

## **Guidance Notes to help you complete the Letter of Indemnity form**

### **Why a Letter of Indemnity is required**

As the share certificate(s) has/have been lost, stolen or destroyed, the shareholder(s) or legal representative(s) are required to complete a Letter of Indemnity form. Equiniti's request for this completed document is an attempt to minimise any potential financial loss caused by any misuse of the original certificate(s). This information can be found, specifically, within our client company's Articles of Association.

When an item belonging to the shareholder(s) is sent through the post, whether sent by the shareholder(s), their legal representative(s), or by the company, it is being sent at the shareholder(s) or legal representatives(s) own risk. This does apply in cases where the original certificate has not been received. Again, this information is stated in our client company's Articles of Association.

For these reasons, the shareholder(s) or legal representative(s) is/are liable for any charges/fees associated with replacing lost, stolen or destroyed items.

### **The Administration Fee**

The administration fee is the amount we charge you for the administration work involved in producing the Letter of Indemnity form and for placing a 'stop' on the quoted certificates.

### **The Countersignature Fee**

The countersignature protects the company if you are unable to meet the requirements of the Indemnity. The countersignature takes on a possible liability, and this is why a fee is often charged. Fees do vary per company as they are set in accordance with each company's requirement. Fees also vary depending on the value of the share certificate(s) that is/are being replaced.

If we are able to arrange for the Indemnity form to be countersigned on your behalf, a quote for the Countersignature Fee will be present in the enclosed letter. If you elect to use this service, we will arrange for the countersignature through Royal & Sun Alliance Insurance plc.

### **Obtaining a countersignature**

If you would prefer to arrange the countersignature yourself, you will need to ensure that the Letter of Indemnity is countersigned and officially stamped by an authorised UK bank or an insurance company that is a member of the Association of British Insurers. It is likely that they will require a charge for this service. Please note that building societies, e.g. Nationwide, are unable to countersign Letters of Indemnity.

Unfortunately, there is no definitive list of banks and insurance companies that are authorised to countersign a Letter of Indemnity. Ultimately, it is at the discretion of the individual bank or insurance company, subject to certain regulatory controls, as to whether they are prepared to accept this liability.

### **What to do if countersignature cannot be arranged**

Should you be unable to arrange for this cover yourself, you may contact: Profin Risks – Royal & Sun Alliance Insurance plc, St Mark's Court, Chart Way, Horsham, West Sussex RH12 1XL, who may be able to advise you. Please be aware however, they may have additional requirements.

### **The Application form**

Depending on the value of the missing share certificate(s), the completion of an Application form may also be necessary. If you are required to complete one, it will be enclosed with our correspondence. The form should only be completed and returned to us if you choose to have us arrange the countersignature on your behalf through Royal & Sun Alliance Insurance plc.

## **What to do if the share certificate(s) is/are found before the Indemnity form is returned to us**

If the share certificate(s) is/are located before the Indemnity form is returned to us, please inform us in writing as soon as possible and we will remove the restriction. We cannot accept notification of found certificates through our helpline number.

Please be aware that if you do not inform us that the share certificate(s) have been found, you will be unable to transfer or sell the shares.

## **What to do if the share certificate is found after a replacement has been produced**

Once a duplicate certificate has been issued, the original certificates are no longer valid and should be destroyed if found later.

## **What to do if the share certificate(s) has/have been stolen**

If the share certificate(s) has/have been stolen then we will require the Crime Reference number from you. You would have been given this number on reporting the theft.

## **What to do if the shareholder or legal representative is a corporate body incorporated in England, Wales, Northern Ireland or Scotland**

The Indemnity can be signed by:

- Two directors or authorised signatories stating their capacity
- One director of the company and a witness. The witness must also provide their full name and address.

## **What to do if the shareholder or legal representative is a corporate body incorporated overseas**

The company to confirm alongside the signatures that, in accordance with The Foreign Companies (Execution of Documents) Regulation 1994, the enclosed document(s) have been executed in a manner permitted by the laws of the territory in which the company is incorporated for the execution of documents by such a company.

## **Checklist**

Please carefully read the correspondence enclosed with these Guidance Notes for any documents or fees that we have requested. We recommend that you send all requested documents to us together. Please be aware, if any requested item(s) are not enclosed, we will be unable to proceed and you will be required to resubmit your application.

The checklist below is for your own reference and does not need to be returned to us with your reply.

### **Necessary**

- Letter of Indemnity form**—signed and dated by all authorised signatories and countersigned if arranged by yourself
- Cheque for the correct total fee** - if requested in the letter enclosed. Please ensure that the cheque is signed, dated and the words and figures match.
- Completed Application form** - if requested in the letter enclosed

### **Optional**

- Completed **Stock Transfer form** (if you wish to transfer the shares)
- Completed **Postal Share Dealing form** (if you wish to sell the shares with us)
- Any additional certificates (if you are sending transfer or postal share dealing forms)