



IMPERIUM

Your trusted provider



Imperium offers full fund administration services to closed ended alternative funds. Our team brings hands on experience across private equity, venture capital, real estate and debt strategies.

We work in close partnership with both established managers and those launching their first fund.

For **emerging managers**, we understand the importance of having a reliable partner to project-manage the entire launch process. We co-ordinate all relevant parties, manage timelines, and provide clear, practical guidance informed by decades of experience. This allows you to focus on investment strategy while we manage the operational complexity.

For **established managers**, we deliver a seamless, high-quality service that keeps pace with sophisticated structures, investor expectations, and regulatory demands.

We offer services from our Guernsey and UK offices,
a bespoke solution to each client.

Principal services include:

- ▶ Annual financial statements preparation
- ▶ Investor reporting
- ▶ Capital transactions
- ▶ Investor queries
- ▶ Fund closings / equalisations
- ▶ Transfers of interest
- ▶ Company secretarial
- ▶ Investor due diligence
- ▶ FATCA / CRS reporting

Additional services for Guernsey Funds:

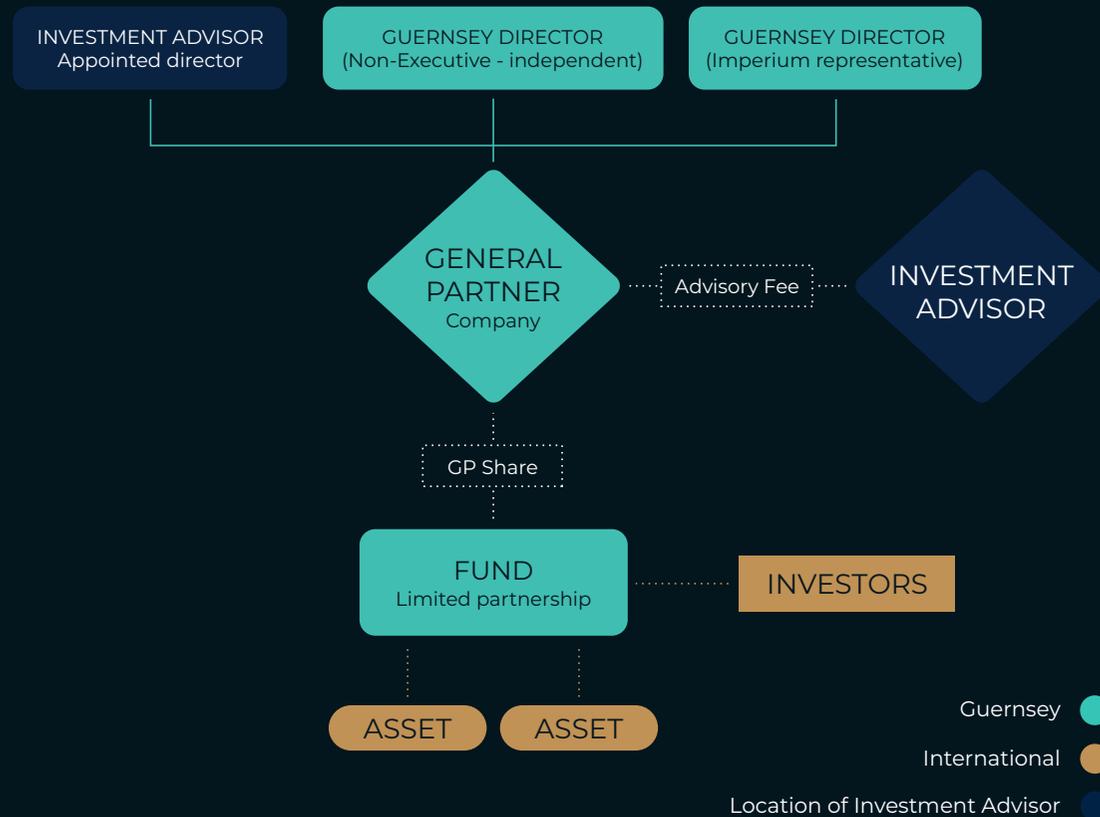
- ▶ Fund establishment and assistance with regulatory applications
- ▶ Registered office
- ▶ Statutory and regulatory compliance
- ▶ Compliance support, MLRO, MLCO, compliance officer
- ▶ Director services

Fund Structures

GP / LP Structure

Shown is an example of a typical fund structure, whereby the General Partner (“GP”) is responsible for managing the Limited Partnership, the fund (“LP”).

The GP is typically a limited company with its own board of directors and usually receives a management fee for managing the fund. The GP requires memorandum and articles; the LP requires a limited partnership agreement and a subscription booklet for investors to sign up to.

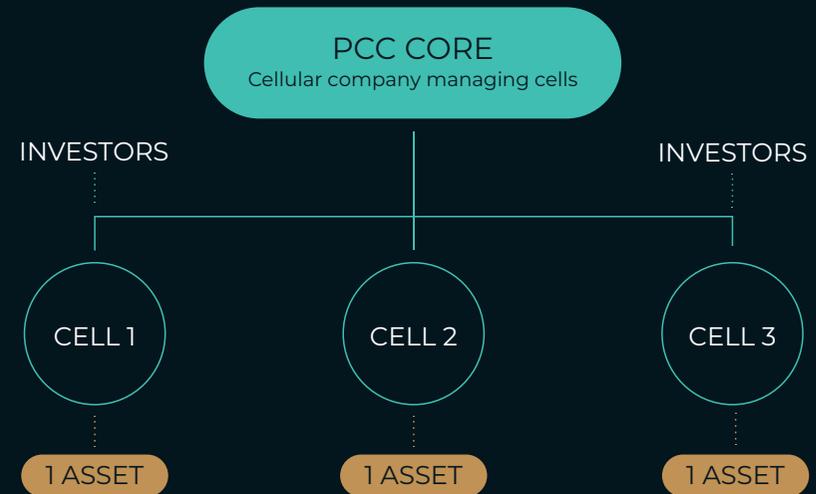


PCC Structure

An alternative Guernsey structure is a Protected Cell Company (“PCC”).

A PCC is a single legal entity made up of a core and one or more protected cells, each of which is segregated. New cells can be created by board resolution, providing flexibility and efficiency where multiple strategies or vehicles are required.

The “Core” manages each “Cell”. The governing documents for this type of structure include memorandum & articles for the Core, and for each Cell typically a subscription booklet and Term Sheet.



Fund Regulation

Guernsey is known for its pragmatic and approachable regulator, and there are several options available for managers who wish to form a regulated vehicle.

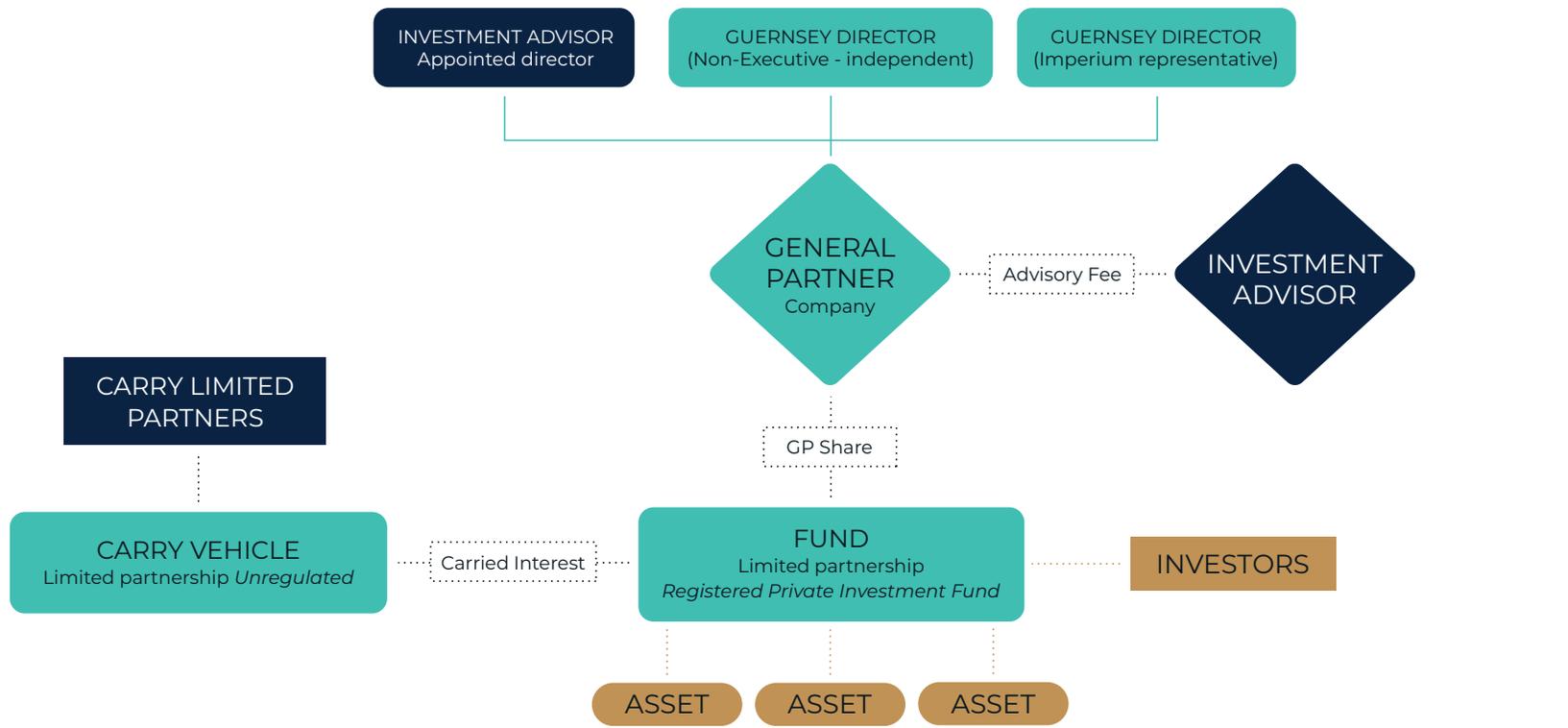
Generally, structures with “pooling of funds”, “diversification of assets” and “third party management” are likely to fall within the definition of a collective investment scheme and therefore be subject to regulation in Guernsey.

The Private Investment Fund

The Private Investment Fund (“PIF”) offers a flexible, streamlined regulatory framework for funds targeting qualifying private investors.

Qualifying investors must meet specified criteria, such as being professional, experienced or high net worth investors.

A PIF may be either open ended or closed ended, with no upper limit on the number of qualifying investors. Under the current rules, a PIF does not require a prospectus and is not subject to a mandatory audit requirement, contributing to a faster and more cost effective route to market.



There are other types of regulatory routes available in Guernsey, the PIF is one example.
 NB this is not legal advice, please speak to a professional for bespoke structuring and tax advice.

Guernsey ●
 International ●
 Location of Investment Advisor ●

Switch

From time to time, a fund manager may need to change fund administrator.

Imperium have extensive experience handling migrations from incumbent administrators, with senior oversight throughout, to ensure a seamless process and minimal disruption to you and your investors. We will share a project plan, hold regular calls with the existing provider and cover all statutory matters associated with a switch.



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For details of each Imperium Group legal entity and their regulated status, please visit our website: www.imperiumfs.com



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