

In order to perform its role effectively, The Share Republic.com Limited must undertake due diligence on the directors and senior management of its client companies. As part of this process, all such directors are asked to complete this questionnaire with due care. Any failure to complete the questionnaire accurately may be treated as a material breach of any engagement letter between The Share Republic.com Limited and the above company and may result in The Share Republic.com Limited terminating its relationship with the company in accordance with that letter.

We are also obliged to “identify” our corporate clients in terms of verifying the identity of its directors and proposed directors.

ANTI-MONEY LAUNDERING DOCUMENTATION
and
**ENQUIRIES OF PROSPECTIVE DIRECTORS AND SENIOR OFFICERS
OF THE COMPANY OR ITS PROPOSED SUBSIDIARIES**

Name of Client:

NOTES:

1. *Please answer all questions. If a question is answerable in the negative, please answer "No". Do not leave any section blank.*
2. *Whenever a question is answered in the affirmative, please supply full particulars of the matters referred to in the appropriate column where appropriate.*
3. *Where information is disclosed in answer to a question which also covers any spouse or former spouse, please indicate accordingly.*
4. *If insufficient space is provided for completion of an answer to a question, additional information may be entered on a separate sheet of paper duly signed and attached.*
5. *Please read the declaration on the last page before completing this questionnaire.*

PLEASE APPEND A COPY OF YOUR FULL CV TO THIS QUESTIONNAIRE. Please do not answer questions in the questionnaire by cross reference to your CV.

Information provided will be treated with confidentiality (except where required to be disclosed under the AIM Rules etc).

The Share Republic.Com Limited is registered in England and Wales No. 06905213.

Authorised and regulated by the UK Financial Services Authority No 523422

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IDENTIFICATION DOCUMENTATION

We are required to obtain certain documentation to verify the existence of the directors of our corporate clients. Please supply the following documentation with this questionnaire when completed.

We treat this documentation with strict confidentiality and ensure that any original documentation is returned to you immediately upon receipt. We advise that original documentation which is sent by post is sent to us by Royal Mail guaranteed post to reduce the risk of loss.

Please supply the following documentation:-

- **certified copy** of your **PASSPORT**. *It is essential that the certifying solicitor confirms that the passport photograph is a true likeness of the individual.*
- **original** of your **BANK STATEMENT** and **one** of your **UTILITY BILLS** in each case no more than **3 months** old. *We will accept a certified copy by a solicitor providing it is certified strictly according to the rules set out below.*

Original documentation v. Certification

Please note we require sight of the relevant **original** documentation but we can instead accept a **duly certified copy** of the original, **provided that the copy is certified by a solicitor/lawyer/attorney or notary** (under UK law we are unable to accept certification by any other person).

We recommend that you take this questionnaire to the notary or solicitor who will be arranging the certification, as the UK regulatory requirements in respect of procedures for certification are strict.

Please ensure that the solicitor or notary certifying the documents includes with the documents their business address and confirms the full name of the solicitor's firm/notary certifying the original of the documentation, together with contact details for this individual.

1. **Personal Details**

1.1 Present surname and any former surname(s):-

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1.2 Present forenames and any former forename(s):-

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1.3 Present surname of spouse and any former surname(s):-

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1.4 Present forenames of spouse and any former forename(s):-

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1.5 Date and place of birth

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1.6 Nationality and any former nationality:-
(show dates of any change in nationality status)

.....

1.7 Current residential address and residential address(es) for the previous 10 years:-

.....

1.8 Home and office telephone number(s) and fax numbers and e-mail address:-

(H)

(W).....

Email.....

1.9 Professional qualifications:-

.....

1.10 Membership of professional bodies or associations:-

.....

2. Business Interests

2.1 List all shareholdings currently held by you and/or your spouse or held on your/their behalf which represent more than 5 per cent. of the issued share capital of the relevant company and any such shareholdings which have been disposed of in the last ten years. Include the nature of business of the company, the number of shares, their percentage of the issued share capital and the date of disposal (if relevant).

<i>Company name</i>	<i>Nature of business</i>	<i>Shares held/sold</i>	<i>%</i>	<i>of</i>
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issued

- 2.2 List of all directorships/partnerships or other business interests (e.g. sole trader or firm) held by you and/or your spouse (or to the best of your knowledge any former spouse) during the past 10 years stating the name of the company or partnership together with details of the nature of business and commencement (and, if appropriate, termination) and dates of directorship of or partnership in every such company or firm.

<i>Company name/ partnership</i>	<i>Nature of business</i>	<i>Date of appointment</i>	<i>Date of resignation</i>
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- 2.3 Have you or your spouse (or to the best of your knowledge any former spouse) ever been a director of a company or a partner in a partnership against which, or against other directors or partners of which, criminal or any proceedings for breach of any statute, statutory instrument or any other legislation have ever successfully been brought?

If so, please supply full details.

<i>Company</i>	<i>Position</i>	<i>Court etc.</i>	<i>Claim</i>	<i>Conviction/ Judgment</i>	<i>Other relevant information/ comments</i>
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2.4 Are any companies or firms or partnerships in which you and/or your spouse (or to the best of your knowledge any former spouse) hold directorships or partnerships or are substantial shareholders, currently involved in any court proceedings or in any equivalent proceedings in any jurisdiction?

If so, please supply full details.

<i>Date</i>	<i>Court etc.</i>	<i>Details of action</i>	<i>Claimant/ Defendant</i>	<i>Other information/ comments</i>
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2.5 Have you or your spouse (or to the best of your knowledge any former spouse) ever been concerned (in a management or similar capacity) with the business of any company, partnership or business entity which, by reason of any matter relating to a time when you or your spouse or any former spouse were so concerned, has been convicted of any offence in the United Kingdom or elsewhere or has been the subject of any civil proceedings which have resulted in a finding against the company, partnership or other business entity?

If so, please supply all details.

<i>Date</i>	<i>Court etc.</i>	<i>Conviction/ judgment.</i>	<i>Name of Defendant</i>	<i>Other information/ comments</i>
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2.6 Have you or your spouse (or to the best of your knowledge any former spouse) ever been the subject of, or linked with, or been a director of a company which has been subject of or linked with, an investigation or inspection by the Police, the Department of Trade and Industry, the Financial Services Authority, the London Stock Exchange, Her Majesty's Revenue & Customs, Department of Social Security or any other Government or regulatory body? Have you or your spouse (or to the best of your knowledge any former spouse) ever been required to produce books and papers to the Secretary of State?

If so, please supply full details.

Date	Authority involved	Reason	Action taken (if any)	Other relevant information/ comments
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2.7 Has any company or firm referred to in paragraphs 2.1, 2.2 or 2.8, during your, your spouse's (or to the best of your knowledge any former spouse's) connection with it as director or partner or within three years of any of you leaving it, been put into receivership, compulsory liquidation, creditors' voluntary liquidation, administration or been the subject of company voluntary arrangements, partnership voluntary arrangements or any composition or arrangement with its creditors generally or any class of its creditors?

If so, please supply full details.

Company/Firm name number	Date and type of liquidation etc.	Liquidator/Administrator/Receiver and address & telephone/fax
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2.8 Have you or your spouse (or to the best of your knowledge any former spouse) ever been a "shadow director" of any company (i.e. a person in accordance with whose instructions the directors of such company are or were accustomed to act)?

If so, please supply full details.

Company name	Date of appointment	Date of cessation	Reasons for cessation
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3. Personal

3.1 Are you satisfied that you and your spouse have the financial resources to meet your existing and possible future/contingent financial liabilities? If not, please explain.

3.2 Please confirm that your assets are greater than your liabilities? If not, please explain.

3.3 Have you, your spouse (or to the best of your knowledge any former spouse) ever been convicted of an indictable offence or have any unspent convictions in relation to indictable offences (other than minor motoring offences for which imprisonment cannot be imposed) or have you or your spouse (or to the best of your knowledge any former spouse) appeared in Court in criminal proceedings as a Defendant during the last ten years?

If so, please supply full details.

<i>Date</i>	<i>Court</i>	<i>Offence</i>	<i>Judgment</i>	<i>Sentence</i>	<i>Other relevant information/ comments</i>
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3.4 Have any allegations of fraud, deception, misfeasance, breach of trust or other misconduct or impropriety ever been made against you or your spouse (or to the best of your knowledge any former spouse) or any of your co-directors in any company or any of your co-partners in a firm in any jurisdiction (whether in relation to such company or its members or creditors or in relation to any pension or life assurance scheme of such company)?

If so, please supply full details.

<i>Date</i>	<i>Allegation</i>	<i>Name of accused</i>	<i>Relationship with yourself</i>	<i>Source of allegation</i>	<i>Other relevant information/ comments</i>
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3.5 Have you or your spouse (or to the best of your knowledge any former spouse) ever been “blacklisted” by any stockbroker, the Financial Services Authority or by the London Stock Exchange or any foreign equivalent?

If so, please supply full details.

<i>Date</i>	<i>Authority</i>	<i>Reasons</i>	<i>Other relevant information/comments</i>
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3.6 Have you or your spouse (or to the best of your knowledge any former spouse) ever given evidence in any trial involving fraud or similar misconduct otherwise than as an expert witness?

If so, please supply full details.

<i>Date</i>	<i>Court</i>	<i>Witness for which party</i>	<i>Defendant's name</i>	<i>Other relevant information/comments</i>
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3.7 Have you or your spouse (or to the best of your knowledge any former spouse) ever been the subject of any civil action in the United Kingdom or elsewhere which resulted in a finding against you by a Court involving any liability in excess of £1,000? Are you aware of any legal proceedings which may come to Court in the future, in which you or your spouse (or to the best of your knowledge any former spouse) are likely to be a party?

If so, please supply full details.

<i>Date/ estimated future date</i>	<i>Court</i>	<i>Offence</i>	<i>Judgment</i>	<i>Sentence</i>	<i>Other relevant information/ comments</i>
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3.8 Have either you or your spouse (or to the best of your knowledge any former spouse) or any company or firm of which any of you has at any time been a director, shareholder, partner or proprietor or otherwise connected, been the subject of adverse national, local or trade press comment at any time during (or, so far as you are aware, since) the period of your spouse's (or to the best of your knowledge any former spouse's) connection with it (other than listed companies where any of your interests has never been more than that of a shareholder of less than 1 per cent.).

If so, please supply full details.

<i>Name of publication</i>	<i>Date</i>	<i>Summary of article (please supply a copy if possible)</i>	<i>Whether retracted</i>	<i>Other relevant information/ comments</i>
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3.9 Have you or your spouse (or to the best of your knowledge any former spouse) ever been refused membership of, or have any of you ever withdrawn from membership of, or had an application for membership (or renewal of membership) refused by, any professional or trade society, institution or association?

If so, please supply full details.

<i>Date</i>	<i>Association</i>	<i>Reason</i>	<i>Other relevant information/comments</i>
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3.10 Are there any professional or trade societies, institutions or associations relevant to yourself (e.g. because of your qualifications) or to the company (e.g. because of the nature of its business) for which you have not applied for membership.

If so, please supply full details.

<i>Name</i>	<i>Reason</i>
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3.11 Have you or your spouse (or to the best of your knowledge any former spouse) ever been or have any of your employers in the last 10 years (during your employment or during the 2 years thereafter) been in dispute with or the subject of disciplinary proceedings by any professional or trade body, society, institution or association?

If so, please supply full details.

<i>Date</i>	<i>Regulatory body</i>	<i>Allegation</i>	<i>Result</i>	<i>Other relevant information/ comments</i>
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3.12 Have you or your spouse (or to the best of your knowledge any former spouse) ever been involved in, or have you ever been criticised for being involved in, any of the following activities:

3.12.1 breach of confidentiality;

3.12.2 accepting inducements from customers or suppliers or potential customers of suppliers; or

3.12.3 dishonestly using a company's or other corporate body's money or property?

If so, please supply full details.

3.13 Have you, or your spouse (or to the best of your knowledge any former spouse) or any other persons acting in concert with any of you (as that term is defined in the City Code on Takeovers and Mergers) made an offer for a public company or been the subject of or witnesses at any investigation by the Takeover Panel or other body having jurisdiction over take-over related matters whether in the UK or elsewhere?

If so, please supply full details.

<i>Date of Offer</i>	<i>Terms and parties to the Offer</i>	<i>Name of offeree</i>	<i>Value of Offer</i>	<i>Nature of investigation</i>	<i>Role in investigation</i>	<i>Other relevant information/ comments</i>
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3.14 Have you or your spouse (or to the best of your knowledge any former spouse) ever been publicly criticised or censured by any statutory or regulatory authority (including any recognised professional bodies) or by the Financial Services Authority, the London Stock Exchange or the Panel on Takeovers and Mergers or the Department of Trade and Industry or equivalent organisations overseas?

If so, please supply full details.

<i>Date</i>	<i>Regulatory Body</i>	<i>Person(s) criticised</i>	<i>Nature of criticism</i>	<i>Other relevant information/ comments</i>
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3.15 Have you or your spouse (or to the best of your knowledge any former spouse) at any time been disqualified from acting as a director or in the management or conduct of the affairs of a company in the UK or elsewhere?

If so, please supply full details.

<i>Date</i>	<i>Company</i>	<i>Person disqualified</i>	<i>Reasons</i>	<i>Other relevant information/ comments</i>
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3.16 Have you or your spouse (or to the best of your knowledge any former spouse) ever made individual voluntary arrangements or been adjudged bankrupt or the equivalent thereof either in the United Kingdom or elsewhere? If so, state the Court by which you or your spouse (or to the best of your knowledge any former spouse) were adjudged bankrupt and, if discharged, the date and conditions on which you were granted your discharge.

If so, please give full details.

<i>Date</i>	<i>Court</i>	<i>Country</i>	<i>Nature of insolvency</i>	<i>Date of discharge and any conditions</i>	<i>Amount</i>	<i>Reasons</i>	<i>Other relevant information/ comments</i>
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3.17 Have you or your spouse (or to the best of your knowledge any former spouse) ever been a party to a deed of arrangement, creditors' voluntary arrangements or made any other form of composition with creditors?

If so, please supply full details.

3.18 Please give full details of any asset belonging to you or any partnership of which you were a partner which has been the subject of any receivership at the time of or within twelve months preceding such receivership.

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3.19 Have you or your spouse (or to the best of your knowledge any former spouse) held any fiduciary office or position of trust in the last ten years, whether or not remunerated? Please give details and if you have vacated such position, the circumstances of vacation.

<i>Date of office</i>	<i>Position</i>	<i>Remunerated (Yes/No)</i>	<i>Date of vacating office</i>	<i>Reason for vacating</i>
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3.20 Please give details of any medical condition which you have or in connection with which you are currently receiving medical advice or treatment. We emphasise that all of the information on this form will be kept confidential insofar as permitted by law. Responses to this question may, if preferred, be given direct to our doctor by you.

4. Previous Employment

4.1 Please supply a list of the names of employers during the last 15 years and the dates during which you worked for them, together with a short description of your job, and your job title in each case. If there were any gaps, please provide details, e.g. unemployment, sickness, etc.

<i>Employee name and address</i>	<i>Date Appointed</i>	<i>Date Left</i>	<i>Job title</i>	<i>Job description</i>
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4.2 Are you subject to any restrictive covenants or other obligations in connection with any previous employment?

If so, please supply full details.

4.3 Please state your reasons for leaving each place of employment.

4.4 Have you ever been dismissed, suspended or asked to leave your employment for any reason during your working career?

4.5 Please give details of any major periods of illness during the last ten years through which you have been absent from work.

5. General

5.1 Are there any other facts or circumstances relating to you and/or your spouse (or to the best of your knowledge any former spouse) and your respective business careers which could be relevant to a prospective subscriber for or owner of shares in the company or be material for consideration in the context of the proposed prospectus?

If so, please supply full details.

5.2 Are there any other facts or circumstances which could in any way impair your suitability to be a director of a public company or a company the shares of which are listed, traded or dealt in on any recognised investment exchange?

If so, please supply full details.

5.3 Please confirm that if all the questions set out above were extended to any of your children (whether or not minors) none of the answers would reveal any facts or circumstances which could be relevant to a prospective subscriber for or owner of shares in the company.

6. Declaration

I declare that the information and answers supplied in reply to the foregoing paragraphs are true and complete and that there is no other information the omission of which makes such information and answers misleading.

Signed

Dated