

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 representative(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 you are the sole shareholder or sole executor and the share certificate(s) is/are found before the Letter of Indemnity form is returned to us, you can call the number on the attached letter. Alternatively, write to us at the address below.

For joint shareholders, joint executors or if the holding is a corporate shareholding, please write to inform us of the found certificate at:

Equiniti
Aspect House
Spencer Road
Lancing
West Sussex
BN99 6DA
UK

Free removal of a lost certificate restriction

Certificates found and reported to us within 14 calendar days will not incur a fee. The first day is the date of the letter which accompanies these Guidance Notes. The last day is either:

- The day/date you phone us – for sole shareholders or sole executors, or
- The day/date your letter is received into the business – for all written 'found' confirmations

£20.00 administration fee for 'found' certificates

If a certificate is found and reported to us after 14 days of the date of the letter accompanying these Guidance Notes, a £20.00 administration fee will be charged to remove the restriction.

Payment methods for a certificate found after 14 days

Debit Card by phone

You will be able to make a 'found' payment by Debit Card, via phone, if:

- You are a sole shareholder or sole executor, and
- The Debit Card for payment is in your name

Alternatively, you can pay by cheque by post. For more details, see below.

Cheque by post

In all other cases, you will need to make the 'found' payment by cheque, by post. The cheque needs to be made payable to 'Equiniti Ltd'. The cheque should be sent with your written confirmation – confirming that the certificate(s) has/have been found – to the address above.

Please make sure that your cheque is signed, dated and that the words and figures match. This will prevent any delay in removing the restriction from the certificate/holding.

Please be aware that if you do not inform us that the share certificate(s) has/have been found, you will be unable to transfer or sell the shares. If you do not pay the required fee, the restriction will remain on the certificate/holding. We will also send you a letter to request the fee.

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

If the new certificate has already been created, and/or the Letter of Indemnity has been processed, any already paid Letter of Indemnity fees will not be repaid. If you do find the certificate(s) after the replacement certificate has been sent, the original will no longer be valid. If this is applicable to you, please send the original certificate(s) to us at the above address.

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)