

ANNEX F

In this Annex, underlining indicates new text and striking through indicates deleted text.



GLOSSARY (GLO)

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Defined Term	Definition
<u>Affected Person</u>	<u>In relation to a Fund, its:</u> <u>(a) Operator;</u> <u>(b) Governing Body;</u> <u>(c) Custodian;</u> <u>(d) Person providing oversight;</u> <u>(e) any Advisor; or</u> <u>(f) any Associate of any Person in (a) to (e).</u>
<u>Advisor</u>	<u>In relation to a Fund, a Person who is retained by the Fund its Custodian, Person providing oversight or its Operator under a commercial arrangement which is not a contract of service:</u> <u>(a) to supply any of them with the advice in relation to the Fund as to the merits of investment opportunities or information relevant to the making of judgments about the merits of investment opportunities; or</u> <u>(b) to exercise for any of the functions concerning the management of the Fund Property.</u>
<u>Constitution</u>	<u>In relation to a Fund:</u> <u>(a) which is in the form of a Body Corporate, the instrument of incorporation;</u> <u>(b) which is in the form of a Trust, the trust deed;</u> <u>(c) which is in the form of a Partnership, the partnership deed; or</u> <u>(d) adopting a form other than one specified in (a) to (c), any instrument creating the legal form of the Fund to which the Operator is a party setting out provisions relating to any aspect of the operation</u>

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	<u>or management of the Fund.</u>
<u>Collective Investment Fund</u>	<u>An arrangement which amounts to a Fund under Article 16 of the Collective Investment Law 2006 and which is not excluded under the Rules made under Article 17 set out under CIR 4.</u>
<u>Delegation Arrangement</u>	<u>An agreement in writing which fulfils the criteria in CIR App 1.</u>
<u>Domestic Fund</u>	<u>A Fund established or domiciled in the DIFC.</u>
<u>Eligible Custodian</u>	<u>A Person meeting prescribed criteria under CIR Rule 18.8.1.</u>
<u>Eligible Person</u>	<u>A Person meeting prescribed criteria under CIR Rule 7.3.1(4).</u>
<u>Foreign Fund</u>	<u>A Fund established or domiciled in a jurisdiction other than the DIFC.</u>
<u>Fund</u>	<u>A Collective Investment Fund.</u>
<u>Fund Administrator</u>	<u>An Authorised Firm which is authorised under its Licence to Provide Fund Administration or a Person who is authorised or licensed by a Financial Service Regulator to provide such administration.</u>
<u>Fund Property</u>	<u>The property held for or within a Fund.</u>
Governing Body	<p>(1) The board of directors, partners, committee of management or other governing body of an Undertaking.</p> <p>[Amended][VER3/04-05]</p> <p>(2) <u>In CIR, in relation to a Fund, a Person or a body of Persons who together form the directing mind of the Fund including but not limited to:</u></p> <p>(a) <u>its Operator, a member of its main or supervisory board, a General Partner; or</u></p> <p><u>any other Person or body of Persons exercising equivalent powers and functions in relation to directing the operation of the Fund.</u></p>

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<u>Investment Company</u>	<u>An open or closed ended company established for the sole purpose of collective investment which is incorporated under Article 90 of the Companies Law 2004 in accordance with chapter 13 of Companies (IC) the Regulations made under that Law.</u>
<u>Investment Partnership</u>	<u>A limited partnership established for the sole purpose of collective investment which is formed and registered under the Limited Partnership Law 2006 in accordance with the Regulations made under that Law.</u>
<u>Investment Undertaking</u>	<u>An Investment Company, Investment Partnership and any other Undertaking or contractual arrangement other than a Protected Cell Company which is used as the investment vehicle for a Fund.</u>
<u>Islamic Fund</u>	<u>A Fund whose entire operations are conducted in accordance with Shari'a.</u>
<u>Outsourcing Arrangement</u>	<u>An agreement in writing which fulfils the criteria in CIR App 1.</u>
<u>Operator</u>	<u>The person, described under Article 12(3) of the Law, who is responsible for the management of the property held for or within a Fund and who otherwise operates the Fund and, in relation to a Domestic Fund, is authorised under a Licence granted by the DFSA to operate the Fund.</u>
<u>Permitted Third Party</u>	<u>In relation to a Fund, an Authorised Firm to whom a function has been outsourced in accordance with CIR.</u>
<u>Prospectus</u>	<u>A document containing the information about a Security, by whatever name called and includes any supplementary documents.</u>
<u>Property Fund</u>	<u>A Fund dedicated to investment in Real Property and Securities issued by Body Corporates whose main activities are investing in, dealing, developing or redeveloping Real Property.</u>
<u>Private Fund</u>	<u>Has the meaning given under Article 54 of the Collective Investment Law 2006.</u>
<u>Property Related Assets</u>	<u>Assets which are Shares, Debentures or Warrants which are issued by a Body Corporate, a substantial activity of which relates to investment in Real Property and Certificates which confer rights in respect of such Investments.</u>

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<u>Public Fund</u>	<u>Has the meaning given under Article 46 of the Collective Investment Law 2006.</u>
Qualified Investor	(1) <u>In OSR, a Person specified in OSR Rule 3.3.2.</u> [Added/VER3/04-05] (2) <u>In CIR and COB, in relation to participation in a Fund and in relation to Offering, issuing or selling a Unit, a Person who meets the criteria to be a Client in COB Rule 3.3.2(1).</u>
<u>Real Property</u>	<u>Land or buildings, whether freehold or leasehold, where the unexpired term of any lease exceeds 20 years.</u>
<u>Recognised Jurisdiction</u>	<u>a jurisdiction which has been recognised by the DFSA under Article 20 of this Law.</u>
<u>Recognised Jurisdiction Notice</u>	<u>A notice issued by the DFSA, pursuant to Article 20 of the Collective Investment Law 2006, listing countries and territories which are Recognised Jurisdictions and Foreign Funds which are Designated Funds in respect of these jurisdictions.</u>
<u>Safekeeping Arrangement</u>	<u>An agreement in writing which fulfils the criteria in CIR App 1.</u>
<u>Special Resolution</u>	<u>in relation to a Domestic Fund, a resolution passed by a majority of not less than 75% of the votes validly cast (whether on a show of hands or on a poll) for and against the resolution at a general meeting or class meeting of Unitholders, of which notice specifying the intention to propose the resolution as a special resolution has been duly given.</u>
<u>Umbrella Fund</u>	<u>A Fund under which the contributions of the participants in the Fund and the profits or income out of which payments are to be made to them are pooled separately in relation to separate parts of the Fund Property.</u>
<u>Unit</u>	<u>A Unit or Share representing the rights or interests of a participant in a Fund.</u>
<u>Unitholder</u>	<u>In relation to a Fund, means any holder of a Unit in the Fund or of any right or interest in such a Unit, otherwise known as a 'participant' and whose name is entered on the Fund's register in relation to that Unit.</u>

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<u>Feeder Fund</u>	A Fund which is dedicated to investing in the Units of another Fund (the master Fund) or in the Shares of a single eligible investment trust specified in CIR Rule 13.3.4.
<u>Hedge Fund</u>	<p>A Hedge Fund which has some or all of the following characteristics:</p> <p>(a) <u>it has a broad mandate giving its Operator flexibility to shift strategy;</u></p> <p>(b) <u>it is aimed at achieving absolute returns rather than returns relative to the market;</u></p> <p>(c) <u>it employs some or all of the following techniques:</u></p> <ul style="list-style-type: none"> (i) <u>the pursuit of absolute returns or “alpha” rather than measuring their investment performance relative to the market;</u> (ii) <u>the use of short selling;</u> (iii) <u>the use of Derivatives for investment purposes;</u> (iv) <u>the use of economic or debt leverage as well as leverage embedded in financial instruments such as Derivatives;</u> (v) <u>the acquisition of distressed debt with a view to its realisation at a profit; or</u> (vi) <u>the acquisition of “high yield” debt Securities; or</u> <p>(d) <u>it charges performance-based fees in addition to a management fee based on the volume of assets under management.</u></p>
<u>Independent Valuer</u>	In relation to collective investment in Real Property, a Person who meets the criteria prescribed under CIR Rule 13.5.5.
<u>Private Equity Fund</u>	<p>A Fund which:</p> <p>(a) <u>invests in unlisted companies, by means of equity or convertible debt or other instruments carrying an equity related reward; or</u></p>

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	<u>(b) participate in management buy-outs or buy-in.</u>
Designated Fund	a Foreign Fund which has been designated by the DFSA under Article 20 of the Law.