



keypoint

**Investment Administration
and Share Registry
in the Kingdom of Bahrain**

Investment Administration and Share Registry

Our dedicated team of professionals advise promoters, operators and investment managers on the structuring, establishment and operation of all forms of investment vehicles. Our flexible, cost-effective and specialised investment administration and share registry (IASR) function is licensed by the Central Bank of Bahrain (CBB) as a fund administrator. We design innovative solutions that help investment managers to manage, administer, control and grow their funds. Drawing on our core competencies, we offer customised investment administration and share registry services to local and offshore investment vehicles, no matter how complex or sophisticated.

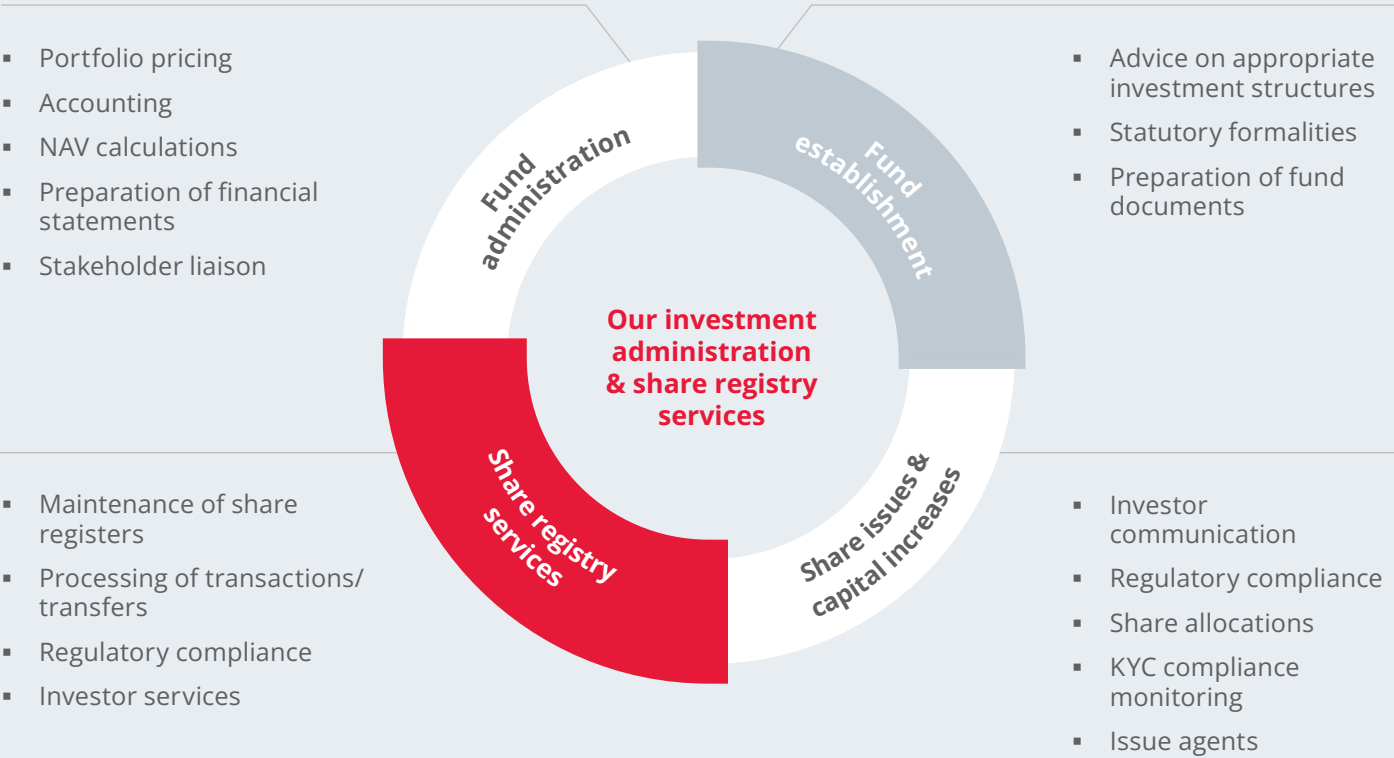
Our philosophy is very simple: clients come first and quality is foremost. Clients rely on us to confidently and efficiently navigate the complexities of global markets. We have provided investment administration services to listed equity funds, bonds funds, private equity funds, real estate funds, funds of funds and other investment structures. We also provide administration services for *shari'a*-compliant funds.

We differentiate ourselves through a consultative and collaborative approach with a focus on overall relationships rather than specific transactions.

We believe in listening to our clients and understanding their business needs, continuously reflecting on feedback and creating value.

Flexibility is one of Keypoint's foundations. In the dynamic environment of investment administration, our ability to respond quickly is a hallmark of a higher level of service. Total commitment is the only acceptable level of performance for our clients.

We deliver timely and valuable reporting tailored to specific needs.



Fund establishment

Advice on appropriate investment structures

With fund set-up in the Kingdom of Bahrain governed by the Central Bank of Bahrain's (CBB's) regulations applicable to collective investment undertakings (CIUs), we work with legal counsel (either based in Bahrain or offshore) to align structures and offering documentation with client requirements and expectations and advise on the most suitable investment structure.

Preparation of fund documents

Establishing an investment fund – in any jurisdiction – requires extensive documentation, including drafting prospectus and service provider agreements. Our deep knowledge of Bahrain's regulatory environment and our extensive experience are used to develop documents that meet investor and regulatory requirements, submit those documents to the regulator (the CBB) and liaise with the CBB – including attending meetings, forwarding their queries and advising on responses – to secure regulatory approval.

Statutory formalities

Once an investment structure – which typically involves setting up a special purpose vehicle (SPV) – has been approved and documentation has been approved, we can support completion of other statutory formalities – such as incorporating the SPV in accordance with Bahrain's Commercial Companies Law (the BCCL) – and can also assist with listing funds – if applicable – on the Bahrain Bourse.

Fund administration

As well as working with established funds and large investment managers, we support emerging investment managers (and their funds) as part of our continuing long-term commitment to the market. CBB regulations require a Bahrain-domiciled fund's administrator to be CBB-licensed and located in Bahrain. With a dedicated and experienced team applying an unrivalled level of client care, our comprehensive fund administration solutions include:

- Portfolio pricing using independent and recognised pricing sources
- Multi-currency, multi-class portfolio accounting
- Net asset value (NAV) calculations – and reporting of NAV calculations according to client requirements
- Preparing financial statements according to IFRS/AAOIFI standards
- Liaising with auditors

- Monitoring activities to ensure compliance with investment policy and CBB regulations
- Liaising with fund managers, custodians, regulators and other stakeholders
- Addressing investor enquiries and correspondence relating to fund administration

Share registry

By working with our clients and developing an understanding of their unique needs, we have developed high quality, value-adding products and services. Our share registry services include:

- Maintaining share registers; recording transfers; and keeping investors' information current
- Processing subscriptions, capital calls, draw downs and redemptions
- Maintaining share registers; recording transfers; and keeping investors' information current
- Managing stakeholder interactions, such as paying dividends, organising annual general meetings, handling shareholder enquiries and reporting to shareholders on a timely basis

Share issues and capital increases

Applying the complementary services of our group's company secretarial, business advisory and accounting functions, we provide strategic and process advisory on capital raising and other corporate actions, such as mergers, acquisitions, buy-backs, share sale facilities, rights issues, share purchase plans and takeover offers.

Our capital raising advisory includes:

- Acting as issue agents for initial public offerings (IPOs) or rights issues
- Preparing information memorandums and other public announcements
- Securing necessary regulatory approvals and advising on CBB guidelines
- Receiving/processing subscription applications
- Verifying/reconciling KYC documents
- Allotting shares; submitting allotment reports to the regulator; updating MOIC records; and publishing allotment results
- Advising on Bahrain Bourse rules and regulations (including listing or de-listing)

Our IASR subject matter experts



Nandakumar Narasimhan +973 17206860
Executive Director nandakumar.narasimhan@keypoint.com

Having joined the Keypoint group when it was first established in 2006, Nandakumar has been instrumental in setting up and growing many of Keypoint’s service lines, including our investment administration and share registry function. Having helped set up and administer a range of mutual funds in the Kingdom of Bahrain, he has also worked on capital raising and financial restructuring assignments. Nandakumar was appointed an executive director of the Keypoint group in 2022, recognising his singular contribution to the group’s success.

Nandakumar has worked in the financial sector for more than 25 years. Before joining Keypoint, he worked for leading international financial institutions in India. Nandakumar has a bachelor’s degree in mathematics from Bharathiar University (India) and has been an associate member of the Institute of Chartered Accountants of India since 1998.



Yogesh Raghavendra +973 17206865
Director yogesh.raghavendra@keypoint.com

Yogesh is widely recognised as a leading subject matter expert across financial accounting, fund administration and global custody. At Keypoint, he supports a range of clients including financial institutions, HNWI’s and family offices. In his most recent role before rejoining Keypoint, Yogesh was a senior associate director for client operations at one of the world’s largest financial groups based out of Toronto (Canada) where he focused on day-to-day fund operations, while mitigating risk and increasing operational efficiencies.

Yogesh holds a master’s degree in financial services management from the University of Mumbai (India) and is an associate member of both the Institute of Chartered Accountants of India (ICAI) and the Chartered Institute of Management Accountants (CIMA).



Srinivasa Rao Baratam +973 17206862
Executive Manager srinivasa.baratam@keypoint.com

Having worked across investment administration, mutual and hedge funds, real estate, private equity and share registry for over two decades. Srini is widely regarded as one of MENA’s leading investment administrators. As one of the senior leaders of our IASR function, he manages relationships with stakeholders, including clients, bankers, custodians, investment managers and auditors; helps identify and onboard new clients; advises on regulatory compliance related to investments; calculates NAVs of funds and investments; finalises accounts (according to IFRS or AAOIFI standards and applicable laws); develops fund performance and exposure reports; advises on rights issues, new share issues and private placements; and prepares business plans and financial forecasts.

A chartered accountant (ICAI (India)), Srini graduated from Andhra University (India) with a B.Com. in commerce and has passed level 2 of the CFA programme.



Vicki Walker +973 17206861
Senior Manager vicki.walker@keypoint.com

A qualified chartered accountant (ICAI) and company secretary, Vicki has approximately 15 years of experience across investment administration, share registry, net asset value (NAV) calculations, financial statement preparation, bank and investment reconciliations and regulatory reporting. Funds he currently administers include listed debt and equity funds, private equity and real estate funds, as well as other mutual funds.

Before joining Keypoint, Vicki focused on financial reporting for fund administrators in India. He prepared monthly factsheets, portfolio disclosures and prospectuses and other documents, as well as financial statements according to IAS and IFRS. He also calculated NAVs for over 400 schemes (comprising over 1,300 investment plans) to strict regulatory deadlines. With ‘Big 4’ professional service firm experience, he also worked on the mergers of various Indian mutual fund houses.



Zeshan P Iftikhar +973 17206863
Manager zeshan.iftikhar@keypoint.com

A multi-lingual Bahraini, Zeshan has developed broad expertise across investment administration, share registry, accounting and finance since first joining Keypoint as a business analyst in 2013. An experienced fund administrator who has gained expertise in calculating net asset values (NAV’s) of various types of mutual funds, including listed equities and bond, real estate and private equity funds, he independently manages various share registry and accounting engagements, acting as a share registrar and preparing accounts and financials according to IFRS and AAOIFI standards. Zeshan also onboards investors to various investment structures, carrying out detailed KYC checks. He is an ACCA (UK) affiliate.



Fatima Al Nuwaiwi +973 17206874
Head | Compliance/MLRO fatima.alnuwaiwi@keypoint.com

Fatima has extensive compliance, AML and anti-terrorism financing experience, having worked in Bahrain for Islamic investment banks and in the insurance industry for over 15 years. A certified anti-money laundering specialist (CAMS) with a certificate in compliance and AML studies, Fatima also has a degree in English literature from the Tunis Faculty of Arts and Human Sciences (Tunisia).

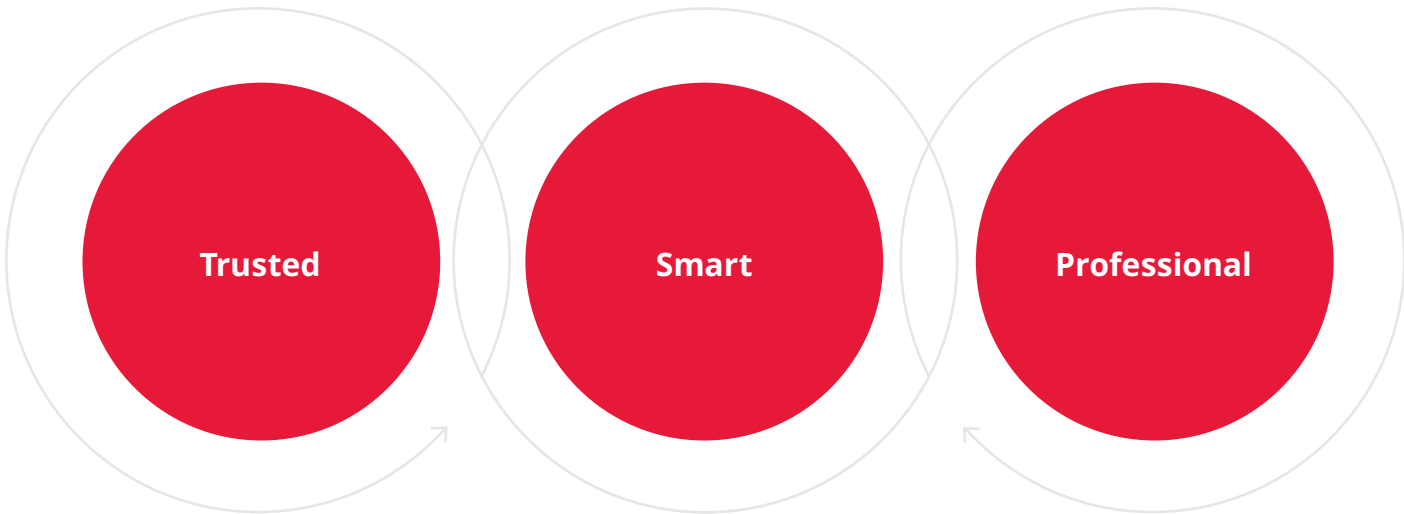


Mahesan Neelalogithan +973 17206887
Internal Auditor mahesan.neelalogithan@keypoint.com

Neelan is a fellow of the Institute of Chartered Accountants of Sri Lanka and has deep accounting and audit knowledge. As Keypoint Consulting’s internal auditor, he works with management to ensure that systems and procedures are in place to identify and analyse all major risks; plans, organises and carries out internal audits; reports to the board and management on policies, procedures and activities; coordinates with external auditors; and recommends upgrades to systems and procedures.

About Keypoint

Founded by Wajdi Al Jallad (who remains the group's managing director) in 2006, Keypoint are trusted business advisors, allowing clients to focus on their core competencies. Across the Keypoint group of companies, our team of over 100 experienced professionals – who have degrees in the fields of law, information technology, banking & finance, accounting, economics, management, HR and business administration - include members of the Institute of Chartered Accountants, the Institute of Chartered Financial Analysts, the Institute of Internal Auditors, the Association of Chartered Certified Accountants, the Institute of Management Accountants, the Chartered Institute of Personnel and Development, the Chartered Institute of Taxation and the Institute of Certified Fraud Examiners. Our culture - drawing on our deep knowledge and experience which empowers us to provide creative, efficient solutions to complex business challenges - reflects our business values:



Reliability, integrity and confidentiality are cornerstones of our business philosophy. Your reputation is our reputation - we take great pride in both.

- We focus on quality.
- We get the job done.
- We communicate effectively.

We love challenges. Working together as a team, we offer fresh perspectives to help our clients stay one step ahead.

- We solve problems.
- We innovate.
- We are responsive.

Knowledge informs, experience guides and creativity helps see around obstacles. We support our clients throughout every stage of their business journey.

- We share our knowledge.
- We apply our experience.
- We value creativity.

We offer our clients the highest level of quality and professionalism. Our comprehensive range of tailored professional business solutions supports commercial success and aligns operations with international leading practice and local regulatory requirements.

Appropriately qualified and experienced consultants are carefully matched to clients and specific business needs. Our team will be with you throughout your evolving business journey, fully supported by professionals who specialise in regional business, multi-lingual settings and local regulatory environments. Our work products are quality assured through a review process involving supervisors, managers and directors.

The Keypoint group has offices in the Kingdom of Bahrain, the Kingdom of Saudi Arabia and the Hashemite Kingdom of Jordan, offering solutions in response to market demand.





Kingdom of Bahrain

24th and 25th floors | NBB Tower
Government Avenue

Unit 59 | Harbour Mall
Bahrain Financial Harbour

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info@keypoint.com
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