FICA GUIDE

FICA Requirements

Peregrine Capital reserves the right to request additional information or documentation, prior to accepting an application for investment. In line with regulatory obligations, we are required to identify and verify the natural person(s) who ultimately own or control the entity, whether directly or indirectly (“UBO”). This applies across all layers of ownership.

Ultimate Beneficial Ownership (UBO)

Where a natural person or legal entity directly or indirectly holds 5% or more beneficial ownership or exercises control over the client entity, supporting documents must be provided based on the nature of the beneficial owner.

If no single natural person can be identified as the ultimate beneficial owner based on ownership or voting rights, then any individual who directly or indirectly exercises control of 5% or more over the client entity, including through other entities, must be identified and verified. This includes:

- Complete control and ownership information section for each individual
- Where the individual is a South African, a valid copy of their ID
- Where the individual is a foreign national, a valid copy of their passport

If no individual qualifies under ownership or control, the senior managing officials of the entity must be identified and verified. This includes roles such as Chief Executive Officer, Chief Operating Officer, or Managing Director. In such cases:

- Complete control and ownership information section for each individual
- Where the individual is a South African, a valid copy of their ID
- Where the individual is a foreign national, a valid copy of their passport

Client Type	Required documentation to verify individual
Individual	▪ Clear and valid copy of SA ID ▪ If a foreign national, a valid copy of their passport ▪ Copy of Bank statement/bank generated proof of payment when indicating source of payment ▪ For Minors: unabridged birth certificate

Entities registered with the Companies and Intellectual Property Commission ("CIPC")

Entity type	Required documentation to verify entity and beneficial owners
Company	▪ Organogram, ownership chart, shareholder certificate or shareholder registry or the equivalent signed by the auditor, public officer, director or company secretary. ▪ Valid resolution listing all authorised signatories and the authority delegated to each person. The resolution must be signed by persons duly authorised to delegate authority. ▪ Each authorised signatory needs to be identified and verified. Where an authorised signatory is a foreign national, a valid and clear copy of their passport is required. ▪ Copy of bank statement/ bank generated proof of payment clearly indicating source of payment. **Further details can be requested depending on the nature of juristic persons identified or where natural persons own or control or who have direct or indirect controlling interests of 5% or more.**
Close corporation	▪ Organogram, ownership chart, shareholder certificate or shareholder registry or the equivalent signed by the auditor, public officer, director or company secretary. ▪ Valid resolution listing all authorised signatories of the structure as well as the authority delegated to each person. The resolution must be signed by persons duly authorised to delegate authority. ▪ Copy of bank statement/bank generated proof of payment clearly indicating source of payment.
Regulated financial institution (CIS; Investment Fund)	▪ Organogram, ownership chart, shareholder certificate or shareholder registry or the equivalent signed by the auditor, public officer, director or company secretary. ▪ Regulatory license from the appropriate authority (e.g., SARB, FSCA) ▪ Valid resolution listing all authorised signatories of the structure as well as the authority delegated to each person. The resolution must be signed by persons duly authorised to delegate authority. ▪ Copy of Bank Statement/bank generated proof ▪ Proof of PI Cover

Entities not registered with the Companies and Intellectual Property Commission ("CIPC")

<table>
<tr><th>Entity type</th><th>Required documentation to verify entity and beneficial owners</th></tr>
<tr><td>Partnership</td><td>Partnership agreement
Copy of bank statement/bank generated proof of payment clearly indicating source of payment.
Valid resolution listing all authorised signatories of the partnership as well as the authority delegated to each person. The resolution must be signed by persons duly authorised to delegate authority.
All partners and natural persons in the partnership need to be identified and screened. If a partner is a foreign national, a valid and clear copy of their passport is required.</td></tr>
<tr><td>Trust</td><td>Trust deed or founding documentation (e.g., Last will and testament)
Letter of authority
Valid resolution listing all authorised signatories of the structure as well as the authority delegated to each person. The resolution must be signed by persons duly authorised to delegate authority.
Copy of bank statement/bank generated proof of payment clearly indicating source of payment.
The founder, protector, trustees and beneficiaries (named or unnamed) in the trust will need to be screened.

Where the trust is a testamentary trust, please include a death certificate.</td></tr>
<tr><td>Retirement fund</td><td>Registration certificate from the Financial Sector Conduct Authority (FSCA).
Trustee register listing all trustees and the principal officer
Valid resolution listing all authorised signatories of the structure as well as the authority delegated to each person. The resolution must be signed by persons duly authorised to delegate authority.
Copy of bank statement/bank generated proof of payment clearly indicating source of payment.
The trustees and principal officer of the retirement fund must be identified. Where the trustee or principal officer is a foreign national, a valid and clear copy of their passport is required.</td></tr>
<tr><td>Other legal entity</td><td>Founding documentation or constitution
Registration certificate (if registered)
Organogram, ownership chart, shareholder certificate or shareholder registry or the equivalent signed by the auditor, public officer, director or company secretary.</td></tr>
</table>

Entity type	Required documentation to verify entity and beneficial owners
	▪ Valid resolution listing all authorised signatories of the structure as well as the authority delegated to each person. The resolution must be signed by persons duly authorised to delegate authority. ▪ Copy of bank statement/bank generated proof of payment clearly indicating source of payment. **Further details can be requested depending on the nature of juristic persons identified or where natural persons own or control or who have direct or indirect controlling interests of 5% or more.**
Estate Late	▪ Last Will and Testament ▪ Death certificate ▪ Letter of executorship **Where a natural person has been appointed as executor:** ▪ If the executor is a foreign national, please provide a valid copy of their passport and a complete and signed *Acting on Behalf of the Investor* Form **Where a South African company has been appointed as executor:** ▪ An authorised signatory resolution, including full name, ID number and specimen signature of each authorised signatory. Each authorised signatory needs to be identified and verified. Where an authorised signatory is a foreign national, a valid and clear copy of their passport is required.

FICA Glossary

Term	Description
Associates	Associates in relation to a Domestic Prominent Influential Person and a Foreign Prominent Public Official include, but are not limited to, the following relationships: ▪ Known intimate partners outside the family unit; ▪ Prominent members of the same political party, civil organization, ▪ Labour or employee union as the prominent person; ▪ Business partners or associates; ▪ Anyone who has sole beneficial ownership of a corporate vehicle set up for the actual benefit of the prominent person.
UBO	Ultimate beneficial owner refers to the natural person who ultimately owns or exercises effective control over a legal entity, whether directly or indirectly. This may be through shareholding, voting rights, decision-making influence, or other forms of control. Beneficial ownership is not limited to legal title and includes the person who ultimately benefits from or directs the operations of the entity. Where no individual can be identified through ownership or control, those who hold senior management positions such as directors or chief executive officers are regarded as the beneficial owners for compliance purposes.
Business relationship	Business relationship means a business relationship entered into with the expectation that engagements will recur over a period of time.
Control	Control and effective control means being in a position to take relevant decisions in respect of a legal entity and to ensure that these decisions are effected, as well as having the ability to take advantage of capital or assets of a legal person.
Prominent Influential Person	A prominent influential person is an individual who holds, or has held at any time in the preceding 12 months The position of— ▪ Chairperson of the board of directors; ▪ Chairperson of the audit committee; ▪ Executive officer; or ▪ Chief financial officer of a company, ▪ as defined in the Companies Act, 2008 if the company provides goods or services to an organ of state.
Domestic Politically Exposed Person	A person is considered to be a Domestic Politically Exposed Person if he or she holds, including in an acting position for a period exceeding six months, or has ever held a prominent public position in South Africa. A “Domestic Politically Exposed Person” includes: ▪ The President or Deputy President; ▪ A government minister or deputy minister; ▪ The Premier of a province; ▪ A member of the Executive Council of a province;

Term	Description
	▪ An executive mayor of a municipality elected in terms of the Local Government Municipal Structures Act, 1998; ▪ A leader of a political party registered in terms of the Electoral Commission Act, 1996; ▪ A member of a royal family or senior traditional leader as defined in the Traditional Leadership and Governance Framework Act, 2003 (Act 51 of 2003); ▪ The head, accounting officer or chief financial officer of a national or provincial department or government component as defined in section 1 of the Public Service Act, 1994; ▪ The municipal manager of a municipality appointed in terms of section 54A of the Local Government: Municipal Systems Act, 2000 or a chief financial officer designated in terms of section 80(2) of the Municipal Finance Management Act, 1999; ▪ The chairperson of the controlling body, the chief executive officer, or a natural person who is the accounting authority, the chief financial officer or the chief investment officer of a public entity listed in Schedule 2 or 3 to the Public Finance Management Act, 1999; ▪ The chairperson of the controlling body, chief executive officer, chief financial officer or chief investment officer of a municipal entity as defined in section 1 of the Local Government: Municipal Systems Act, 2000 (Act No. 32 of 2000); ▪ A constitutional court judge or any other judge as defined in section 1 of the Judges' Remuneration and Conditions of Employment Act, 2001; ▪ An ambassador or high commissioner or other senior representative of a foreign government based in the Republic of South Africa; ▪ An officer of the South African National Defence Force above the rank of major-general; or ▪ A person who holds, including in an acting position for a period exceeding six months, or has held the position of head, or other executive directly accountable to that head, of an international organisation. For additional reference please refer to: **http://www.fatfgafi.org/media/fatf/documents/recommendations/Guidance-PEPRec12-22.pdf**.
Foreign Politically Exposed Person	A Foreign Politically Exposed Person is a person who holds, or who has ever held a prominent public position in any foreign country, including that of: ▪ Head of State or head of a country or government; ▪ Member of a foreign royal family; ▪ Government minister or equivalent senior politician or leader of a political party; ▪ Senior judicial official; ▪ Senior executive of a state owned corporation; or ▪ High-ranking member of the military.
Family members	Family members in relation to a Domestic Prominent Influential Person and a Foreign Prominent Public Official includes such person's spouse, civil or life partner; the previous spouse, civil or life partner; the person's children and step children and their spouse, civil

Term	Description
	or life partner; such person's parents and siblings, step siblings and their spouse, civil or life partner.
Entity	Entity includes, but is not limited to, a company, a close corporation, a trust, a partnership, a stokvel, a charity, a non-government organization, a non-profit organization, as well as any other non-natural person, and includes entities set up within or outside the RSA.
Source of funds	Source of funds means the origin of the monies involved in a business relationship or single transaction. This includes the activity which produced the monies used in the business relationship or single transaction.
Source of wealth	Source of income means the activities or circumstances that have produced or resulted in the total net worth of the entity.

TAX GUIDE

'National' means that you carry the status of being a national in a country. It differs technically and legally from citizenship. As an example, some individuals may not have the full right to vote or participate in the political life of the country in which they reside. An individual may also have nationality without having full citizenship

'Citizen' means that you possess citizenship in that country. Citizenship can be acquired by birth, descent, naturalisation or in specific instances by registration, dependent on the laws of the country 'Tax Residence' varies from country to country. In general, tax residence is determined and based on the tax residence rules of a country. Please refer to the following link to assist you in determining your tax residence: **www.oecd.org**

Term	Definition
Dividend Withholding Tax (DWT)	DWT is a tax imposed on shareholders on receipt of dividends. DWT is categorised as a withholding tax as the tax is withheld and paid to SARS by the company paying the dividend or by a regulated intermediary.
Interest Withholding Tax (IWT)	IWT will be applied to local interest distributed to non-South African residents for tax purposes. IWT is categorised as a withholding tax as the tax is withheld and paid to SARS by the company paying the interest or by a regulated intermediary.
Tax Identification Number (TIN) or its Functional Equivalent (FE) i.e. the number that functions as a TIN	The number that each jurisdiction issues to identify an individual for tax purposes. The TIN could be called something different (FE) in different countries. Examples: ▪ SA: Income tax number issued by SARS ▪ US: For an individual this would be their US Social Security Number ▪ UK: National Insurance Number or Unique Taxpayer References

Term	Definition
OECD Common Reporting Standards (CRS)	The Common Reporting Standards calls on jurisdictions to obtain information from their financial institutions and automatically exchange that information with other jurisdictions on an annual basis. South African financial institutions may be legally required to obtain and report certain information contained in this form, and on the Investor's investments, to SARS annually where investors are tax resident in foreign jurisdiction(s). SARS may exchange this information with tax authorities of a foreign jurisdiction(s), pursuant to intergovernmental agreement to exchange financial account information.
Foreign Account Tax Compliance Act (FATCA)	The Foreign Account Tax Compliance Act is a United States (US) initiative aimed at reducing the potential for offshore tax evasion. FATCA requires that financial

Term	Definition
	institutions outside the US provide the Inland Revenue Service (IRS) with financial account information they hold on US citizens. The South African government and the US government have entered into an intergovernmental agreement ("IGA") to implement FATCA, which places certain obligations on South African financial institutions to enhance their client identification procedures and to report certain information to SARS annually. The IGA has been given effect in South African law. Peregrine Capital may be legally required to report certain information contained in this form, and on the Investor's investments, to SARS, where the Investor is identified as a US Person (US citizen or tax resident). SARS may exchange this information with the United States IRS.
US Person	"US Person" means an individual that is a US citizen or resident in the United States.
Specified US person	Is a US Person, other than: ▪ A corporation with stock that is regularly traded on one or more established securities markets, and any entity related to such a corporation ▪ The United States government or governmental agency ▪ A dealer in securities, commodities or derivative financial instruments that is registered under the laws of the US ▪ An entity that is a bank, a broker or common trust fund, an organisation exempt from taxation, a real estate investment trust, a regulated company or a trust that is exempt from tax, as defined in the relevant US Internal Revenue Code. The term excludes certain types of investors from the definition of US Person and therefore excludes these investors from being a "US Reportable Account"
US Reportable Account	Any account that is held by one or more Specified US Persons, or by a Non-US Entity with one or more Controlling Persons that are Specified US Persons. These are financial account that falls within the scope of the FATCA legislation for reporting to the IRS
Global Intermediary Identification Number (GIIN)	The Inland Revenue Services (IRS) identification number issued to Participating Financial Institutions
Controlling person(s)	Controlling persons are the natural person(s) who exercise control over an Entity. For a company, the following would be treated as controlling persons: ▪ Natural person(s) who directly own 5% or more of the company's shares

Term	Definition
	▪ Where the company's shares are owned directly by a juristic person(s), each natural person who is the ultimate beneficial holder and indirectly owns of 5% or more of the company's shares ▪ Each natural person who exercises control over the company for example an authorised person(s) ▪ Where no natural person(s) is identified as exercising control of the Entity, the controlling person(s) of the Entity will be the natural person(s) who holds the position of Senior Managing Official In the case of a trust, the following would be treated as controlling persons: ▪ Settlor(s) ▪ Trustee(s) ▪ Protector(s) (if any) Beneficiary(ies) or class(es) of beneficiaries

Term	Definition
CRS: Active Non-Financial Entity (NFE) FATCA: Active Non-Financial Foreign Entity (NFFE)	Non-Financial Entity that operates in an active trade or business other than that of a financial business. Includes any of the following Entities: ▪ Less than 50% of the entity's gross income for the preceding reporting period (tax year) is passive income and less than 50% of the assets held by the entity during the preceding reporting period or other appropriate reporting period are assets that produce or are held for the production of passive income ▪ Listed Entity ▪ Governmental Entity ▪ International Organisation ▪ Central Bank ▪ Company in business rescue or liquidation ▪ Non-Profit Organisation as per criteria ▪ (Note: This definition has been adapted and some provisions omitted.)
Deemed Compliant Financial Institution	An Investment Entity that is exempt from the FATCA requirements based on the nature of the entity The intergovernmental agreement ("IGA") provides for several categories of Investment Entities (summarised below) that qualify as Deemed-Compliant Financial Institutions. Examples: ▪ Trustee-Documented Trust ▪ Sponsored Investment Entity and Controlled Foreign Corporation

Term	Definition
	▪ Sponsored Closely Held Investment Vehicle ▪ Investment Advisors and Investment Managers ▪ Collective Investment Vehicle
Exempt Beneficial Owner	Entities that are exceptions to the definition of Financial Institution. Certain entities are excluded from FATCA reporting based on the nature of their business. Examples: ▪ The South African Government, as well as any of its political subdivisions, wholly-owned agencies and instrumentalities ▪ International organisations located in South Africa ▪ The South Africa Reserve Bank ▪ Treaty-Qualified Retirement Fund ▪ Broad Participation Retirement Fund ▪ Narrow Participation Retirement Fund ▪ Pension Fund of an exempt beneficial owner ▪ Certain Investment Entities wholly-owned by one or more of the above
Financial Institution	Any entity that: ▪ Accepts deposits in the ordinary course of banking or a similar business such as banks and credit unions ▪ Holds financial assets for the account of others as a substantial portion of its business such as brokerages or custodians Is engaged, or holding itself out as being engaged, primarily in the business of investing, reinvesting, or trading in securities, partnership interests, commodities, or any interest. This includes a futures or forward contract or option in such securities, partnership interests, or commodities such as mutual funds, private equities and hedge funds The sub-categories of Financial Institutions are: ▪ Custodial Institution - any Entity that holds, as a substantial portion of its business, financial assets for the account of others ▪ Depository Institution - any Entity that accepts deposits in the ordinary course of a banking or similar business ▪ Investment Entity - an Entity that conducts as a business (or is managed by an Entity that conducts as a business) investment portfolio management, trading in money market instruments and other stocks/foreign exchange/commodities and the management of funds on behalf of other persons ▪ Specified Insurance Company - an insurance company (or the holding company of an insurance company) is a Specified Insurance Company if it issues, or is obligated to make payments pertaining to a Cash Value Insurance Contract or an Annuity Contract. (The term “Cash Value

Term	Definition
	Insurance Contract" means an Insurance Contract, other than an indemnity reinsurance contract between two insurance companies, that has a Cash Value greater than $50 000) ▪ Exemptions: ▪ Deemed Compliant Financial Institution - Financial Institution that is exempt from withholding without entering into an IRS agreement ▪ Exempt Beneficial Owner - Entities that are excluded from the definition of Financial Institution
Non- Financial Institution	An entity that does not fit the definition of a Financial Institution . In general, but not always, entities that are not in the financial services industry will generally fall into one of two categories of non-financial foreign entities — Active or Passive.
Non-Participating Financial Institution	A Financial Institution that does not enter into an agreement with the IRS and is not deemed compliant or excepted. This relates to Financial Institutions that are not in a Participating Jurisdiction.
Participating Financial Institution	A Financial Institution that enters into an agreement with the IRS to undertake certain due diligence, withholding and reporting requirements for US account holders. A Participating Financial Institution will have been issued a Global Intermediary Identification Number (GIIN).
CRS: Passive Non- Financial Entity (NFE) FATCA: Passive Non-Financial Foreign Entity (NFFE)	A Non-Financial Entity that is in receipt of passive income or holds passive assets and does not fall under any of the other classifications These entities do not perform the business of a financial institution. An NFE/NFFE that does not fall within the definition of an Active NFE/NFFE or: ▪ With regards to CRS, an investment entity that is in a non-participating jurisdiction and is managed by another Financial Institution ▪ With regards to FATCA, a withholding foreign partnership or withholding foreign trust pursuant to relevant US Treasury Regulations

If you require more information, please visit the following websites

- DWT/IWT www.sars.gov.za
- FATCA www.irs.gov
- CRS www.oecd.org

The IGA between South Africa and the United States, and the U.S. Treasury Regulations which form part of the U.S. Internal Revenue Code, can be downloaded at **www.irs.gov**