

Guidance Note to CRS and FATCA Self-Certification for Legal Entities

Due to the requirements of the Foreign Account Tax Compliance Act (FATCA) and the automatic exchange of information/"Common Reporting Standard" (CRS) Swiss financial institutions are obliged to collect information from their clients on their tax residence.

The form "CRS and FATCA Self-Certification for Legal Entities" is intended exclusively for legal entities as account holders. For accounts with multiple account holders, a separate form must be submitted for each account holder.

Part 1 – Information about the Account Holder (Legal Entity)

In this section of the form information about the account holder is inquired.

Account Holder

The account holder is the legal entity that is listed and identified by the bank as the owner of a financial account. For regulatory purposes it is also possible for a third party to be considered an account holder. See Part 3.

Jurisdiction of Incorporation or Organization

Indicate the jurisdiction, according to the law of which the legal entity is incorporated, established or organized.

Type of Legal Entity

Indicate the type of legal entity. The following options are available:

- a) **Legal entity:** The term legal entity comprises most corporations as well as governmental entities (governments, territorial authorities, public authorities, etc.), except trusts, foundations and similar legal structures. For legal entities (other than trusts and foundations) tick this box.
- b) **Trust:** If the account holder is a trust under foreign law, tick this box.
- c) **Other legal arrangements** (incl. foundations): If the account holder is a foundation or an organization similar to a foundation, tick this box.

Registered Address

The effective registered address must be provided. Usually this is apparent from the certificate of registration of the legal entity, a similar official document or the Commercial register. Alternatively, the place of effective management can be provided. The place of effective management is where a legal entity has its economic and effective center, and where management is exercised.

Mailing Address

The mailing address must only be provided if it is in a different country than the registered address. If this is the case, a reason for the divergence must be provided. In case of multiple mailing addresses that deviate from the residence address please provide these on a separate sheet.

Branch

A branch is a business or an office that is legally part of the principal establishment but is constantly engaged in business in its own premises, thereby enjoying a certain economic and business autonomy.

Part 2 – Tax Residence of the Account Holder (Legal Entity)

In this section of the form, all jurisdictions are to be indicated where the account holder (or the branch, where applicable) is tax resident under local tax law and principles; i.e. the entity mentioned in Part 1 of this form is, typically, subject to tax on its worldwide income (unlimited tax liability). The Tax Identification Number (TIN) must be stated for each corresponding jurisdiction. In case the rows in the form are not sufficient to name all jurisdictions of tax residence please provide the additional jurisdictions and TIN on a supplementary sheet.

Tax Identification Number (TIN)

The tax identification number is the number allocated by the jurisdiction of tax residence to identify persons for purposes of the application of its tax laws. Further information to the tax identification numbers of the various jurisdictions can be found on the following link (www.oecd.org > Topics > Tax > Exchange of information > Automatic exchange of information portal > CRS Implementation and Assistance > Tax Identification Numbers).

TIN unavailable

If it is not possible for the person mentioned in Part 1 to specify a tax identification number for a jurisdiction of tax residence, please cross the field "TIN unavailable" and provide an explanation (e.g. the relevant tax authority does not issue tax identification numbers, etc.).

Tax Residence

The tax residence (unlimited tax liability) must be determined according to the local tax laws and, if applicable, according to the applicable double taxation treaty (DTT). **The bank is not allowed to advise a client with regard to the identification and determination of the tax residence. The rules resulting in an unlimited tax liability may be different from jurisdiction to jurisdiction.**

For legal entities an unlimited tax liability may arise, for example, because of the registered seat or the place of effective management. A limited tax liability (e.g. because of income from sources in a jurisdiction, real estate, a participation in a partnership or a permanent establishment) does typically not by itself result in a tax residence.

Jurisdictions that implement the automatic exchange of information are expected to provide guidance on how their local laws determine the tax residence, via the OECD-Portal (www.oecd.org > Topics > Tax > Exchange of information > Automatic exchange of information portal > CRS Implementation and Assistance > Tax residency rules).

If a legal entity is subject to unlimited tax liability in two jurisdictions under their local tax laws reference is to be made to the DTT between these two jurisdictions (if any) to determine the tax residence of such individual. In such cases, the **Tie-Breaker-Rules** in the DTT determine in which of the two jurisdictions an individual is tax resident. If no DTT is available the individual is considered to be tax resident in both jurisdictions for CRS purposes.

The jurisdiction of tax residence is to be indicated in a distinctive manner (Full name of the jurisdiction).

The bank may request further documentary evidence for the declared tax residence.

Part 3 – Fiduciary Account

In this part of the form the account holder declares, whether he is acting as a trustee, attorney or as a nominee for a third party with respect to the assets held with the bank. Please note that a financial participation in a legal entity does not by itself constitute a fiduciary relationship. A fiduciary relationship is typically established by means of a contractual arrangement (e.g. a mandate for managing real estate).

If this question is answered with “yes” and the account holder is qualified in part 5 of this form as an NFE (CRS) or NFFE (FATCA), then the third party for whom the account holder acts as a trustee, attorney or nominee must be disclosed. As a result, such third party is also considered to be an account holder for CRS/FATCA purposes and must also submit an appropriate self-certification (for legal entities or for individuals).

Part 4 – QI

In this section of the form it is inquired, whether the account holder intends to invest in US securities.

If the question is answered with “yes”, the form „QI Self-Certification for Legal Entities“ must be submitted in addition to this form.

US Securities

In general, US securities are shares of US companies as well as bonds and mutual funds of US issuers. The encoding provided by SIX Telekurs (or similar data providers) is relevant for the classification.

Part 5 – CRS and FATCA Classification

In this section of the form, the account holder declares its legal entity classification for CRS and FATCA purposes. **Only one CRS and one FATCA classification may be ticked. Multiple selections will render the self-certification invalid.**

The questionnaire below is designed to assist in determining the CRS and FATCA classification for legal entities. The questionnaire below is only applicable for legal entities that do not offer financial services or pursue other financial activities.

Legal entities that engage in one of the following activities must not use the questionnaire in this Part 5 (see below) and should consult a tax advisor to clarify any uncertainties regarding their CRS and FATCA classifications:

- Banks and central banks;
- Securities dealers;
- Insurance companies;
- Holding companies, who have a direct or indirect participation in a financial institution;
- Treasury centers or other members of a group of entities, in which a financial institution is part of;

- Legal entities that are supervised by a financial markets regulatory authority;
- Mutual Investment Funds or Hedge Funds and pension funds including their subsidiaries;
- Professional asset managers or financial services companies that offer one of the following services to customers:
 - trading in financial assets/securities (including: foreign exchange, derivative instruments and the like),
 - individual and collective portfolio management
 - otherwise investing, administering or managing financial assets or money on behalf of others
- Corporate trustees

The questionnaire provides for the general rules. In case of uncertainties or specific circumstances, account holders must have their result verified by a tax advisor.

For the determination of the applicable CRS and FATCA classifications, please complete this questionnaire until you have come to a solution (see right column). The descriptions of the solutions A1-C6 can be found below, at the end of the questionnaire.

This questionnaire for determining the CRS and FATCA classification for legal entities has been designed only for auxiliary purposes. The bank does not assume any responsibility for the correctness of the resulting classification. The account holder remains solely responsible for the correct classification.

Questionnaire

Part A		
A1	<p>Is the entity a holding company of a non-financial group?</p> <p>Note: Tick “Yes” if substantially all of the activities of the entity consist of financing group companies or holding (in whole or in part) the stock of one or more (direct or indirect) subsidiaries that engage in trades or businesses other than the business of a Financial Institution?</p> <p>The term “substantially all” means 80% or more of the gross revenue of the legal entity. The threshold of 80% can either be reached by (i) the holding activity itself or (ii) the financing activities and the provision of services to group companies and subsidiaries or (iii) by a combination of (i) and (ii). The term “subsidiary” means all companies, in which a minimum participation of 10% in the share capital is held directly or indirectly.</p>	<input type="checkbox"/> Yes (End / Solution A1) <input type="checkbox"/> No (Go to the next part)
A2	<p>Is the entity not yet operating a business and has not operated a business in the past, but is investing capital into assets with the intention to operate a business other than that of a Financial Institution and was the entity incorporated/initially organized less than 24 months ago?</p>	<input type="checkbox"/> Yes (End / Solution A2) <input type="checkbox"/> No (Go to the next part)
A3	<p>Is the entity in the process of liquidation or reorganizing (emerging from bankruptcy) with the intention to continue or restart operations in a business other than that of a Financial Institution and was the entity not a Financial Institution in the past five years?</p>	<input type="checkbox"/> Yes (End / Solution A3) <input type="checkbox"/> No (Go to the next part)
A4	<p>Is the entity part of a non-financial group and does the entity primarily engage in financing and hedging transactions with, or for, related entities that are not Financial Institutions?</p>	<input type="checkbox"/> Yes (End / Solution A4) <input type="checkbox"/> No (Go to part B)
Part B		
B1	<p>Is more than 50% of the entity’s gross income attributable to investing or trading in Financial Assets?</p> <p>Note: The term “Financial Assets” includes bankable assets such as securities, derivatives, partnership interests, commodities, swaps, annuity contracts and the like. However, it does not include assets such as real estate, artwork or ships.</p>	<input type="checkbox"/> Yes (Go to the next part) <input type="checkbox"/> No (Go to part C)
B2	<p>Is the entity or are some of the entities assets managed by a third party that is a financial institution?</p> <p>Note: Tick “Yes” if the entity has a discretionary asset management mandate with a bank or an external asset manager or if the entity as a whole is managed</p>	<input type="checkbox"/> Yes (Go to the next part) <input type="checkbox"/> No (Go to part C)

	<p>by a financial institution (e.g. a trust that is managed by a professional corporate trustee).</p> <p>Tick "No", if the entity only receives administrative services from a corporate services provider with no discretion regarding investments.</p>	
B3	<p>Is the entity wholly owned by a governmental institution, an international organization or a central bank?</p> <p>Note: Tick "Yes" if each direct holder of an equity interest in the entity is an exempt beneficial owner described in the US Treasury Regulations or an exempt beneficial owner described in an applicable IGA, and each direct holder of a debt interest in the investment entity is either a depository institution (with respect to a loan made to such entity) or an exempt beneficial owner described in the US Treasury Regulations or an applicable IGA.</p>	<input type="checkbox"/> Yes (End / Solution B1) <input type="checkbox"/> No (Go to the next part)
B4	<p>Is the entity established and operated exclusively for religious, charitable, scientific, artistic, cultural, athletic, educational and similar purposes and is the entity exempt from income tax in its jurisdiction of residence?</p>	<input type="checkbox"/> Yes (End / Solution B2) <input type="checkbox"/> No (Go to the next part)
B5	<p>Does the entity act as a financial intermediary?</p> <p>Note: Tick "Yes" if the entity holds financial assets on behalf of third party beneficial owners, e.g. as a fiduciary or nominee.</p>	<input type="checkbox"/> Yes (End / Solution B3) <input type="checkbox"/> No (Go to the next part)
B6	<p>Does the entity maintain a financial account for any nonparticipating FFI?</p> <p>Note: Tick "Yes" if a nonparticipating FFI holds, for example, an equity or debt interest in the entity.</p>	<input type="checkbox"/> Yes (End / Solution B3) <input type="checkbox"/> No (End / Solution B4)
Part C		
C1	<p>Are the shares of the legal entity regularly traded on an recognized securities market (publicly traded company) or is the legal entity a related entity of a publicly traded company?</p> <p>Note: An entity is a "Related Entity" of another entity if (a) either entity controls the other entity; or (b) the two entities are under common control. For this purpose "control" includes direct or indirect ownership of more than 50% of the voting power and the equity in an entity.</p>	<input type="checkbox"/> Yes (End / Solution C1) <input type="checkbox"/> No (Go to the next part)
C2	<p>Is the entity an international organization or an entity wholly owned by an international organization?</p>	<input type="checkbox"/> Yes (End / Solution C2) <input type="checkbox"/> No (Go to the next part)
C3	<p>Is the entity a government or an entity wholly owned by the government?</p> <p>Note: The term government means the government of a jurisdiction, any political subdivision of a jurisdiction (which, for the avoidance of doubt, includes a state, province, county or municipality), or any wholly controlled agency or institution of a jurisdiction. This category includes the integral parts, controlled entities, and political subdivisions of a jurisdiction.</p>	<input type="checkbox"/> Yes (End / Solution C3) <input type="checkbox"/> No (Go to the next part)
C4	<p>Is the entity established and operated exclusively for religious, charitable, scientific, artistic, cultural, athletic, educational and similar purposes and is the entity exempt from income tax in its jurisdiction of residence?</p>	<input type="checkbox"/> Yes (End / Solution C4) <input type="checkbox"/> No (Go to the next part)
C5	<p>Do more than 50% of the entity's gross income for the preceding calendar year/financial year qualify as passive income?</p> <p>Note: Passive income is any income that is not derived from an operating business. Passive income includes any income from financial assets (e.g. dividends and substitute dividends, interest and substitute interest, capital gains) or from other property (e.g. rental income and royalties other than rental income and royalties derived from the active conduct of a trade or business conducted by employees of the entity) and annuities.</p>	<input type="checkbox"/> Yes (End / Solution C5) <input type="checkbox"/> No (Go to the next part)
C6	<p>Are more than 50% of the entity's assets during the preceding calendar year/accounting period held for the production of passive income?</p>	<input type="checkbox"/> Yes (End / Solution C5) <input type="checkbox"/> No (End / Solution C6)

<p>Note: Passive income is any income that is not derived from an operating business. Passive income includes any income from financial assets (e.g. dividends and substitute dividends, interest and substitute interest, capital gains) or other property (e.g., rental income and royalties other than rental income and royalties derived from the active conduct of a trade or business conducted by employees of the entity) and annuities.</p>	
---	--

The following table shows the proposed classification for CRS and FATCA that matches with your answers above:

	CRS Classification	FATCA Classification
Solution A1	Active NFE	Nonfinancial group entity
Solution A2	Active NFE	Excepted nonfinancial start-up company
Solution A3	Active NFE	Excepted nonfinancial entity in liquidation or bankruptcy
Solution A4	Active NFE	Nonfinancial group entity
Solution B1	Professionally Managed Investment Entity FI	Entity wholly owned by exempt beneficial owners
Solution B2	Professionally Managed Investment Entity FI	Nonprofit organization
Solution B3	Professionally Managed Investment Entity FI	Investment Entity → Please consult a tax advisor to determine the exact FATCA classification (Chapter 4 status) of the legal entity. This may vary according to the applicable IGA.
Solution B4	Professionally Managed Investment Entity FI	Owner-documented FFI
Solution C1	Exempted Active NFE - Corporation whose shares are regularly traded or a related entity of a corporation whose shares are regularly traded on a recognized stock exchange	Publicly traded NFFE or NFFE affiliate of a publicly traded corporation
Solution C2	Exempted Active NFE - International Organization or an entity wholly owned by the foregoing	International organization
Solution C3	Exempted Active NFE - Governmental Entity or an entity wholly owned by the foregoing	Foreign government, government of a US possession, or foreign central bank of issue
Solution C4	Active NFE	Nonprofit organization
Solution C5	Passive NFE	Passive NFFE
Solution C6	Active NFE	Active NFFE

Should you need further assistance in determining your CRS and FATCA classifications, please consult a tax advisor. For regulatory reasons, your relationship manager is not allowed to advise you with regard to the classification.

In which cases is the self-certification for controlling persons to be submitted?

The self-certification for controlling persons must be submitted when the controlled legal entity (account holder):

- is classified as a „passive NFFE“ under FATCA rules; and/or
- is classified as a „passive NFE under CRS rules; or
- is classified as a „professionally managed investment entity FI“ according to CRS rules and is domiciled in a non-participating jurisdiction. The list of the participating jurisdictions can be found on the website of the OECD (www.oecd.org > Topics > Tax > Exchange of information > Global Forum on Transparency and Exchange of Information for Tax Purposes > Status of Commitments).

Who is considered to be a controlling person?

The controlling persons are the individuals who effectively exercise control over the controlled legal entity (account holder), or who effectively control such entity in a distinguishable manner. The self-certification for controlling persons must, in general, be submitted for each individual, who is named on the CDB forms A, K, S, or T submitted by the controlled legal entity (account holder).

When must the form FATCA Owner Reporting Statement be submitted additionally?

The form FATCA Owner Reporting Statement has to be submitted only if the account holder:

- is classified as an „Owner-documented FFI“ according to FATCA rules, or
- is classified as a „Entity wholly owned by exempt beneficial owners “ according to FATCA rules.

Part 6 – Global Intermediary Identification Number (GIIN)

This part 6 only needs to be completed if a FATCA classification has been selected that requires a GIIN. FATCA classifications that require a GIIN are marked in part 5 of this form with a corresponding reference to this part 6.

GIIN (Global Intermediary Identification Number)

The GIIN is the global identification number for financial intermediaries, which the IRS (US tax authority) assigns to legal entities by virtue of their registration for FATCA purposes.

Part 7 – Sponsored Entities or Trustee documented Trusts

This part 7 only needs to be completed if a FATCA classification was chosen in part 5, which refers to this part 7.

A sponsored entity or a trustee documented trust must in general (exceptions are possible according to local FATCA IGA implementation rules) provide both their own GIIN, that the company receives via registration with the IRS, as well as the sponsor's GIIN.

Part 8 – Certification

The form must be signed by the authorized signatory (according to representation evidence or according to internal signature regulations) of the account holder mentioned in part 1. In addition to the signature, the first and last name of the authorized signatory in print letters must be provided.

By signing the form, the signatory confirms the accuracy of the information contained in the form.