



Private and Confidential

UK LEGAL DUE DILIGENCE QUESTIONNAIRE

[Name of Partner Organisation to be inserted]

DUE DILIGENCE QUESTIONNAIRE FOR

[INSERT PARTNER NAME]

("the Organisation")

Please supply the following information in respect of the Organisation. We suggest that you retain photocopies of the documents you send us. Please provide us a full set of documents for the Organisation and index the documents to correspond with the numbering used below.

Where the information to be supplied may constitute "personal data" or "sensitive personal data" pursuant to the EU General Data Protection Regulation (GDPR), please ensure that, unless appropriate consent has been obtained from the data subject, the data is anonymised prior to its supply.

1. ORGANISATION DETAILS

- 1.1 Its name, trade name(s) (if different) and principal address.
- 1.2 A copy of the constitutional documents for the Organisation (incorporating any amendments which have been made) notarised where appropriate.
- 1.3 Evidence that the Organisation has power to enter into the proposed collaboration.
- 1.4 Details of the degree awarding powers (single and joint degrees) of the Organisation (if any) including copies of any validation or accreditation arrangement with third parties.
- 1.5 Names of all companies, partnerships or other entities in which the Organisation has an interest (by way of shares or otherwise) and which would be involved in the collaboration, stating the particulars of that interest (whether in the UK or abroad). If applicable the information set out under 1.1 to 1.4 may also be required for all such entities.

2. ACCOUNTS

- 2.1 The audited accounts or equivalent records of the Organisation for the last three years.
- 2.2 A copy of the management accounts or equivalent records of the Organisation since the end of the last accounting period.

3. FINANCING

- 3.1 Confirmation of the solvency of the Organisation.
- 3.2 Details of all mortgages, charges or other security documentation affecting the Organisation and copies of any documentation which may affect the transaction.
- 3.3 Details of the tax status of the Organisation.

3.4 Details of all relevant grants, subsidies, payments or allowances taken out by or granted to the Organisation in relation to the proposed collaboration/transaction.

4. **PROPERTY**

Confirmation that the Organisation owns all the real property which will be used under the collaboration.

5. **INTELLECTUAL PROPERTY AND COMPUTER SYSTEMS**

5.1 Details of all trade marks, trade names, domain names, service marks, patents, registered designs, design rights, copyright, know-how, confidential information and other intellectual property (whether registered or unregistered) owned or used by the Organisation (the “Intellectual Property”).

5.2 Confirmation that the Organisation owns all Intellectual Property rights of its staff and employees.

6. **STUDENTS**

6.1 Details of the Organisation’s student unions.

6.2 Details of the Organisation’s alumni association(s).

6.3 Is the Organisation a member of UCAS?

6.4 Does the Organisation hold a Tier 4 Sponsor Licence and Highly Trusted Status with UKBA? (Check UKBA Register for confirmation) When does this expire? Obtain details of latest HTS statistics.

7. **EMPLOYEES**

7.1 Details of any arrangements which the Organisation has in place with its employees and which would have an impact on the purported transaction.

7.2 Does the Organisation hold a Tier 2 Sponsor Licence with UKBA? If so how is it rated (Highly trusted, A, B, etc). If not, does it intend to apply for such licence?

8. **INSURANCE**

Particulars of all insurance arrangements of the Organisation relating to the proposed collaboration/transaction.

9. **CONTRACTS AND TRADING ARRANGEMENTS**

- 9.1 Copies of all permits, authorities, registrations, licences, approvals and consents (whether granted by public or private authorities or otherwise) held by the Organisation and necessary to carry on the Organisation.
- 9.2 Details of all third party rights in relation to the Organisation relevant to the proposed collaboration/transaction.
- 9.3 Details of any collaborations with third parties which the Organisation is currently involved with and if any collaborations have recently terminated, an explanation of the reasons for such termination. References will be sought from other collaborative organisations.
10. Details of any quotations or tenders which the Organisation has submitted which are relevant to the proposed collaboration/transaction.
11. **DISPUTES**
- 11.1 Details of any of the following which is current, or which is known to be pending, threatened or possible in relation to the Organisation or the proposed collaboration/transaction:
- 11.1.1 any litigation or arbitration proceedings (whether as claimant or defendant);
- 11.1.2 any prosecution; and
- 11.1.3 any investigation or inquiry by a governmental or official body.
- 11.2 Details of any known failure by the Organisation to comply with any relevant applicable statutory requirements in respect of the conduct of an education Organisation.
12. **DATA PROTECTION**
- Details of any data protection requirements relevant to the Organisation or the proposed collaboration/transaction.
13. **STATUTORY OR REGULATORY CONDITIONS**
- 13.1 Please provide details regarding the regulatory or statutory requirements of central or regional authorities in [jurisdiction] (including authorisations or licences which the Organisation would need to obtain) which may (in the opinion of the Organisation) have an effect on the proposed collaboration/transaction.
- 13.2 Other than as required elsewhere in this questionnaire, please also provide details of any liabilities which are relevant to the Organisation or the proposed collaboration/transaction.

Please sign the disclaimer below:-

_____ makes every effort to ensure the accuracy of the information contained herein and to the best of its knowledge all information is accurate at the time of signing.

Signed _____

Date _____