

Global BVI Practice Team Brochure



OVERVIEW

The British Virgin Islands (BVI), comprised of a self-governed group of islands located in the Caribbean Sea approximately 60 miles east of Puerto Rico, remains the world's pre-eminent offshore jurisdiction for the incorporation of business companies.

Approximately 500,000 companies have been formed in the jurisdiction since enactment of the jurisdiction's corporate legislation, the BVI Business Companies Act 2004, and between 50,000–60,000 companies are typically incorporated each year. It is estimated that BVI-incorporated companies hold approximately US\$615 Billion in assets worldwide. The attractiveness of the BVI as providing a prompt, low-cost and flexible option to incorporate special purpose vehicles and other entities has been embraced across the world.

The BVI is also one of the world's most popular offshore domiciles for captive insurance entities, and ranks second only to the Cayman Islands in terms of registration of offshore mutual funds. At the end of the third quarter of 2010, there were 2,951 mutual funds registered in the BVI. The BVI has recently enacted legislation to further enhance its attractiveness as a domicile of choice for captives and mutual funds. As the sailing capital of the world, the BVI is also regularly used for the registration of ships.

The BVI is a well-regarded jurisdiction that plays a critical role in driving and upholding internationally recognised compliance initiatives intended to fight financial crime. It is on the OECD's "White List" of jurisdictions that are committed to international standards of tax transparency. In its October 2010 report on the BVI's financial sector, the International Monetary Fund commented that the BVI's "regulatory framework for both onshore and offshore financial services is clear and comprehensive, and the FSC [the Financial Services Commission, the BVI's corporate regulator] has demonstrated its strength and independence as a regulator".

BVI companies are extensively used, among other things, for:

- debt and equity capital markets transactions
- financings
- corporate restructurings
- mergers and acquisitions and joint venture arrangements
- oil and gas, energy and other infrastructure projects

It is common for a BVI company to be incorporated for the purpose of being taken public through an Initial Public Offering (or ‘IPO’). A BVI-domiciled company can be listed on the world’s largest and most important stock exchanges, including the London Stock Exchange (including AIM), the New York Stock Exchange, the NASDAQ Stock Exchange, the Hong Kong Stock Exchange, the Australian Securities Exchange, and the Singapore Stock Exchange.

OUR PRACTICE

The Appleby Global BVI Team is routinely involved in the most high profile and complex matters providing easy access to BVI legal advice for clients including banks and other financial institutions, governments, lessors and lessees, joint venture and other project developers, ship owners and high net worth individuals. Our Team provides advice on the rapidly expanding number of BVI products and structures involved in commercial transactions and disputes, sourced from such diverse locations as Latin America, Asia and Africa.

In addition to the Appleby BVI office, members of the Global BVI Team advise on BVI law from our London, Hong Kong, Zurich, Guernsey, Isle of Man, Cayman Islands and Bermuda offices to respond to the contemporary needs of our clients worldwide. There are currently over 30 BVI-qualified lawyers in Appleby’s Global BVI Team.

The Appleby Global BVI Team offers a suite of language capabilities (including Spanish, Portuguese, French, Japanese, Cantonese, Mandarin, Putonghua and other Chinese dialects) to cater for the range of international matters on which the Team is routinely instructed to advise, and is knowledgeable of local customs, sensitivities, and the structures commonly utilising BVI entities, in different regions.

The Appleby Global BVI Team is comprised of talented, client-driven lawyers with highly significant BVI experience across many areas of law, including:

- Mergers and Acquisitions
- Segregated Portfolios
- Banking
- Project Finance
- Structured and Islamic Finance
- Capital Markets
- Mutual Funds
- Insurance, Reinsurance and Captives
- Shipping and Aviation
- Litigation and Insolvency
- Private Client and Trusts
- Property

In addition to providing legal advice, the Appleby Global BVI Team can provide clients with direct access to offshore fiduciary and administration services provided by Appleby Corporate Services (BVI) Limited to BVI companies, mutual funds, trusts and private clients.

REPRESENTATIVE WORK

Corporate/M&A

- Acted as BVI counsel in relation to a £1billion plus takeover of BVI trust companies.
- Acted as BVI counsel for China New Town Development Company Limited (“CNTD”), a BVI company, in relation to its proposed application for dual primary listing by way of introduction on the Main Board of the Stock Exchange of Hong Kong Limited (“SEHK”). CNTD was the first BVI company listed both on the SEHK and Singapore Exchange Securities Trading Limited, and one of the first few BVI companies listed on the SEHK.

Banking & Asset Finance

- Acted as BVI counsel to an international bank in relation to the refinancing of a US\$1.5billion syndicated facility.
- Acted as BVI counsel on a US\$2billion investment (in three tranches) into Latin America by a BVI-incorporated subsidiary of a large retailing group.

Mutual Funds

- Acted as BVI counsel to a US-based investment advisor upon the establishment of a private equity fund constituted as a limited partnership for US\$100million investment in shares of Facebook Inc.
- Acted on behalf of the purchasers in connection with the effective takeover of seven BVI funds with over US\$500million under management. The transaction arose out of substantial litigation in the Commercial Division of the BVI Court.

Insurance

- Advised a global corporate services business on establishing insurance management business in the BVI.
- Advised a US-based global bank on a multi-million dollar financing to a BVI captive insurance entity.

Litigation & Insolvency

- BVI counsel to First Quantum, in its dispute with the Government of the Democratic Republic of Congo, in relation to the expropriation of mining permits and facilities.
- BVI counsel to the BVI appointed liquidators of Genesis Voyager Equity Corporation, an investment vehicle operated by Danny Pang’s Private Equity Management Group.

KEY CONTACTS

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OUR ORGANISATION

Appleby is the leading provider of offshore legal, fiduciary and administration services. With an unparalleled presence in the key offshore jurisdictions of Bermuda, the British Virgin Islands, the Cayman Islands, Guernsey, Isle of Man, Jersey, Mauritius and the Seychelles, the group offers advice on offshore law. We also have offices in the international financial centres of London, Hong Kong and Zurich..

Over 800 lawyers and professional specialists deliver sophisticated, specialised services, primarily in the areas of Corporate and Commercial; Litigation and Insolvency; Private Client and Trusts; and Property. We advise global public and private companies, financial institutions and high net worth individuals, working with them and their advisers to achieve practical solutions, whether in a single location or across multiple jurisdictions.

Bermuda

British Virgin Islands

Cayman Islands

Guernsey

Hong Kong

Isle of Man

Jersey

London

Mauritius

Seychelles

Zurich