

OFFSHORE LAW SPECIALISTS

CAREY OLSEN

In the face of opportunities or challenges, our clients know that the advice and guidance they receive from us will be based on a complete understanding of their goals and objectives combined with outstanding client service, technical excellence and commercial insight.

BIGGER PICTURE

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Contents

Our credentials

INVESTMENT FUNDS CLIENTS

We advise more investment funds in the Channel Islands than any other offshore law firm.

ш 1900+

BANKING CLIENTS We advise 10/10 of the world's largest banks.

金10/10

LSE-LISTED CLIENTS We advise over 90 LSE-listed clients - more than double the number of the next nearest offshore law firm.



PRIVATE EQUITY CLIENTS We advise 9/10 of the world's largest private equity firms.

TISE We are the leading adviser for listings on The International Stock Exchange.

INVESTMENT FUNDS We advise more Channel Islands funds by asset value than any other offshore law firm.

US\$680+bn

TIER ONE RANKINGS

We have 20/20 Tier One rankings in The Legal 500 UK – more than any other offshore law firm.

☆ **1**st

LAW FIRMS We work with all of the world's top 25 law firms.

ete 25

PRIVATE EQUITY REAL ESTATE We advise 8/10 of the world's largest private equity real estate firms.

● 8/10

WHY INSTRUCT US?

- We provide partner-led advice.
- We have the strength and depth to handle the most complex and specialist work.
- We operate across all time zones and key financial markets.
- Our lawyers advise on significant legislative changes and industry developments.
- We provide value by effectively delegating work to talented lawyers at the appropriate levels.

- We have strong and long-lasting relationships with our clients, intermediaries and regulators.
- We are consistently ranked as a top tier law firm in the leading legal directories.
- Founded in 1898, we are one of the oldest offshore law firms.

Wide-angle thinking

We advise financial institutions, corporations and private clients on the laws of Bermuda, the British Virgin Islands, the Cayman Islands, Guernsey and Jersey from a network of nine international offices.

Our clients include global and local financial institutions, investment funds, private equity houses, multinational corporations, public organisations, sovereign wealth funds, high net worth individuals, family offices, directors, trustees and private clients.

We work alongside all of the major international law firms, accountancy firms and insolvency practitioners.

In the face of opportunities or challenges, our clients know that the advice and guidance they receive will be based on a complete understanding of their goals and objectives combined with technical excellence and commercial insight.

Whether playing a lead or a supporting role, we always look at the bigger picture.

careyolsen.com

Business-ready legal minds

Our advice is delivered by an approachable and experienced team of globally-minded lawyers who work in partnership with our clients to help them achieve their objectives.

Our clients tell us that we are easy to work with and highlyresponsive. They consider us an extension of their team and appreciate the continuity that we provide along with our consistently high levels of client service.

We employ more than 700 people and our 83 partners lead a full complement of more than 300 lawyers, many of whom have come from leading international law firms. "Technically strong, very responsive and proactive, and invariably a pleasure to work with."

Partners

83

300 +

Lawyers

700+

People

Seeing the world from your perspective

Our clients benefit from direct contact with the partner who is leading on their work. Our teams are structured according to the scale and expertise needed for each instruction and we ensure cost efficiencies through the delegation of work to lawyers at the appropriate level.

We make a point of getting to know you, your business and your circumstances. Our role goes beyond delivering legal services – we aim to contribute to your success and to add value wherever we can. This can take a number of forms including training, knowledge sharing, legal secondments, regulatory and legislative updates and client briefings.

We maintain highly-competitive and transparent fee rates that are visible from the outset.

"They really get to know their clients and are therefore able to tailor advice around their clients' needs."

Chambers and Partners

The experience to guide and the vision to lead

Our lawyers work across disciplines and jurisdictions to deliver a seamless service to our clients. We have the skills, expertise and scale to handle the most demanding, complex and innovative instructions.

8 / Our servic

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Banking and Finance

Changes within the global banking sector require new and innovative financial structures both for those offering capital and those aiming to access it.

Carey Olsen has a top tier global finance team and an international reputation for banking and finance work. From complex cross-border financing transactions and large loan portfolio restructurings to establishing banks in our domestic markets, our banking and finance team has the experience and knowledge to advise you and the depth to service the largest transactions. Each year we advise on loans amounting to tens of billions of pounds for both lenders and borrowers.

We are instructed by clients directly on their international finance transactions and also work closely with onshore legal teams. We have strong ties to London, New York and other major financial centres (with offices in London, Hong Kong and Singapore) and represent clients on transactions at every level of complexity.

Our clients include arranging banks and lenders, investment banks, building societies, borrowers, syndicated lenders and underwriters. Our experience in advising each of these groups means we can anticipate multi-party needs, often saving our clients time and money during a transaction.

ERVICES

Aviation Finance Banking Regulation Debt Capital Markets Fund Finance High Yield Islamic Finance Real Estate Finance Structured Finance and Securitisation

"The Carey Olsen banking and finance team are very responsive and quickly adjust their working practices to fit around clients'

working practices.

BANKING CLIENTS We advise 10/10 of the world's largest banks.



Corporate

Corporate work is a cornerstone of our legal services offering. We have one of the largest corporate teams in the offshore legal market and we act for a diverse range of international and local organisations.

Our lawyers are skilled at creating new structures for commercial growth, advising on public and private mergers and acquisitions and completing exchange-based listings, as well as advising boards and shareholders.

The scale of our corporate practice enables us to structure the team according to our role, whether we are providing focused advice directly to our clients or acting in partnership with onshore advisers on complex international transactions.

We match the level of resource to your requirements, expectations and deadlines, giving you the commercial agility to achieve your objectives.

We have a global approach and, alongside our corporate specialisms, provide regulatory, employment, pensions, litigation, property and commercial advice. This integrated expertise enables us to form a broader team across legal disciplines and jurisdictions when necessary.

SERVICES

- / Competition Law
- Cybersecurity, Data
 Protection and GDPR
- / Insurance Law
- / Intellectual Property
- IPOs and Equity Capital Markets
- / Joint Ventures
- / Mergers and Acquisitions
- Regulation and Compliance
- / Corporate Structuring

"Carey Olsen is the best offshore law firm, both in terms of service and for technical capability and drafting."



Investment Funds

Carey Olsen has one of the largest investment fund practices in the offshore world – advising clients on the laws of Bermuda, the British Virgin Islands, the Cayman Islands, Guernsey and Jersey.

We advise on all types of private, public, retail and listed funds, including open and closed-ended funds, limited partnerships, unit trusts and companies.

We have substantial experience in advising on the full spectrum of fund strategies and asset classes, including credit and debt funds, cleantech funds, real estate funds, private equity funds, venture capital funds, hedge funds, green funds, crypto funds and infrastructure funds.

Our clients include fund managers, investment banks and private banks, institutional investors, boutique investment firms, insurance groups, pension funds, private equity houses, sovereign wealth funds and family offices. Our lawyers understand the requirements and priorities of each interest group and we tailor our services accordingly.

We also have longstanding relationships with all of the leading international law firms who instruct us on a regular basis.

Recognised as the leading legal adviser to funds across the Channel Islands and with strong fund practices in the Caribbean and Asia, we represent more companies and funds listed on the London Stock Exchange than any other offshore law firm and regularly advise on listings on the NYSE and HKEx, Euronext, CSX and TISE.

SERVICES

- / Fund Formation
- / Fund Finance
- / Fund Listings
- Fund Strategies and Asset Classes
- / Investment Managers
- Fund Regulation and Compliance
- Restructuring and
 Winding Up

"Their advice is always delivered within a broader commercial context."



PRIVATE EQUITY CLIENTS We advise 9/10 of the world's largest private equity firms.

金 9/10

INVESTMENT FUNDS CLIENTS We advise more investment funds in the Channel Islands

than any other offshore law firm.

ш 1900+

Listing Services

Carey Olsen is a leading listing sponsor and listing agent on TISE and the CSX.

Our teams are experienced in acting in relation to the listing of the full range of debt and equity securities on The International Stock Exchange (TISE) and the Cayman Islands Stock Exchange (CSX). These leading exchanges are well-established and businesses choose to list on them due to the low cost, speed, ease and flexibility of the process.

Carey Olsen Corporate Finance Limited undertakes listing services on behalf of the Carey Olsen group for TISE listings, from both Jersey and Guernsey.

Carey Olsen regularly advises in relation to the listing of funds, investment vehicles (including REITs), equity securities, Eurobonds, high yield bonds, structured finance transactions (including CLOs and ILS), debt financing arrangements for private equity and infrastructure funds, and other forms of securities and warrants.

Our listing teams offer a professional, timely, cost-effective and personalised service due to the expertise of our lawyers and our knowledge of the people and processes at TISE and the CSX.

We have advised on a number of 'firsts', including the first listing of sovereign debt and the first listing of high yield bonds on TISE as well as the first listing of retail debt on the CSX. We act for more than one third of TISE-listed REITs.

SERVICES

- / High Yield Listings
- / Listing REITs
- / Cayman Islands Stock
 Exchange (CSX)
- / The International Stock Exchange (TISE)

"A sought after team, which continues to act in concert with City firms and bluechip institutions."

12 / Our services

Restructuring and Insolvency

Our restructuring and insolvency lawyers apply their knowledge of insolvency, corporate and banking law, regulatory guidance and litigation to the full spectrum of cross-border restructuring, recovery and insolvency matters involving the offshore jurisdictions of Bermuda, the British Virgin Islands, the Cayman Islands, Guernsey and Jersey.

We work in partnership with the world's leading insolvency practitioners, onshore law firms, accountancy and forensic practices, advising the whole spectrum of stakeholders, including liquidators, receivers, creditors, investors, directors and professional service providers. Our institutional client base includes private equity, venture capital, banking, real estate, financial services, corporate and private trusts and investment managers.

Our leading position in the investment funds market makes us the first port of call in times of distress for lenders, fund managers and directors.

We are frequently instructed on the planning and implementation of, or response to, formal insolvency proceedings commenced in or involving our offshore jurisdictions. Our lawyers have been involved in a significant number of the major formal insolvency proceedings in recent years and have played a key role in the development of the law in many key areas.

SERVICES

- / Administrations
- / Corporate Recovery
- Debt Restructuring and Refinancing
- / De-mergers
- / Insolvency and Workouts
- / Liquidations
- / Management Buy-outs
- / Regulatory Guidance
- / Receiverships
- / Restructurings
- / Reorganisations
- / Strategic Dispute Resolution
- / Schemes of Arrangement

"Gets the balance right between legal analysis, pragmatism and efficiency." The Legal 500

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Dispute Resolution and Litigation

Our dispute resolution and litigation practice represents clients across the full spectrum of contentious and non-contentious work.

We are widely recognised for our expertise in both international and domestic cases, including corporate, commercial and civil disputes, banking, financial services and trusts litigation, fraud and asset tracing claims, and regulatory investigations, employment disputes and advisory work.

We are counsel to multinational corporations, financial institutions, banks, funds, insurers, reinsurers, trust companies, governments and private individuals. We regularly work in partnership with international law firms on the most complex and significant cases.

From mediation to trial advocacy, we successfully guide our clients through the full range of disputes, from multi-party, crossjurisdictional corporate litigation to domestic claims before the local courts.

"Carey Olsen's lawyers are intellectually rigorous and genuinely innovative in seeking solutions to problems."

The Legal 500

14 / Our services

SERVICES

- / Banking and Finance Litigation
- / Civil and Family Disputes
- / Commercial Litigation
- / Corporate Disputes
- / Criminal Law
- / Fraud and Asset Tracing
- Insurance and Personal Injury
- / Trust Litigation
- / Regulatory

"Response times are incredibly quick and thought through with detailed business knowledge."

Trusts and Private Wealth

Carey Olsen has one of the largest trusts and private wealth teams in the offshore world, and provides advice on the laws of Bermuda, the British Virgin Islands, the Cayman Islands, Guernsey and Jersey to local and international clients and their advisers.

Our offices in Hong Kong and Singapore also ensure that we are able to advise clients in Asia on both contentious and noncontentious trusts and private wealth matters.

We assist and advise on the most demanding and complex cases concerning wealth planning and asset protection as well as the more straightforward day-to-day instructions. We understand the longevity of trusts work, which is why we focus on building longterm relationships with our clients and their other advisers.

We represent professional trustees, private individuals and families, banks, financial institutions and charities from all over the world. International law firms and accountancy practices look to us for support on projects that require our specialist advice. Our lawyers work across a range of structures, including private, corporate, charitable, purpose and commercial trusts, foundations, family offices, partnerships and companies.

We also represent trustees, executors and beneficiaries in contentious matters such as breach of trust actions, estate disputes, and other administrative applications that need to be made to the courts. Our contentious trust lawyers have appeared in many significant offshore trust cases to come before the courts, including representing clients before the Privy Council in the UK.

SERVICES

- / Establishment of Trusts and Foundations
- / Family Office
- / Family Law
- / International Estate Planning
- Pensions and Employee
 Incentive Schemes
- / Regulatory
- / Relocation
- / Taxation and Economic Substance
- / Trust Disputes
- / Wills and Probate



"This acclaimed offshore firm has a first-class reputation for trust and private client work."

Family Office

We have one of the strongest private wealth, corporate and finance offshore legal teams with particular expertise in working with single and multifamily offices and their advisers.

Increasingly, wealthy families are seeking to establish a dedicated office of hand-picked professionals to support the management and administration of the structures that hold the family's assets.

Carey Olsen has many years' experience of establishing such arrangements, including in relation to the regulatory and operational issues that need to be considered when setting up in Bermuda, the British Virgin Islands, the Cayman Islands, Guernsey and Jersey.

Our lawyers advise on all aspects of the structures that are administered by a family office, including the use of private trustee entities where members of the family or trusted advisers can sit on the board of the trustee. We can also assist in the preparation of family constitutions and governance documentation to encourage consensus and limit disputes about how wealth is managed in the longer term.

Carey Olsen has extensive experience in setting up family structures to hold private investments, business interests, philanthropic undertakings, luxury assets, property holdings and to administer family interests in order to protect the family wealth for generations to come.

SERVICES

- / Asset Protection
- Family Office Structuring and Management
- Corporate Structuring and Governance
- Private Equity and Investment Funds
- / Philanthropy
- / Private Trust Companies
- / Corporate Real Estate
- / Property
- / Regulatory
- / Relocation and Immigration
- Succession and Estate
 Planning
- / Taxation and Economic Substance
- / Trusts, Wills and Foundations

"Carey Olsen fields a strong team with a tight grip on the issues involved and always provides forward-thinking, practical solutions."

Regulatory

The regulatory environment is increasingly demanding and complex for businesses across all sectors. Our approach is to cut through this complexity and provide businesses with a clear path saving them time, money and resources.

We advise businesses on the full spectrum of regulatory issues relating to Bermuda, British Virgin Islands, Cayman Islands, Guernsey and Jersey law. Our core regulatory and compliance expertise lies in advising financial services clients, including banks, corporates, investment managers, family offices, fund administrators and trust companies along with their investors.

Our lawyers have built strong relationships with industry regulators, including the Bermuda Monetary Authority (BMA), the BVI Financial Services Commission (BVIFSC), the Cayman Islands Monetary Authority (CIMA), the Guernsey Financial Services Commission (GFSC) and the Jersey Financial Services Commission (JFSC), and have a comprehensive understanding of the regulatory environments in each jurisdiction. We also work alongside the respective government bodies and trade associations to help shape the regulatory frameworks and policies.

"Carey Olsen is a very good firm to go to for careful advice. They know exactly what they are doing."

Chambers and Partners

SERVICES

- / Banking
- / Competition Law
- / Contentious Regulatory
- Corporate Regulation and Compliance
- Cybersecurity, Data
 Protection and GDPR
- / Funds
- Insurance Business and Intermediaries
- / Investment Business
- / Tax Related Disclosure Notices
- / Trust Company Business





Taxation and Economic Substance

With the introduction of economic substance requirements in a number of offshore jurisdictions, economic substance and local tax matters are becoming increasingly important in Bermuda, the British Virgin Islands, the Cayman Islands, Guernsey and Jersey.

Our taxation and economic substance team advises clients across all sectors on various tax matters, including tax residence, economic substance requirements, income tax, The Foreign Account Tax Compliance Act (FATCA) and the OECD's Common Reporting Standard (CRS).

To help businesses ensure compliance with economic substance requirements, our team conducts substance audits on existing structures, procedures and documents to help identify any issues both in terms of an initial audit of compliance and on an ongoing basis.

Our team works closely with businesses to provide practical advice and tailored solutions to help remedy any gaps or other issues that could prevent compliance with economic substance requirements in our jurisdictions.

SERVICES

- Privileged advice on corporate tax residence status
- Privileged advice on FATCA and CRS matters
- Classification of companies for economic substance purposes
- Annual substance reviews and opinions on compliance
- Dealing with tax authorities in relation to requests for information, queries, audits and claims
- Full structural and documentation reviews in the context of economic substance requirements
- Practical and privileged advice on compliance with economic substance legislation

"They are proactive, user-friendly and excellent technically, while ensuring their clients are kept up to date with high-quality briefings."

18 / Our services

Employment, Pensions and Incentives

Our employment and pensions lawyers represent businesses across a broad range of industry sectors.

Our clients include financial institutions, commercial businesses, actuaries, pension consultants and trustees who come to us either on an ad hoc basis or who retain our services for ongoing advice.

We work with clients in Bermuda, the British Virgin Islands, the Cayman Islands, Guernsey and Jersey as well as being instructed by international law firms, accountancy practices and tax advisers.

We have the scale and expertise to resource heavyweight contentious employment disputes and tribunal matters and we can also support you and your business in non-contentious areas of work. We are well-versed in relation to large takeovers and business amalgamations and, as a full service firm, can provide support wherever you need it. This includes calling upon our established trusts and investment funds practices for their expertise on pensions matters.

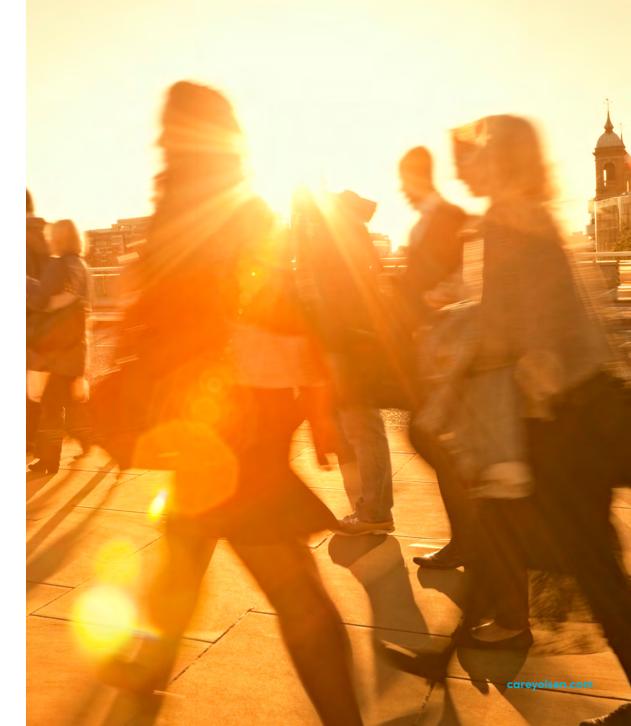
Our lawyers are at the forefront of changes affecting the sector and work closely with clients and industry bodies on developments to the statutory and regulatory frameworks.

"Provides high-quality advice backed up by rock-solid knowledge of the law."

The Legal 500

SERVICES

- / Board Disputes
- / Business Relocation
- Cybersecurity, Data
 Protection and GDPR
- / Disciplinary and Grievance
 Procedures
- / Employment Contracts
- / Employment Disputes
- / Housing and Immigration
- / HR Advisory Support
- / Mergers and Acquisitions
- Pensions and Employee Incentives
- / Policies and Procedures
- / Regulatory
- Restructuring and Redundancy
- / Training Programmes
- / Tribunal Representation



Private Client

Our dedicated private client team is one of the largest in the offshore world and our lawyers have substantial experience in representing and advising individuals and their families in relation to their personal and business affairs.

We advise on the laws of Bermuda, the British Virgin Islands, the Cayman Islands, Guernsey and Jersey.

Our services include wills and inheritance, estate and succession planning, residential property and conveyancing, immigration and employment, family and estate disputes, relocation and notarial services. Our clients are both local and international.

Our private client lawyers have a reputation for being highly responsive and approachable as well as for providing clear and pragmatic legal advice. We focus on developing long-term relationships to help you and your family achieve your objectives.

"They are technically brilliant, commercially savvy, and genuinely some of the nicest people you could have the pleasure of working with."

The Legal 500

SERVICES

- / Wills and Inheritance/ Residential Property
- / Estate Planning
- / Civil and Family Disputes
- / Notarial Services
- / Relocation Services



Property

Private individuals, developers, investors and businesses turn to our property teams for advice on buying, developing, financing, selling and leasing property. We also act for the leading lending institutions.

Our commercial property team acts for an international client base that includes the major developers and lenders as well as landlords, vendors, investors and purchasers. We advise on a broad range of commercial real estate and development projects and combine technical expertise with a commercial approach.

Our work includes acquisitions and disposals, landlord and tenant agreements, financing and secured transactions, joint venture agreements as well as development and infrastructure projects. We are also instructed on a range of contentious and noncontentious matters, including planning appeals and other disputes. Additional key areas of work include advising on share purchase agreements, large scale retail and commercial leases for major retailers and corporates and UK pension funds with commercial property interests in our jurisdictions.

We work closely with surveyors, valuation companies, trust professionals and property portfolio managers and, as a full service firm, can provide legal advice in relation to planning, housing, relocation, regulation, taxation, litigation and insolvency. We also support Carey Olsen's wider practice teams on the commercial property aspects of merger and acquisition deals.

SERVICES

- / Acquisitions and Disposals
- / Construction Advice
- / Development Projects
- / Infrastructure Projects
- / Leases Landlord and Tenant
- / Leisure and Hospitality
- Property and Development Financing
- Property Joint Venture Arrangements
- / Planning Advice
- / Residential Conveyancing

"They provide strong, proactive management and problem resolution."

Relocation

If you are considering relocating to Bermuda, the Cayman Islands, Guernsey or Jersey, we have the local knowledge and experience to support you, your family and your business.

These jurisdictions offer natural beauty and high standards of living combined with a sophisticated and rich cultural heritage, making the perfect work/life balance highly achievable. Their status as well-regarded international finance centres has created thriving business communities that are renowned for innovation, stability and skilled workforces.

Our relocation lawyers can advise you on immigration and residency options, the relocation of assets and investments, local tax matters (and the method and consequences of becoming a tax resident), succession planning, residential and commercial property acquisitions, and assistance in compiling the information and documentation required by local authorities.

We can also introduce you to key contacts in the relocation and private wealth sectors.

SERVICES

- / Relocation and Immigration
- Residential and Commercial Property
- / Manager Relocation
- / Trusts and Estate Planning
- / Wills and Inheritance
- / Corporate Law
- / Regulatory Advice
- / Family Office
- Foundations and Philanthropy
- / Employment
- / Intellectual Property
- Special Economic Zone Assistance (Cayman Islands)





Thinking beyond borders

We deliver legal services in relation to a wide range of industry sectors.

SECTOR EXPERTISE

- / Aviation and Maritime
- / Banks
- / Crypto and Blockchain
- / Energy and Natural Resources
- / Environmental, Social and Governance (ESG)
- / Fintech and Regtech
- / Government and Public Sector
- / Hedge Funds
- / Infrastructure
- / Insurance
- / Investment and Wealth Management
- / Private Client
- / Private Equity
- / Real Estate
- / Trust and Company Business

"They are customer focused, commercial and add value to transactions. They focus on understanding and delivering what the customer wants."

An international perspective in everything we do



LONDON

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CAPE TOWN

"They have a very international perspective in their business and are well connected in the major economies and finance centres."

The Legal 500

Carey Olsen advises on the laws of the offshore jurisdictions of Bermuda, the British Virgin Islands, the Cayman Islands, Guernsey and Jersey. We also have offices in Cape Town, Hong Kong SAR, London and Singapore.

HONG KONG SAR

SINGAPOR

Our international network of offices ensures we are able to provide advice across all key financial markets and time zones.

Our lawyers advise on complex crossborder deals and cases, and combine a global perspective with strong local knowledge. We maintain long-lasting relationships with clients, regulators, international law firms and accountancy practices ensuring our advice is timely, commercial and dependable.

Jurisdictions

Bermuda

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