TAG CONSULTANCY

Your Trusted Partner for

Fund Setup

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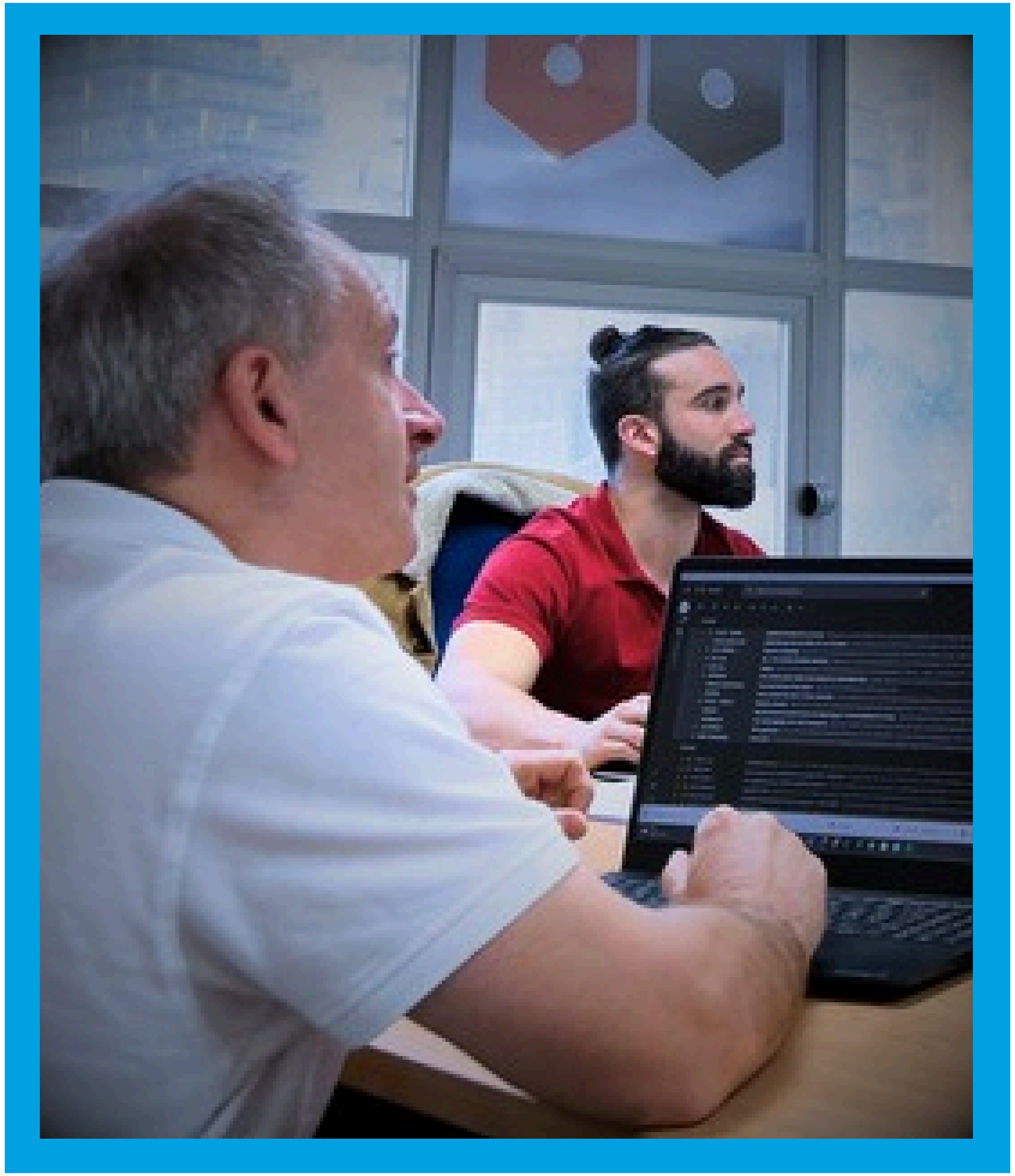

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ABOUT TAG CONSULTANCY

TAG Consultancy is a **leading financial services** firm based in **Gibraltar**, dedicated to driving business growth & ensuring client success.

We offer a **comprehensive range of services** tailored to meet the unique needs of each organization we serve, empowering businesses with the tools & strategies needed to thrive in the dynamic & vibrant Gibraltar market.

Our team of highly skilled professionals brings diverse expertise, enabling us to provide **innovative & customized solutions**. We are committed to delivering exceptional service that fosters sustainable development & long-term prosperity.

Your success is our priority, & we are dedicated to partnering with you to unlock the full potential of your business.

WHY GIBRALTAR?

Gibraltar stands out as a premier jurisdiction for setting up investment funds, offering a combination of tax efficiency, regulatory stability, and a well-established financial ecosystem. Here's why Gibraltar is the ideal choice for fund managers and investors:

01 **Tax Neutrality & Efficiency**: Investment funds in Gibraltar benefit from a 0% tax rate under Rule 3(17) of the Income Tax Rules, covering capital gains, interest income, securities trading, financial instruments, real estate, and distributions. With no VAT, withholding tax, or inheritance tax, investors can maximize returns.

02 **Supportive Regulatory Framework**: Gibraltar provides a business-friendly environment. Funds operate under a strong legal framework governed by the GFSC, which offers clarity, efficiency, and flexibility in fund structuring.

03 **A Fast & Cost-Effective Route to Market**: Gibraltar offers one of the most efficient and cost-effective fund setup processes in the world.

04 **Established Funds Ecosystem** Backed by the GFIA, Gibraltar offers a deep network of legal, audit, and compliance experts, enhancing its competitive edge.

05 **Strategic Market Access**: Located at the crossroads of Europe and Africa, with strong ties to the UK, Gibraltar provides seamless access to key international markets.

FUND TYPES

In Gibraltar, investment funds can be structured in various ways to suit investor needs and regulatory requirements. Below are the main types of funds available:

Private Funds

Private Funds are unregulated but registered as Small AIFMs, designed for a limited number of investors (maximum 50). They are ideal for friends & family investments, family offices, or building a track record before converting into an EIF.

Key Features:

- Restricted to an identifiable category of persons.
- No audit, banking, custodian, or directorship requirements.
- Can be structured as Limited Companies or Limited Liability Partnerships.
- Can convert into an EIF after 12 months.

Experienced Investor Funds (EIFs)

EIFs are regulated by the GFSC and designed for investors (typically high-net-worth individuals or sophisticated investors). They provide a more structured and secure investment environment.

Key Features:

- No limit on the number of investors.
- Can be structured as Limited Companies, Limited Liability Partnerships, or PCCs.
- Mandatory IFRS audit and banking/custodian arrangements.
- Two EIF-approved directors required.
- AIFMD opt-out available, with post-launch notification to the GFSC.

FUND TYPES

- Private Funds
  - Limited Companies
  - Limited Liability Partnerships
- Experienced Investor Funds (EIFs)
  - Limited Companies
  - Limited Liability Partnerships
  - Protected Cell Company
  - Protected Cell Limited Partnership

PRIVATE FUND TYPES

Private Funds are limited to 50 investors and offer tax efficiency, flexibility, and reduced regulatory requirements compared to EIFs.

Private Fund (Limited Company)

Traditional corporate structure with non-voting participation shares for investors. Holds voting “ordinary shares” of the Fund and acts as the Corporate Investment Director of the Fund, which is self-managed. Can also participate in the Fund by investing via participating shares. Different trading strategies can be employed through the segregation of share classes.

Limited Liability Partnership - LLP

A hybrid structure offering limited liability for all partners while maintaining tax transparency. Decision-making is shared among partners, making it suitable for professional investment teams.

EXPERIENCED INVESTOR FUNDS TYPES

EIFs in Gibraltar are designed for sophisticated investors. Only experienced, professional or high net worth investors can invest, with no limit on the number of investors. They benefit from a favorable tax regime, regulatory oversight, and mandatory audits.

Standalone EIF (Limited Company)

A single investment entity managed by a corporate director. Requires two EIF-approved directors, a fund administrator, and an auditor. Investors participate via shares, and the fund is exempt from capital gains tax and investment income tax.

PCC EIF (Protected Cell Company)

Allows for legal separation of assets and liabilities within distinct cells. Each cell operates independently, offering risk segregation. Ideal for multi-strategy funds.

Limited Liability Partnership - LLP

A hybrid structure offering limited liability for all partners while maintaining tax transparency. Decision-making is shared among partners, making it suitable for professional investment teams.

PC LP EIF (Protected Cell Limited Partnership)

Combines the tax benefits of a Limited Partnership with the asset segregation of a PCC. Investors can choose specific cells, and the fund is taxed at the partner level.

STEPS TO SETTING UP A FUND IN GIBRALTAR

- STEP 1 - Confirm Fund Structure
- STEP 2 - Choose Service Providers
- STEP 3 - Finalize the Prospectus
- STEP 4 - Open Bank & Custodian Accounts
- STEP 5 - Fund Launch
- STEP 6 - GFSC Submission

STEPS TO SETTING UP A FUND IN GIBRALTAR

01 Confirm Fund Structure

Decide on the key elements: the fund's legal structure, name, directors, and shareholders. Prepare KYC packs to facilitate the next steps in the setup process.

02 Choose Service Providers

Engage with professional service providers, including fund administrators, auditors, and legal teams.

03 Finalize the Prospectus

Create the private placement memorandum (PPM) outlining:

- Investment objective & strategy
- Investment restrictions
- Fee structure (management & performance)

04 Open Bank & Custodian Accounts

Set up accounts with trusted banks, custodians, and exchanges to ensure the smooth management and operation of the fund.

05 Fund Launch

Conduct the official launch meeting, making final changes to any documents, and begin operating the fund.

06 GFSC Submission

Submit the necessary documentation to the GFSC for registration:

- PPM & Constituting Documents
- Legal Opinion
- GFSC Registration / Application Form & Fee

MEET THE DIRECTORS

Mark Tewkesbury

Co-founder & Director

Mark is a Statutory Auditor in Gibraltar and a Chartered Certified Accountant with an advanced Diploma from the Chartered Insurance Institute. Mark commenced his career in EY and has specialised in large insurance groups, EMI's, Funds, Crypto / Distributed Ledger Technology (DLT) and other Fin-tech organisations. Mark holds various Directorship and MLRO positions, as well as an advanced diploma from the Financial Times for Non-executive Directors.

Carl Gomez

Co-founder & Director

Carl is a seasoned business consultant with an impressive track record spanning over a decade in the financial services sector. His extensive expertise encompasses a wide range of areas, including accounting & finance, business & tax advisory, & AML & compliance. Throughout his career, Carl has demonstrated exceptional leadership skills & strategic acumen, holding directorial positions in various industries at an international level.

WHY TAG?

Extensive Expertise

Experienced in setting up and managing funds, including crypto funds, with a skilled team in financial services, compliance, auditing, and tax advisory.

Comprehensive Services

Offering tailored solutions across accounting, tax planning, audit, and compliance to address all your fund's needs.

Audit & Compliance Excellence

Dedicated professionals ensuring transparency, accuracy, and regulatory adherence for your fund's operations.

Strategic Tax & Financial Guidance

Chartered accountants and tax advisors optimizing financial reporting and tax efficiency while ensuring compliance with Gibraltar's tax environment.

Commitment to Success

Focused on integrity, client satisfaction, excellence, innovation, and strict compliance to ensure your fund's growth and regulatory success.

GLOBAL PRESENCE

TAG stands as a prominent global financial services firm, dedicated to meeting the diverse financial needs of clients **worldwide**. With a steadfast commitment to excellence & a profound understanding of **international markets**, we provide comprehensive financial solutions on a global scale. Leveraging our extensive network of expertise, TAG leads the way in navigating the complexities of the global financial landscape, ensuring our clients' success across borders.

GIBRALTAR | **DUBAI, UAE** | **PHILIPPINES**

CONTACT US

Thank you for considering TAG Consultancy for your financial needs. **We value your interest & are eager to assist you further**. Whether you have questions, feedback, or would like to discuss how we can support your financial goals, we are here for you. Please don't hesitate to reach out to us using the contact information provided below. Your inquiry is important to us, & we look forward to the opportunity to serve you.

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TAG CONSULTANCY

FOCUS ON YOUR BUSINESS
WE HANDLE THE REST