



## Registration Form

### **Financial Services Regulatory Authority (FSRA) Public Fund – Registration Form - (FPR)**

This registration form should be submitted by an ADGM FSRA Authorised Person, which holds a Financial Services Permission that includes the Regulated Activity of Managing a Collective Investment Fund (Fund Manager), to register a Domestic Fund, which will be a Public Fund<sup>1</sup>, with the ADGM FSRA in accordance with the registration requirements under section 107 of the Financial Services and Markets Regulations 2015 (FSMR). When completed, submit this form to [funds@adgm.com](mailto:funds@adgm.com).

If the Public Fund to which this registration form relates is an Investment Trust, then the Fund Manager and Trustee must jointly apply for registration of the Fund.<sup>2</sup> This form may also be used to register with the conversion of an Exempt Fund or Qualified Investor Fund into a Public Fund with the ADGM FSRA.<sup>3</sup>

To clarify, this registration form will only be accepted from Authorised Persons and not from Applicants. The ADGM FSRA expects that any relevant waivers or modifications should be granted (and any other policy issues resolved) prior to the submission of this registration form.

To assist you<sup>4</sup> in completing this registration form we have referenced certain ADGM Rules, including the ADGM FSRA Fund Rules (FUNDS). However, these are provided only as a guide and are not an exhaustive list of all Rules that may be applicable to your situation. It is your responsibility to research our Rulebook for any Rules that might otherwise be relevant to this registration.

Do not leave any response cells empty. If it is more appropriate to answer certain questions in an attachment then indicate in the cell that that is the case. If you determine that you have responded to the same questions in other forms or documents, then reference those items. The use of acronyms is to be avoided. If you do need to use acronyms then they must be defined.

Ensure that that you are using the latest published version of this registration form. ADGM FSRA will only accept out-of-date forms if they are submitted within one-month of the publication of the updated version on the ADGM website.

Fund Managers are advised to retain a copy of this registration form and all attachments for their records.

<sup>1</sup> A Public Fund has the meaning given in ADGM FSRA Fund rulebook, 3.3.1(1).

<sup>2</sup> Refer to FUNDS Rule 6.1.1 – The Application for registration.

<sup>3</sup> Conversion can only occur where the Fund Manager is licenced to carry on Regulated Activities for Retail Clients.

<sup>4</sup> The terms “you” and “your” as used throughout are not implied in the personal sense, but rather refer to the Authorised Person registering the Public Fund. The terms “we” and “our” refer to the ADGM FSRA.



## Contents

1) Information about the Fund Manager.....	3
2) Information about the Trustee.....	4
3) Information about the Public Fund .....	5
4) Parties to the Fund .....	10
5) Documentation for the Fund .....	11
6) Fees for Registration.....	12
7) Declarations .....	13



# 1 Information about the Fund Manager

- 1.1 Full name of the Fund Manager:
- 1.2 Confirm that the Fund Manager's licence permits it to deal with or for Retail Clients
- 1.3 The name and contact details of the Fund Manager's lead contact person for this registration. Provide telephone, e-mail and mailing address:
- 1.4 Provide the name and contact details of any professional adviser(s) that may be assisting with this registration:
- 1.5 Would you like us to copy in your professional adviser(s) on any correspondence?
- 1.6 If you have made any application for a waiver or modification of the ADGM FSRA Rules in relation to the requirements you must meet in your role as Fund Manager, state the applicable Rule(s) that you are seeking relief from:<sup>5</sup>

<sup>5</sup> If you are requesting any of the ADGM FSRA Rules to be waived or modified you must also submit the FSRA – WM form detailing the reasons and rationale for the request.



## 2 Information about the Trustee

This section only applies to a Public Fund that is structured as an Investment Trust.

2.1 Provide the full name and business address of the Trustee:

2.2 Specify, by inserting an "X" into the appropriate cell, whether the Person Acting as Trustee of an Investment Trust is:

An ADGM FSRA Authorised Person authorised to Act as Trustee of a Fund or to Provide Custody; or	
An Applicant to be an ADGM FSRA Authorised Person authorised to Act as Trustee of a Fund or to Provide Custody.	

2.3 Confirm whether the Trustee has entered, or will enter, into a Trust Deed with the Fund Manager in accordance with ADGM FSMR, Article 114 – *Creation of an Investment Trust*:<sup>6</sup>

2.4 Advise what measures will be taken by the Trustee to ensure, before carrying out a Fund Manager's instructions, that those instructions comply with FUNDS, Rule 11.1.4:

2.5 Advise of the arrangements that the Trustee will implement to ensure that the Fund's Unitholder register is maintained in accordance with FUNDS, Rule 12.7 – *Unitholder register*:

2.6 Will the Trustee delegate either of the Regulated Activities of Acting as the Administrator of a Collective Investment Fund or Providing Custody in relation to the Public Fund to a Service Provider? If so, provide the full name of the Service Provider, jurisdiction, and confirm the Trustee meets the requirements of FUNDS, Rules 12.12.3 – 12.12.8 and FUNDS, Appendix 1 – *Delegation and Outsourcing*:

2.7 If the Trustee is to be carrying out the Fund oversight function required under FUNDS, Rule 13.3.1 in respect of the Fund, describe what arrangements the Trustee will implement in order to ensure it is meeting its obligations under FUNDS, Rule 13.3.5 – *General oversight duties*:

<sup>6</sup> Refer also to FUNDS, APP 5 – Constitution of a Domestic Fund for the requirements of a Trustee of a Fund and Trust Deed.



## 3 Information about the Public Fund

### General Information about the Public Fund

3.1 What is the intended full name of the Fund?

3.2 Is the Fund an Umbrella Fund?

3.2.1 If the Fund is an Umbrella Fund please list the sub-funds below:


3.2.2 Explain how the Umbrella Fund meets the specific requirements for an Umbrella Fund in FUNDS, Rule 4.1.4 – *Umbrella Fund*?

3.3 Describe the Fund's legal structure:<sup>7</sup>

3.4 If the Fund is an open-ended Fund, describe how issues and redemptions will be able to be made at all times during dealing days in accordance with FUNDS, Rule 13.2 – Issue and redemption of Public Fund Units:

<sup>7</sup> Refer to FUNDS, Rule 6.1.4(d) – Requirements for registration



3.5 Does the Fund fall into one of the following categories of Fund? :<sup>8 9</sup>

Fund Type	Tick if applicable
Feeder Fund	
Master Fund	
Sharia Compliant Fund	
Real Estate Investment Trust / REIT	

3.6 Provide a description of the Fund including the following information<sup>10</sup>:

Investment Objective:

Investment Policy and Strategy:

Investments or asset classes the Fund will invest in (equities, derivatives, real property, etc.):

Investment limits:

Geographical spread:

Sector restrictions:

Intended or expected size of the Fund (in USD):

Borrowing limits:

<sup>8</sup> Refer to FUNDS, Chapter 4 – Specialist Classes of Funds and ADGM FSRA IFR, Chapter 6 – Islamic Collective Investment Funds.

<sup>9</sup> If you answer “YES” to any of the categories in 3.4 please complete sections 3.11-3.14.

<sup>10</sup> For Umbrella Funds, you must complete this information for each sub-fund. Use separate sheets for each sub-fund being created at the time of registration of the Umbrella.



Describe the specific risk-management controls you have in place to ensure that the Fund maintains, at all times, a spread of risk that is in line with the investment objectives set out in the Fund Prospectus.<sup>11</sup>

If the Fund will have exposure to Derivatives, describe in detail the nature of such Derivatives, the rationale behind their use, and what risk-management controls will be implemented to ensure that any such exposures will be managed appropriately.<sup>12</sup>

Describe the nature of any borrowing that the Fund may undertake. What controls will be in place to ensure that any such borrowing is controlled effectively, particularly in relation to borrowing levels and the ability of the Fund to repay.<sup>13</sup>

Describe how the Fund will be valued according to FUNDS, Rule 12.4 – *Valuation of Fund Property*, and the extent to which you will follow FUNDS, Appendix 4 - *Guidance on asset valuation and pricing*:

Describe how you will ensure that a single price is determined in accordance with FUNDS, Rule 12.5 – *Determination of a single price*:

If the Fund is planning to list on a Recognised Body or another exchange immediately upon, or within the first year of, the Fund's incorporation or establishment, or if there is a longer term plan for listing, please provide details:

Provide a description of the proposed custody arrangements and confirm that these arrangements meet the relevant requirements in FUNDS, Rule 12.3 – *Duties in relation to Fund Property*:

### Safekeeping and Oversight

3.7 Provide the name of the Eligible Custodian and explain how it meets the requirements in FUNDS, Rules 12.3.7 and 12.3.8 – *Eligible Custodian*:

<sup>11</sup> Refer to Funds, Rule 13.4.2. A Fund Manager is under an obligation to operate and administer a Fund in line with its risk profile and investment objectives set out in the Prospectus of the Fund.

<sup>12</sup> Refer to ADGM FSRA FUNDS, Rule 13.4.2 – Spread of risk and protection of Fund Property.

<sup>13</sup> Refer to FUNDS, Rules 13.4.6 – Stock lending and borrowing and Rule 13.4.7 – Borrowing.





- 3.8 Specify, by inserting an “X” into the appropriate cell, the type of oversight arrangement you propose to have:

Oversight Committee:	
Eligible Custodian:	
Trustee:	

- 3.9 Describe how each Person you intend to undertake the oversight function meets the suitability requirements of FUNDS 13.3.3, and how you will ensure that they remain suitable as required by FUNDS 13.3.4:

#### Auditors

- 3.10 Part 15 of the ADGM FSMR – *Auditors and Actuaries*, provides details about requirements for auditors. Provide the name and contact details of the Fund’s registered auditor:

#### Additional information about specialised funds

- 3.11 If the Fund is a **Real Estate Investment Trust (REIT)** explain how the Fund meets the requirements set out in FUNDS, Rule 13.5 – *Real Estate Investment Trusts (REITs)*:

- 3.12 The following section only applies if the Fund is intended to be an **Islamic Fund**:

Provide the names of the members of the Shari’a Supervisory Board in accordance with ADGM FSRA Islamic Finance Rules (IFR), Rule 6.2 – *Shari’a Supervisory Board for an Islamic Fund*:

State if the Fund will be using the same Shari’a Supervisory Board as the Applicant:<sup>14</sup>

State if the Fund will not have a Shari’a Supervisory Board in accordance with IFR, Rule 6.2.1(c):

Confirm that the Prospectus complies with the additional disclosure requirements in IFR, Rule 6.5 – *Additional disclosure in a Prospectus of an Islamic Fund which is a Public Fund*:

Describe the Fund’s Islamic Financial Business policy and procedures with particular reference to systems and controls in place for the Fund in accordance with IFR, Rule 6.1.2 – *Systems and controls*:

<sup>14</sup> Refer to IFR, Rule 6.2.1(b).





3.13 The following section only applies if the Fund is intended to be a **Feeder Fund**:

Explain how the Feeder Fund meets the specific requirements for a Feeder Fund in FUNDS, Rule 4.1.2 – *Feeder Fund*:

State the name of the Feeder Fund's Master Fund and the jurisdiction where it is domiciled:

Confirm that the Feeder Fund's Prospectus complies with the additional Prospectus disclosure requirements set out in FUNDS, Rule 9.6.1 – *Prospectus of a Feeder Fund*:

3.14 The following question only applies if the Fund is intended to be a **Master Fund**:

Explain how the Master Fund meets the specific requirements for a Master Fund in FUNDS, Rule 4.1.3 – *Master Fund*:



## 4 Parties to the Fund

At the time of submission of this registration form, any relevant third-party agreements noted below must be complete and ready for inspection by the ADGM FSRA.

By indicating with an "X" in the "Agreement – Complete, and ready for inspection" box, you are confirming the relevant agreement meets all applicable FUNDS requirements (including all Rules and Guidance). The ADGM FSRA may request inspection of the supporting documents at any stage.

Relevant Party	Name	Address	Regulated by (where relevant)	Agreement – Complete, and ready to be inspected	
				Yes	No
Custodian:					
Trustee:					
Fund Administrator:					
Investment Manager(s):					
Auditor:					
Broker:					
Shari'a Supervisory Board:					
Distribution Agent(s):					
Other(s):					



## 5 Documentation for the Fund

- 5.1 Indicate with an “X” in the appropriate box to confirm whether or not the following required documents are attached:

Documents Attached:	Yes	No
The Constitution of the Fund: <sup>15</sup>		
Certification of the Constitution: <sup>16</sup>		
The Prospectus of the Fund: <sup>17</sup>		
Certification of the Prospectus: <sup>18</sup>		
Draft engagement letter appointing an Auditor of a Fund: <sup>19</sup>		
Draft copy of Delegation Agreement for Acting as the Administrator of a Collective Investment Fund: <sup>20</sup>		
Draft copy of Delegation Agreement for Providing Custody: <sup>21</sup>		
Draft copy of Trust Deed: <sup>22</sup>		

- 5.2 If you responded “No” in any of the cells in Item 5.1 above provide an explanation. The ADGM FSRA can determine your application to be incomplete without these documents being ready for inspection and, in which case, not accept the application or return it as materially incomplete:

<sup>15</sup> The Constitution of the Fund must be in compliance with FUNDS, Chapter 11 – Constitution and FUNDS, APP 5 – Constitution of a Domestic Fund.

<sup>16</sup> The Constitution of the Fund must be certified as complying with the requirements set out in FUNDS, Rule 6.1.3.

<sup>17</sup> The Prospectus of the Fund must be in compliance with FUNDS, Chapter 9 – Marketing of Domestic Funds and Prospectus Disclosure, FUNDS, App 7 – Public Fund Prospectus Disclosure, and FUNDS, Rule 9.5.1 – Public Fund Prospectus.

<sup>18</sup> The Prospectus of the Fund must be certified as complying with the requirements set out in FUNDS, Rule 6.1.3.

<sup>19</sup> Refer to FUNDS, Rule 16.3.1 – Appointment and termination of auditors.

<sup>20</sup> Refer to Item 2.6.

<sup>21</sup> Refer to Item 2.6.

<sup>22</sup> Refer to Item 2.3.



## 6 Fees for Registration

We will formally acknowledge receipt of the Registration Form and issue a payment invoice once we ascertain that it is materially complete. Details of the FSRA's bank account will be provided at that time. Incomplete submissions will be rejected.

Registration Forms will not be processed until the relevant fee is paid in full to the ADGM.

Please confirm that the notification fees remitted will be net of all service charges for both sides of the transaction:

Details of the relevant fees are contained in the Fees module of the ADGM Rulebook.

The fee must be paid by bank transfer in USD by the Fund Manager. Cheques or bank drafts will not be accepted. Provide the FSRA with a soft-copy of the executed transaction at the time of remitting the fees



## 7 Declarations

- 7.1 I declare that, to the best of my knowledge and belief, having made due enquiry, the information given in this supplement and documents attached, as well as any applicable supporting documents, is complete and correct. I understand that it is an offence under ADGM FSMR, Article 219, *Misleading the Regulator*, if I were to knowingly or recklessly provide to the ADGM FSRA any information which is false, misleading or deceptive or to conceal information where the concealment of such information is likely to mislead or deceive the ADGM FSRA.
- 7.2 I confirm that I have the authority to make this registration, to declare as specified above and sign this form.
- 7.3 I understand that any personal data provided to the ADGM will be used to discharge its regulatory functions under the Abu Dhabi Law No. 4 of 2013 and other relevant legislation and may be disclosed to third parties for those purposes.

### **Fund Manager**

Signature of Director/Partner:

Date:

\_\_\_\_\_

\_\_\_\_\_

Printed name of the above signed Director/Partner:

Position or title:

### **Trustee (for Funds structured as Investment Trusts)**

Signature of Director/Partner:

Date:

\_\_\_\_\_

\_\_\_\_\_

Printed name of the above signed Director/Partner:

Position, Title and Name of Trustee: