

PRELIMINARY REQUEST FOR DOCUMENTS TEMPLATE (FOR UK COMPANIES)

Preliminary request for documents and information in relation to [Company Name] Limited (the “Company”)

Please supply the following documents and information in relation to the Company.

Note: This request list is designed for a single company. If the Company has a subsidiary or is part of a group, you should answer the above questions in relation to each company.

1. Corporate Information

- 1.1 A Company chart (showing the shareholders and the percentage of ownerships).
- 1.2 A list of all current directors and secretaries.
- 1.3 Particulars (and copies where applicable) of all contracts, loans or other arrangements which now subsist or which have at any time during the last three years subsisted between:
 - 1.3.1 the Company and any current or past shareholder, director or manager or other employee of the Company or any other company in the Group (save for contracts of employment - see paragraph 3 below); or
 - 1.3.2 the Company and any person connected with any current or past shareholder, director, manager or other employee (omitting the names of employees who are not directors) of the Company.
- 1.4 A copy of the Company’s accounts for the past two years (as applicable).

2. The Business and its Assets

- 2.1 A copy of the latest budget, forecast and business plan (whether in draft or final form).
- 2.2 Details of all fees currently paid.
- 2.3 List of major suppliers (i.e. those accounting for more than 5 per cent of goods supplied) and value of purchases in last financial year.
- 2.4 Copies of all credit arrangements in favour of any customer granting more than 60 days terms of payment or providing for special discounts or rebates.
- 2.5 Details (with copies of all relevant documents) of the Company’s projected pipeline, any negotiations of material significance which are currently in progress, e.g. new placements, contract negotiations and any referrals which have been made but have not yet been actioned.
- 2.6 Details of any provision in any contract or any permit (or similar) which would be triggered by a change of ownership or control of the Company.



- 2.7 Copies of all contracts relating to the acquisition or disposal of companies, businesses or material fixed assets entered into by the Company since incorporation.
- 2.8 Copies of any joint venture agreement, partnership or other similar relationship to which the Company is a party, or has been a party since incorporation.
- 2.9 Particulars of any material change in the Company's business or activities or in the manner its business or activities have been carried on during the last three years (such as changes in accounting policy or in the level of fees).
- 2.10 Details of all grants made to the Company in the last six years or currently being applied for (and copies of the related documentation) and details of any act or circumstance which may have taken place or which is likely or proposed to take place by which it is or may be held liable to refund any such grant in whole or in part.
- 2.11 Details of any breaches of any contract (by any person) to which the Company is a party or has been a party since incorporation or circumstances which may reasonably lead to a breach or termination of any contract to which the Company is a party.
- 2.12 A schedule of plant and equipment, fixtures and fittings (including vehicles) owned or used by the Company, showing in each case type, age, original cost and current net book value.
- 2.13 Any valuations of fixed assets obtained during the last three years.
- 2.14 Details of any assets of the Company which are used by the directors or shareholders of the Company for personal use.
- 2.15 Details of any indebtedness or other liability, actual or contingent, owing by any director or any officer or employee of the Company.
- 3. Human Resources**
- 3.1 A schedule setting out the following information for each of the Company's employees ("**Employees**"):
- 3.1.1 sex and date of birth;
- 3.1.2 date of commencement of present employment and length of notice to be given by and to the Company to terminate employment;
- 3.1.3 job title and place of employment;
- 3.1.4 annual basic salary, date and details of most recent pay increase and of any proposed pay increase or review (including the basis on which any increase may be awarded);
- 3.1.5 other fixed or fluctuating emoluments including expenses/travel/accommodation/ car allowance and mileage rates;



- 3.1.6 normal weekly hours of work, hourly rate or rates of overtime, whether compulsory or voluntary overtime, whether and to what extent overtime regularly worked;
- 3.1.7 participation in any commission, bonus, share incentive, share option, PEP, ISA or profit sharing scheme or arrangement, together with any other benefits provided (such as personal pension contributions, car, insurance schemes, accommodation, expenses arrangements, meals);
- 3.1.8 disciplinary record during last 12 months (e.g. oral/written warnings given) and details of any planned or proposed dismissal of any employee;
- 3.1.9 annual paid holiday entitlement, together (where applicable) with number of days' absence due to maternity, sickness or injury during the last 12 months (specifying which reason); and
- 3.1.10 whether or not a trade union member (and of which trade union) or an employee representative.

Please divide the schedule into separate sections for the following categories of directors/Employee:

- directors;
 - full-time hourly/weekly/monthly paid Employees;
 - part-time hourly/weekly/monthly paid Employees;
 - temporary employees;
 - employees currently absent from work – for example, on unpaid leave, long-term sick leave, maternity, paternity or parental leave; and
 - atypical employees – for example, home workers, casual or seasonal workers etc.
- 3.2 Copies (or, if not reduced to writing, full details) of any current or proposed standard terms and conditions of employment, standard offer letters, staff handbook, written statement of terms supplied pursuant to section 1 Employment Rights Act 1996, all contractual or policy schemes, regulations, guidelines, procedures, customs, practices, manuals and codes of practice, company rules and disciplinary and/or grievance procedures applicable to any category of Employee.
- 3.3 Copies of all documents (including Board minutes) relating to, or (where not reduced to writing) full particulars of, any:
- 3.3.1 service agreement between the Company and any director;
 - 3.3.2 terms of appointment of any non-executive director of the Company; or



- 3.3.3 agreement or arrangement for the provision of any personal/consultancy/management services to the Company by any person (whether or not by means of a service company).
- 3.4 Copies (or, if not reduced to writing, full details) of any of the following which has been made or received by or against the Company within the last five years: job evaluation study, Commission for Racial Equality or Equal Opportunities Commission investigation, report by the Factory Inspectorate/Health & Safety Executive, Accident Report Book (or equivalent), minutes of meetings of any health & safety or staff consultative committee; industrial tribunal awards (including the amount of such award) or orders; and redundancy programmes (including the cost of such redundancies) or any documents similar to any of the above.
- 3.5 Full particulars of any compensation for loss of office or sum paid pursuant to any order or award made under the Employment Rights Act 1996 or under regulation 11 of TUPE or redundancy payment or protective award or compensation for any unlawful act of discrimination or by way of (liquidated or unliquidated) damages or out-of-court settlement or as an ex gratia payment made by the Company to any current or former director, officer, employee or consultant within the last 12 months or currently under negotiation or the subject of any employment claim.
- 3.6 Copies (or, if not reduced to writing, full details) of any arrangement pursuant to which any person may become entitled to any remuneration or benefit calculated by reference to the turnover, profits, sales, earnings per share, shareholder return or other similar measurement of the performance of all or any part of the Company or any other company, firm or person.
- 3.7 Copies of any agreements with any employment agencies.
- 4. Pension Plans**
- 4.1 Details of any pension schemes operated by the Company and all related documentation (including latest signed actuarial valuation and actuarial report (if any)).
- 4.2 Details of active members, pensioners and deferred pensioners (including dates of birth, sex, entry, length of pensionable service, and current salary and pensionable salary, employer and employee contribution rates, category of membership (where applicable) and name of employer).
- 4.3 Any correspondence with the Pensions Regulator in relation to the Company's pension scheme(s).
- 5. Real Property**
- 5.1 A schedule of all properties owned or occupied by the Company (separately identified) in relation to its business or activities or from which the same is carried on or in respect of which the Company has any estate, interest, right or liability (the "**Properties**") together with full particulars of the Company's interest in each Property (e.g. freehold or leasehold) and the use of each Property.
- 5.2 Please provide copies of all documents of title, leases etc. in respect of the Properties.



5.3 Please provide details of all planning permissions that have been applied for, granted or rejected in respect of each of the Properties.

6. Intellectual Property

6.1 Details of all intellectual property owned or used by the Company.

6.2 Details of any claims made by any employee, consultant, contractor or third party over the intellectual property used by the Company.

7. Information Technology

7.1 Particulars of all material computer and telecommunications equipment owned or used by the Company.

7.2 Copies of all contracts relating to information technology to which the Company is a party (including without limitation, all maintenance and support agreements).

7.3 Particulars of all material software owned or used by the Company, and of the hardware on which the software is run.

7.4 Confirmation that all licence fees and other payments under any contract relating to Information Technology have been paid by the Company.

7.5 Confirmation that the Company has not granted to any person any right to or over the source code relating to the Company's software/software products.

7.6 Details of all disputes in which the Company is involved, relating to any of the matters listed above.

8. Data Protection

8.1 Confirmation that the Company has a current registration under the Data Protection Act 1998 covering all current and planned activities.

8.2 For every collection of data in machine readable form relating to the business of the Company please provide a brief description of the information on the database and copies of all agreements relating to the ownership of the database.

9. Banking Arrangements

9.1 Full details of all borrowings of the Company and documents relating thereto.

9.2 Details of all existing or anticipated breaches of the terms of any loan agreements, together with copies of all extant notices, demands or other communications from the relevant lender.

10. Litigation

10.1 Full details of any litigation or similar proceedings (including, without limitation, an investigation or inquiry or challenge to any Intellectual Property rights) which involves, has involved, or may involve the Company.



10.2 Full details of any circumstance which exists which may reasonably lead to litigation or similar proceedings (including, without limitation, an investigation or inquiry).

11. Regulatory Matters

11.1 Details (and copies where applicable) of all licences, permissions, authorisations, registrations and consents required to carry on the business of the Company and details of any breaches of the same or circumstances which may reasonably lead to a breach of the terms of the same.

11.2 Full details of any complaints, investigations or issues of concern raised by any regulatory body, together with all correspondence in relation thereto.

12. Health & Safety

12.1 A copy of the Statutory Health & Safety Policy and all related documentation.

12.2 Copies (except in the case of directors, omitting names) of any reports (prepared internally or by consultants) on health and safety compliance produced since incorporation of the Company.

12.3 Details of statutory risk assessments carried out pursuant to health and safety regulations.

12.4 Details of any health and safety training programme(s).

12.5 Copies of any correspondence with the regulatory authorities since incorporation of the Company.

13. Insurance

13.1 Please provide details of all current insurance policies relating to the Company's assets or otherwise taken out in respect of the Company and/or its potential liabilities.

13.2 Details of all claims made under insurance policies in the last three years, whether settled or outstanding, and relating to the Company.

14. Tax and VAT

14.1 Confirmation that all the UK payments have been made by due dates.

14.2 Details of any overseas activities undertaken by the Company, together with any associated contact for overseas tax authorities.

14.3 Confirmation that all VAT returns have been filed and that all payments are up to date.

