

PRESENTATION



*f*UNDAMENTALS

ABOUT FUNDAMENTALS

Our journey began in 2017 in Luxembourg with a vision to embark on an entrepreneurial adventure.

As an independent specialized professional of the financial sector, operating under the supervision of the CSSF (*Commission de Surveillance du Secteur Financier*), the Luxembourg Regulator, we offer a wide range of financial services including domiciliation, corporate secretarial and accounting services, fund administration and services, directorship of companies, tax compliance, and company winding-up assistance.

At Fundamentals, we prioritize innovation and adaptability, delivering dynamic perspectives to the industry. Our diverse clientele ranges from start-ups to well-established institutional and private investors. We are dedicated to providing tailored, integrated solutions across various sectors, including private equity, real estate, infrastructure, venture capital, debt funds, sustainable and impact investment funds, tokenization, securitization vehicles, and beyond.



OUR MISSION

Our mission is to lead with **innovation**, fostering a culture of creativity and forward-thinking solutions that push the boundaries of what's possible. We are dedicated to **inclusivity**, ensuring that every voice is heard and valued, creating an environment where teamwork and mutual respect drive our success.

We embrace **dynamism** and **flexibility**, staying agile and responsive to the ever-changing needs of our clients and the market, continually striving for excellence. Central to our mission is our unwavering commitment to **responsibility**.

We aim to build a diverse and inclusive workplace where everyone feels valued, trusted, and empowered, upholding the highest standards of transparency and responsibility in everything we do. Together, these values guide us in delivering exceptional results, creating lasting impact, and making a positive difference in the world.



OUR CORE VALUES

Innovation

We push boundaries, fostering creativity, and continuously seeking new and better ways to solve problems and serve our clients.

Inclusivity

We believe in the power of teamwork, valuing every team member's voice, and creating an environment of mutual respect and shared success. We are dedicated to building a diverse and inclusive workplace where everyone feels valued and trusted. We uphold the highest standards of transparency, responsibility, and ethical behavior in all our actions.

Dynamism

We thrive on change, staying flexible and agile to meet the evolving needs of our clients and the market, always striving for excellence and growth.

Flexibility

We adapt quickly to changes and challenges, ensuring we meet the needs of our clients effectively.

Responsibility

We take ownership of our actions and their impacts on our stakeholders and the environment. We act with integrity, maintaining the highest ethical standards in all our dealings.



OUR SERVICES



**Fund Operations,
Administration,
Domiciliation,
Transfer and Registrar
Agent Services**



**Corporate Services,
including Business
Process Outsourcing**



**Corporate Structures &
Restructuring
Solutions**



**Accounting
Services**



**Support Services for
Family Businesses**



**Regulatory, Risk
Management &
Compliance Services**



**Securitization
Solutions**



**Payroll & Human
Resources
Management**



**Tax Compliance
Services**



**Business and
Financial Advisory
Services**



FUND ADMINISTRATION SERVICES

Central Administration

At Fundamentals, we take pride in offering comprehensive administration services to our clients. Our highly-skilled team is dedicated to delivering excellence across a wide range of services, including:

- NAV calculation
- Preparation of periodic financial statements and fund accounting
- Tailored fund reporting to meet your specific needs
- Fee calculations for accurate financial management
- Waterfall calculations to ensure fair distribution of profits
- Equalization to maintain consistency in investor returns
- Bank reconciliation for precise financial records
- Liaison with auditors to facilitate smooth auditing processes
- Portfolio analytics and reports for informed decision-making

With our commitment to excellence and attention to detail, we ensure that your fund administration needs are met with efficiency and accuracy.



Tax and Regulatory Reporting

At Fundamentals, we are dedicated to delivering exceptional service to our clients.

Our administrative capability extends beyond providing a full range of services to ensuring ongoing tax and regulatory compliance. This includes:

- Maintenance of investor registers and records
- AIFMD Annex IV reporting
- Corporate tax management
- Subscription tax handling
- FATCA/CRS reporting and assistance
- VAT compliance
- AIFMD reporting requirements
- DAC6 Analysis
- BCL reporting
- Transfer pricing report
- Other regulators and central bank reporting obligations

With our focus on regulatory adherence and meticulous attention to detail, we ensure that our clients remain compliant with all relevant regulations and requirements.



FUND ADMINISTRATION SERVICES

Fund Formation

At Fundamentals, we specialize in setting up investment funds and serve as the primary coordinating entity between stakeholders throughout the entire fund establishment process.

Our experienced team assumes responsibility for drafting fund documentation and initial agreements, overseeing central administration tasks, assisting with legal formalities, and facilitating regulatory registrations with notaries. Additionally, our team can assist you in opening bank accounts as necessary.



Transfer Agency

Managing investor communications and processing investor transactions requires significant time and resources.

At Fundamentals, we understand the importance of streamlining these processes so that you can focus on investment management and growing your business.

Our professional transfer team is equipped to handle this burden efficiently.

Our talented team members utilizes a market-leading administration system to manage investor needs effectively. With our robust system in place, we deliver a first-rate service, ensuring smooth communication and transaction processing for investors. Additionally, we prioritize compliance with all legal and regulatory requirements, providing you with peace of mind.



CORPORATE SERVICES

- Facilitating the establishment of Luxembourg companies and partnerships
- Assisting with bank account openings
- Serving as resident independent directors
- Handling KYC, AML, and CFT matters with banks and local authorities
- Providing registered addresses and fully equipped office leases
- Providing flexible office solutions
- Offering co-sourcing options
- Offering secondment services with experienced team members
- Ensuring legal and tax compliance for your entities



CORPORATE SERVICES

- Assisting with auditor appointments and liquidation mandates
- Providing liquidation services
- Assisting in the preparation and filing of all tax declarations (CIT, Wealth tax, VAT)
- Offering bookkeeping, accounting, and financial reporting services
- Providing support for the administration and daily operations of Luxembourg companies
- Coordinating and facilitating boards and shareholders meetings
- Drafting and maintaining records of boards' and assemblies' minutes
- Timely filing with local authorities, as required
- Offering dissolution and liquidation services at the conclusion of our clients' entities' life cycle



ENTITIES WE CAN SET-UP AND MANAGE FOR YOU

At Fundamentals, we specialize in setting-up and managing various types of Luxembourg entities, including:

- Regulated and unregulated investment funds
- Special Purpose Vehicles (SPVs)
- Limited Liability Partnerships (LLPs)
- General Partners (GP) companies
- Limited Partners (LP) vehicles
- Securitization companies and funds
- Private Investment Companies (SPFs)
- Operational companies
- Branches and permanent establishments



OUR IT PLATFORM - FUND ADMINISTRATION, TRANSFER AGENT, CORPORATE SERVICES

Characteristics



01 Get an Overview of Your Investors

- Get an overview of the different funds' shares, the LPs and their transaction records within the fund
- Manage the waterfall, setting up rates, e.g. carried interests plan, hurdle and catch-up, etc



02 Documents of Your LPs

- Fill and store your LPs' documents, including ID cards, notices, investors' reports, or KYC documents



03 Automated Investors' Notices

- Automate all kind of operations, including commitments, capital calls, distribution, transfer of shares, actualisation and equalisation, conversion, merge and defaulting LPs
- Validate your data before generating and sending notices thanks to a simulation mode

OUR IT PLATFORM - INVESTOR PORTAL

Characteristics



01 Display Dashboard & Tables

- Provide your investors with dashboards including key information about their investments
- Give your investors access to your portal with your branding thanks to white labelling



02 Monitor your Fund's Performance

- Manage your Fundraising with intelligence on Investors behaviour
- Consult and retrieve KPIs



03 Provide Secure Access to Yours Funds Data

- Share data and documents with your investors such as fund's documents, notices and reports, thanks to safe environment

ANSWERS TO SELECTED QUESTIONS

Key Figures:

Over 400 clients with over 60 investment funds

Revenues 2024: EUR 12millions (expected turnover 2024: EUR 7,5mln)

EBITDA: EUR 1,63 million

Ownership structure:

Fundamentals is privately owned

Geographical presence: Luxembourg-based. Group companies located in Italy, US and Malta

Business continuity provisions: Microsoft Azure Cloud infrastructure setup. Tier 3 datacenters (de-facto Tier 4 due to replication). Three replications within the same datacenter and 3 within another region's datacenter (NL + FR/IE). Time to fully re-establish operations: approximately 8 hours. Incremental and full back-ups in place.

Controls:

- Internal Control Framework relying on multiple pillars, including, in particular 4-eyes reviews and process driven controls. Controls Monitoring Plan being deployed

Software used:

- Accounting software: Bob50 Sage, DOMOS
- CRM application: ELEA
- Transfer Agent and Fund Administration software: Domos
- Investor/Client portal: Domos



ANSWERS TO SELECTED QUESTIONS

Communication means:

Multiple solutions depending on the clients' needs. Most frequently, a secured Microsoft SharePoint environment is used (with limited access, controlled by our IT). DOMOS has a dedicated investor/client portal. The degree of information shared depends on what was established on a contractual basis. DOMOS is fully customizable upon request as per client needs.

Controls:

A KYT matrix is in place, and it includes a call-back procedure, whenever certain indicators are present (e.g. new instructions, different contact person, unusual/unexpected amount, etc.). The KYT is also based on the level of risk attributed to each entity and transaction. These practices can be adapted and dedicated "engagement rules" can be agreed upon in advance, in case of specific client requirements (e.g. additional validation).

Reporting package:

The standard reporting includes the following: General ledger, Trial balance, Balance sheet, statement of operations and cash flow statement (PDF and XLS), reporting package (often for consolidation purposes), NAV package, any other schedule as requested by the client. Nevertheless, we are flexible, and we can easily adapt and provide customized financial reports.



ANSWERS TO SELECTED QUESTIONS

Suggestions for economies of scale:

The first area of synergies to minimize costs would be integrating the entire structure within Fundamentals, including the funds. This will minimize the interactions among different service providers and delays due to inefficiencies in a fragmented process.

Moreover, the volume of additional work would allow to dedicate a team to the entities and obtain a lower average hourly costs. This mechanism is used in the provision of services to several alternative investment fund managers including some of the above-mentioned clients.

Fundamentals' strong points:

We are more reactive (and proactive) compared to other players in the provision of our services and our management (including C-level individuals) are quickly accessible in case of need. And we remain always flexible, we can adjust periodicity, type of report etc... We also believe that our offer is competitive from a financial standpoint.

Additionally, our low turnover (below 10%) allows to have a constant point of reference with historical knowledge of the files with benefits in terms of costs and effectiveness.



ANSWERS TO SELECTED QUESTIONS

Payroll services:

The fee proposal for payroll services is included in our offer.

Contractual structure:

Our contractual structure consists of a master agreement and dedicated subservice agreements, depending on the selected services. The contracts detail the type of services rendered. Often the contracts are complemented by an operating memorandum.

Client acceptance procedure:

Upon signature of the fee proposal, our onboarding team will liaise with you in order to obtain the relevant KYC (Know Your Customer) documentation. The list is instrumental to the identification of the UBOs (Ultimate Beneficial Owners) as per existing regulatory requirements (CSSF). The precise list can only be shared once we ascertain the full shareholding structure of our future clients (i.e. the various SPVs and GPs).



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