entities that are not Reportable Persons, except a Passive NFE with Controlling Persons who are Reportable Persons.</p>  |
| <b>Financial Account</b>                    | <p>The term “Financial Account” means an account maintained by a Financial Institution, and includes a <b>Depository Account</b>, a <b>Custodial Account</b> and:</p> <ul style="list-style-type: none"> <li>a) in the case of an Investment Entity, any Equity Interest or debt interest in the Financial Institution. Notwithstanding the foregoing, the term “Financial Account” does not include any Equity Interest or debt interest in an Entity that is an Investment Entity solely because it <ul style="list-style-type: none"> <li>i. renders investment advice to, and acts on behalf of, or</li> <li>ii. manages portfolios for, and acts on behalf of, a customer for the purpose of investing, managing, or administering Financial Assets deposited in the name of the customer with a Financial Institution other than such Entity;</li> </ul> </li> <li>b) in the case of a Financial Institution not described in subparagraph C(1)(a), any <b>Equity Interest</b> or debt interest in the Financial Institution, if the class of interests was established with the purpose of avoiding reporting in accordance with Section I; and</li> <li>c) any <b>Cash Value Insurance Contract</b> and any <b>Annuity Contract</b> issued or maintained by a Financial Institution, other than a non-investment-linked, non-transferable immediate life annuity that is issued to an individual and monetises a pension or</li> </ul> |

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|                                      | <p>disability benefit provided under an account that is an Excluded Account.</p> <p><b>The term “Financial Account” does not include any account that is an Excluded Account.</b></p>   |
| <b>Depository Account</b>            | <p>The term “Depository Account” includes any commercial, checking, savings, time, or thrift account, or an account that is evidenced by a certificate of deposit, thrift certificate, investment certificate, certificate of indebtedness, or other similar instrument maintained by a Financial Institution in the ordinary course of a banking or similar business. A Depository Account also includes an amount held by an insurance company pursuant to a guaranteed investment contract or similar agreement to pay or credit interest thereon.</p>   |
| <b>Custodial Account</b>             | <p>The term “Custodial Account” means an account (other than an Insurance Contract or Annuity Contract) that holds one or more Financial Assets for the benefit of another person.</p>  |
| <b>Equity Interest</b>               | <p>The term “Equity Interest” means, in the case of a partnership that is a Financial Institution, either a capital or profits interest in the partnership. In the case of a trust that is a Financial Institution, an Equity Interest is considered to be held by any person treated as a settlor or beneficiary of all or a portion of the trust or any other natural person exercising ultimate effective control over the trust. A Reportable Person will be treated as being a beneficiary of a trust if such Reportable Person has the right to receive directly or indirectly (for example, through a nominee) a mandatory distribution or may receive, directly or indirectly, a discretionary distribution from the trust.</p> |
| <b>Annuity Contract</b>              | <p>The term “Annuity Contract” means a contract under which the issuer agrees to make payments for a period of time determined in whole or in Part by reference to the life expectancy of one or more individuals. The term also includes a contract that is considered to be an Annuity Contract in accordance with the law, regulation, or practice of the jurisdiction in which the contract was issued and under which the issuer agrees to make payments for a term of years.</p>  |
| <b>Cash Value Insurance Contract</b> | <p>The term “Cash Value Insurance Contract” means an Insurance Contract (other than an indemnity reinsurance contract between two insurance companies) that has a Cash Value.</p>   |
| <b>Reportable Account</b>            | <p>The term “Reportable Account” means a Financial Account that is maintained by a Reporting Financial Institution and is held by one or more <b>Reportable Persons</b> or by a Passive NFE with one or more Controlling Persons that is a Reportable Person.</p>   |
| <b>Reportable Person</b>             | <p>The term “Reportable Person” means a Reportable Jurisdiction Person other than: (i) a corporation the stock of which is regularly traded on one or more established securities markets; (ii) any corporation that is a Related Entity of a corporation described in clause (i); (iii) a Governmental Entity; (iv) an International Organisation; (v) a Central Bank; or (vi) a</p>   |



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|                                       | Financial Institution.   |
| <b>Reportable Jurisdiction Person</b> | The term “Reportable Jurisdiction Person” means an individual or Entity that is resident in a <b>Reportable Jurisdiction</b> under the tax laws of such jurisdiction, or an estate of a decedent that was a resident of a Reportable Jurisdiction. For this purpose, an Entity such as a partnership, limited liability partnership or similar legal arrangement, which has no residence for tax purposes shall be treated as resident in the jurisdiction in which its place of effective management is situated.   |
| <b>Reportable Jurisdiction</b>        | The term “Reportable Jurisdiction” means: (a) for the purposes of applying the due diligence procedures described in Section II to VII of these Regulations, a jurisdiction other than the United States of America, and (b) for the purposes of applying Section I of these Regulations, a jurisdiction other than the United States of America or the United Arab Emirates.  |
| <b>NFE</b>                            | The term “NFE” means any Entity that is not a Financial Institution.   |
| <b>Active NFE</b>                     | <p>The term “Active NFE” means any NFE that meets any of the following criteria:</p> <ul style="list-style-type: none"> <li>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.</li> <li>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.</li> <li>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.</li> <li>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.</li> <li>e) The NFE is not yet operating a business and has no prior operating history (a “startup 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.</li> <li>f) The NFE was not a Financial Institution in the past five years and is in the process</li> </ul> |

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|  | <p>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.</p> <p>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.</p> <p>h) The NFE meets all of the following requirements:</p> <ul style="list-style-type: none"> <li>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;</li> <li>ii. it is exempt from income tax in its jurisdiction of residence;</li> <li>iii. it has no shareholders or members who have a proprietary or beneficial interest in its income or assets;</li> <li>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 a property which the NFE has purchased; and</li> <li>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 thereof.</li> </ul> |
| <b>Passive NFE</b>                       | <p>The term “Passive NFE” means any:</p> <ul style="list-style-type: none"> <li>i. NFE that is not an Active NFE; or</li> <li>ii. an Investment Entity located in a Non-Participating CRS Jurisdiction and managed by another Financial Institution.</li> </ul>  |
| <b>CRS Cabinet Resolution 93 of 2021</b> | <p><a href="#">Cabinet Resolution 93 of 2021</a></p>   |
| <b>ADGM CRS Regulations</b>              | <p><a href="#">ADGM CRS Regulations as Amended 2022</a></p>  |

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| <b>Guidance<br/>Notes for the<br/>Common<br/>Reporting<br/>Standard<br/>(CRS) United<br/>Arab<br/>Emirates</b> | <a href="#">MOF Common Reporting Standards Guidance Notes</a> |
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