

[Name of practice]

SCHEDULE OF SERVICES

This schedule should be read in conjunction with the engagement letter and the standard terms and conditions.

VERIFICATION AND REGISTRATION OF OVERSEAS ENTITIES ON THE UK REGISTER

Our service to you

1. We have agreed to act as your agent and, as part of the chargeable services, to:
 - a) gather information, assess its reliability and independence, and to consider (and where appropriate in our assessment):
 - verify the identities of beneficial owners based on the information provided to us and identify registrable beneficial owners (including managing officers) as stipulated within schedule 2 of the Economic Crime (Transparency and Enforcement) Act 2022 (ECTEA 2022) of (name of the overseas entity) for their registration on the Register of Overseas Entities in UK;
 - submit a 'Verification checks statement' or register the entity on the Register of Overseas Entities and complete a verification check statement;
 - complete online any other changes required by law to be filed at Companies House, provided that such changes can be filed online and that you keep us fully informed of any relevant changes or events which are required to be notified to Companies House within one week of the change or event;
 - b) maintain and update the Register of Beneficial Owners required by section 7 of the ECTEA 2022;
 - c) support you in meeting annual compliance obligations which require this information at Companies House to be kept up to date, unless otherwise advised.

Our responsibilities

2. We have set out the agreed scope and objectives of your instructions within this schedule of service. Any subsequent changes will be discussed with you and, where appropriate, a new schedule of service will be agreed.
3. We shall proceed on the basis of the instructions we have received from you and will rely on you to tell us as soon as possible if anything occurs which renders any information previously given to us as incorrect or inaccurate.

4. Where the overseas entity is able to take advantage of exemptions from registration as prescribed within Part 4 of Schedule 2 to the ECTEA 2022, we will assist you to identify your obligations.
5. We shall not be responsible for any failure to advise or comment on any matter that falls outside the specific scope of your instructions. We cannot accept any responsibility for any event, loss or situation unless it is one against which it is the expressed purpose of these instructions to provide protection.

For Your Information

6. An overseas entity is required to set up an entry on the register of overseas entities, which will include information about their beneficial owners as prescribed within sections 3 to 32 of ECTEA 2022. In relation to England and Wales, ECTEA 2022 only applies to overseas entities that were registered as proprietor of a qualifying estate on or after 1 January 1999.
7. For registration purposes an 'overseas company' means a company which is incorporated outside the UK. This includes companies incorporated in:
 - one of the Channel Islands (commonly Jersey or Guernsey)
 - the Isle of Man
 - the Republic of Ireland (companies incorporated in Northern Ireland are UK companies)
8. For the purposes of ECTEA 2022 and Schedule 4A of the Land Registration Act 2002, qualifying estate means a freehold estate in land, or a leasehold estate in land granted for a term of more than seven years from the date of the grant.
9. An overseas entity will be liable to a fine if it fails to register at Companies House. Though we have agreed to assist and register the entity on your behalf, we accept no responsibility for fines or regulatory action taken against the entity/officers where the statutory information is not available for filing.
10. Under section 12 of ECTEA 2022, an overseas entity and its officers are required by statute to comply before:
 - (a) making an application under section 4 for registration;
 - (b) complying with the updating duty under section 7;
 - (c) making an application under section 9 for removal.
11. You must take reasonable steps—
 - (a) to identify any registrable beneficial owners in relation to the entity, and
 - (b) if you identify, to obtain, for the purposes of the application under section 4 or 9 or for the purposes of complying with the updating duty under section 7—
 - (i) the required information about each registrable beneficial owner, and
 - (ii) in respect of any registrable beneficial owner who is a trustee, the required information about the trust.

12. In identifying beneficial owners, you must give a notice to any person that you know, or has reasonable cause to believe, is a registrable beneficial owner in relation to the entity.
13. You are also responsible for making available to us, as and when required, all the required information on changes in the beneficial owners and all other relevant records and related information.
14. You will also be responsible for maintaining records of all changes in the beneficial owners register.
15. As part of our normal procedures, we may request you to provide written confirmation of any oral information and explanations given to us during the course of our work.
16. We have a professional duty to verify beneficial owners, registrable beneficial owners and managing officers as per the ECTEA 2022 and updating the companies house with this information. We have a professional responsibility not to allow our name to be associated with information that may be misleading or incorrect. In extreme cases, where this matter cannot be resolved, we will withdraw from the engagement and notify you in writing of the reasons.

Your responsibilities

17. It is your responsibility to provide us with information for the persons you know, or have reasonable cause to believe knows, the identity of:
 - (a) person who is a registrable beneficial owner in relation to the overseas entity, but is not registrable; or
 - (b) any legal entity that is a beneficial owner in relation to the overseas entity but is not registrable; or
 - (c) a person likely to have knowledge of the identity of a person within paragraph (a) or (b).
18. The advice that we give is only as good as the information on which it is based. In so far as that information is provided by you, or by third parties with your permission, your responsibility arises as soon as possible if any circumstances or facts alter, as any alteration may have a significant impact on the advice given. If the circumstances change or your needs alter, advise us of the alteration as soon as possible in writing.
19. You will keep us fully informed of any relevant changes or events which are required to be notified to Companies House within one week of the change or event;
20. In addition, you are required to update the beneficial owner's information. For us to complete this confirmation on your behalf, you need to supply us with the relevant details, including:
 - (a) the names, dates of birth, nationality and contact details for each beneficial owner, and officer if applicable, or changes thereto;
 - (b) the usual residential address, or changes thereto; and
 - (c) the service address of the beneficial owner.

Other services

21. You may request that we provide other services from time to time. If these services will exceed **£insert value**, we will issue a separate letter of engagement and scope of work to be performed accordingly.
22. Because rules and regulations frequently change, you must ask us to confirm any advice already given if a transaction is delayed or a similar transaction is to be undertaken.

[Date:

Name of practice:]