

Ogier Global
Debt Capital Markets



Ogier

We work with our
legal colleagues
on all debt
capital market
transactions.

Contents	
Who we are	3
Debt Capital Markets	5
Orphan Structures	6
Trust and agency services	8
Escrow services	9
and cash management	
Banking and finance	11
Listing services	12
Contact us	15

Who we are

An agile business, anticipating fundamental changes in our clients' needs

What we do

Ogier's corporate and fiduciary division, Ogier Global, works with our partner-led legal teams to incorporate and administer a wide variety of vehicles including public and private companies, partnerships and trusts.

Our highly experienced and responsive team of experts are able to provide a full range of services to entities based in BVI, Cayman, Dubai, Guernsey, Hong Kong, Ireland, Jersey, Luxembourg, Singapore and the United Kingdom.

We work with leading financial institutions, investment managers, corporations and their advisers across a range of industry sectors including funds and investment management, energy and natural resources, real estate, telecommunications, media and technology, infrastructure and healthcare, project and infrastructure finance.

Where we are

With professionals based in Asia, the Americas, Europe and the UK, we are able to provide global coverage across all time zones.

Our approach

We get straight to the point, managing complexity to get to the essentials.

Our clients enjoy the benefits of being able to build long-term, personal relationships across both our legal and administration teams and working with a single service provider able to support their commercial objectives.

Supported by market-leading technology, our interactive entity administration platform and client service portal, Ogier Connect, gives clients real time access to statutory information and documents.

Our Debt Capital Markets team engage with innovative structures and bringing creative problem-solving to every transaction. Our approach is tailored to address our client's unique challenges, ensuring solutions that are not only effective but also forward-thinking.



A stellar job with handling clients and their incorporations.
Client feedback



So impressed with the efficiency of the Ogier Global team.
Client feedback



Our experienced, responsive and flexible multi-jurisdictional teams work seamlessly with our legal colleagues on all forms of debt capital market transactions using BVI, Cayman, Guernsey, Jersey, Luxembourg and UK structures.



Debt Capital Markets

Our multi-jurisdictional teams work seamlessly with our legal colleagues on all forms of debt capital market transactions

Our experienced, responsive and flexible multi-jurisdictional teams work seamlessly with our legal colleagues on all forms of debt capital market transactions using BVI, Cayman, Guernsey, Irish, Jersey, Luxembourg and UK structures.

We work closely with investors, corporates and financial institutions to provide innovative solutions that manage the complexity of the modern debt capital markets while addressing the clients' unique needs. This includes utilising special purpose vehicles (SPVs), including bankruptcy remote orphan SPVs, for specialist and sovereign debt issues, covered, high yield and investment grade bond issues, note programs, syndicated loans and re-packs.

Our offering covers all aspects of SPV administration and management services, including the provision of independent directors. Services include:

- SPV and trust formation
- Share trustee/Orphan ownership
- Corporate and individual independent directors
- Provision of authorised signatories
- Transaction management and document review
- Facility agent/Paying agent
- Escrow agent
- Registrar
- Regulatory and compliance
- Accounting and financial reporting
- Legal Entity Identifier (LEI) registration
- Process agent

Orphan Structures

We excel in handling debt capital market transactions using orphan structures across multiple jurisdictions

Orphan Structures

Our experienced, responsive and flexible multi-jurisdictional teams work seamlessly with our legal colleagues on all forms of debt capital market transactions using BVI, Cayman, Guernsey, Jersey, Luxembourg and/or UK structures.

This includes utilising special purpose vehicles (SPVs), including bankruptcy remote orphan SPVs, for specialist and sovereign debt issues; covered, high yield and investment grade bond issues; note programmes; syndicated loans and re-packs.

Services include:

- Formation and administration of the SPV and charitable trust
- Act as share trustee for orphan structures
- Provision of corporate or individual independent directors
- Document review and transaction management
- Provision of AML officers
- Assist in AEOI reporting
- Registration for LEI
- Preparation of management account
- Act as process agent

Stuart Watson
Managing Director, Ogier Global
UK



Our corporate services team works with leading financial institutions, investment managers, corporations and their advisers across a range of industry sectors.



Trust and agency services for efficient debt capital market transactions

At Ogier, we offer robust trust and agency services in the debt capital markets sector. Leveraging our expertise and global reach, we provide comprehensive solutions to ensure seamless and efficient transactions.

We work closely with investors, corporates and financial institutions to provide innovative solutions that manage the complexity of the financing transaction while addressing to their unique needs.

Services include:

- Facility agent
- Bond/Note trustee
- Security trustee
- Escrow agent
- Cash custodian
- Registrar
- Calculation agent
- Paying agent

Escrow services and cash management

Our multi-jurisdictional teams are dedicated to ensuring a smooth, transparent process

Escrow services

Our deep understanding and extensive experience in merger and acquisition transactions has allowed us to effectively manage escrow services in these areas. We act as a neutral third party to hold, disburse, and regulate payment of the funds required for two parties involved in a given transaction.

Additionally, our expertise extends to asset sales and restructuring. Here, our role as an escrow agent ensures that the transaction process is fair and transparent, providing assurance to all parties involved. Furthermore, in situations requiring back to back refinancing and warranty payments, our escrow services provide the necessary financial security and efficiency.

Cash management

At Ogier, we understand the importance of effective cash management. In the context of debt repayment, we offer solutions designed to optimise your payment structures, improve your liquidity, and manage your financial risks. Our proficient teams work diligently to ensure your repayment schedules are met in a timely manner.

In the realm of interest reserve and debt reserve, our knowledge and skills are paramount. We provide strategies to help maintain the right balance in your reserve accounts, ensuring you meet your obligations while maximising your financial flexibility.

We also offer due diligence deposit and cash custodian services for funds and Special Purpose Vehicles (SPVs). We safeguard your deposits and manage the cash flow in your SPVs, ensuring proper allocation and use of funds for the intended purpose. Our goal is to provide you with peace of mind, knowing your cash resources are managed professionally and efficiently.

Bill Chiang
Managing Director, Ogier Global
Hong Kong



Our Corporate Services team works with leading financial institutions, investment managers, corporations and their advisers across a range of industry sectors including funds and investment management, energy and natural resources, real estate, telecommunications, media and technology, infrastructure and healthcare.



Banking and finance

We deliver specialised banking and finance services in the debt capital markets sector

Matching the right level of experience and expertise to each transaction, our top tier global Banking and Finance team has built our practice to advise all stakeholders across the full financial product lifecycle.

From debt and other security instrument listings to complex cross-border financing transactions, and restructuring and insolvency, we draw on the complementary disciplines of our banking, structured finance, fund finance, investment funds, corporate and dispute resolution teams to provide an efficient service.

We support clients transacting in or with counterparties or collateral in the BVI, Cayman, Guernsey, Ireland, Jersey and Luxembourg. Our presence in all major timezones ensures complex transactions can be effected within the tightest of deadlines.

Our legal team works closely with Ogier Global's corporate and fiduciary professionals to support clients with the formation and administration of asset finance vehicles, public and private debt issuers (including Islamic finance structures) and securitisation vehicles.

Listing services

We provide expert listing services for the International Stock Exchange and the Cayman Islands Stock Exchange

Ogier Corporate Finance Limited takes pride in being a top-tier listing agent for listings on The International Stock Exchange and the Cayman Islands Stock Exchange. Our specialist teams leverage their exceptional expertise to provide comprehensive support to issuers throughout the listing process.

Initial Listing Process

Our approach to the initial listing process is methodical and strategic. We assist issuers in understanding and navigating the complex nuances of the listing process. We provide guidance on the preparation of listing documents, ensuring they meet the specific requirements of the relevant stock exchange. Our goal is to streamline the process and make it as seamless as possible for issuers.

Ongoing Requirements and Compliance

Post-listing, our services extend to advising on ongoing requirements and ensuring compliance with listing rules. We keep track of the continuing obligations applicable to listed issuers, providing timely updates and advice to help our clients maintain their listed status. We understand that compliance is key, and we are committed to helping our clients meet their obligations and avoid any potential pitfalls.

In essence, Ogier Corporate Finance Limited is not just a listing agent; we are a committed partner in your journey through the debt capital market listing process.



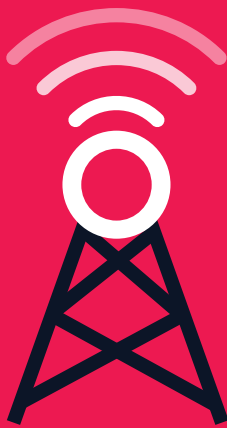
Introducing

Ogier | Connect

The corporate administration portal



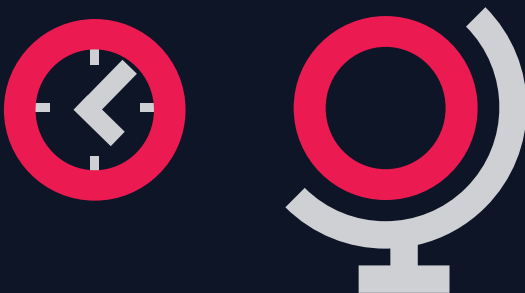
For a full demonstration or to discuss further email info@ogier.com or speak to your Ogier key contact.



Live information
at your fingertips



Ownership and control
information in one place



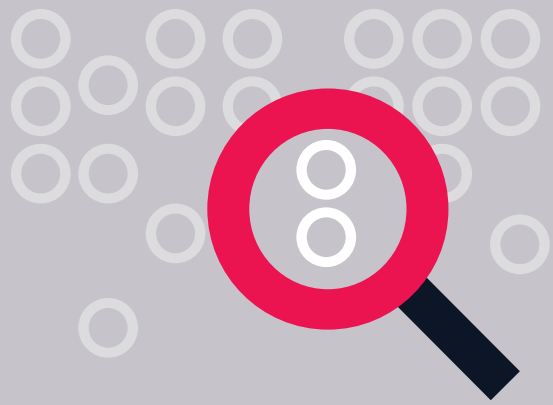
All your documents and data
in one place, available anytime,
anywhere



Accurate, efficient
management of multiple
entities from one single account



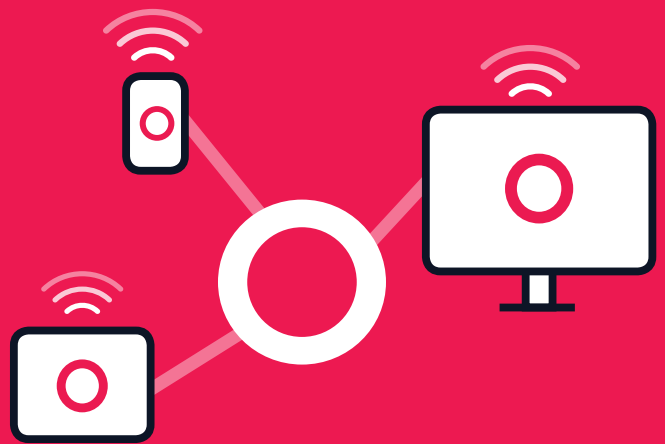
Initiate requests
for actions



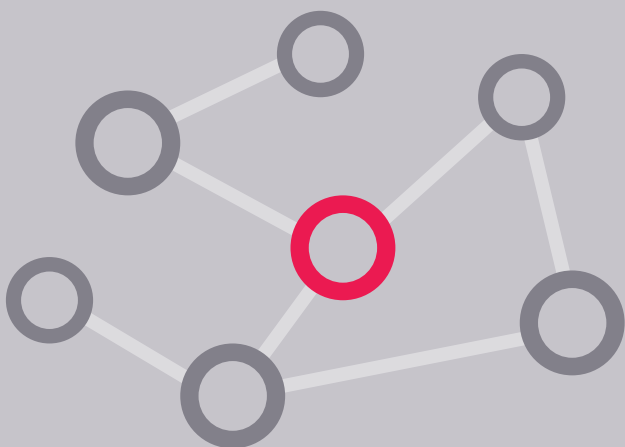
Monitor workflow progress
at your convenience



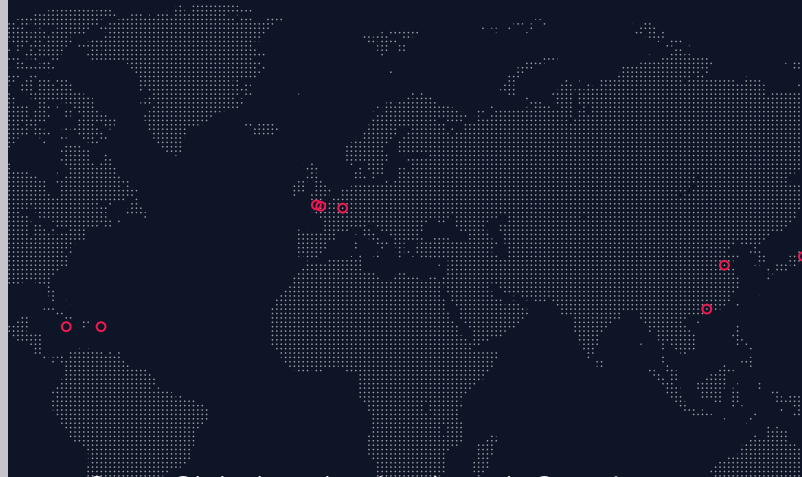
A secure portal provided in conjunction
with our market-leading security partners,
using SSL encryption and dual-factor
authentication



Collaborate with your Ogier
Global team on-the-go, from
multiple devices



Multiple jurisdictions,
one portal



Ogier Global works closely with Ogier's partner-
led legal teams to incorporate and administer a
wide variety of vehicles. We focus on providing
excellent and seamless client service between
legal and corporate services.

Contact us

Ireland



Michael Carroll
Head of Debt Capital Markets
and Managing Director, Ogier Global
Ireland
+353 1584 6309
michael.carroll@ogier.com



Karina McGrath
Associate Director
+353 1584 6316
karina.mcgrath@ogier.com

Cayman Islands



Ben Gillooly
Director
+1 345 815 1764
ben.gillooly@ogier.com



Stuart Watson
Managing Director, Ogier Global,
UK
+44 203 835 9475
stuart.watson@ogier.com

Hong Kong



Bill Chiang
Managing Director, Ogier Global,
Hong Kong
+852 3656 6029
bill.chiang@ogier.com



Minnie Choi
Associate Director
+852 3656 6162
Minnie.Choi@ogier.com

Legal
Corporate and Fiduciary
Consulting

Beijing
British Virgin Islands
Cayman Islands
Dubai
Hong Kong
Guernsey
Ireland
Jersey
London
Luxembourg
Shanghai
Singapore
Tokyo

Ogier is a professional services firm. We have three divisions:

Legal: practical advice on BVI, Cayman, Guernsey, Irish, Jersey and Luxembourg law.

Corporate and Fiduciary: corporate administration services with a strong reputation in governance and regulatory compliance.

Consulting: independent guidance on regulatory compliance.

Our network of locations also includes Beijing, Dubai, Hong Kong, London, Shanghai, Singapore and Tokyo. Regulatory information can be found at ogier.com.