Hi Fay,

I do understand where you are coming from and we did take this into consideration, however in light of the situation with Amaya and this being high risk, I think we need to do this one by the book.

Thanks
Manda

Hi Manda

Thank you for your prompt response.

In the past we’ve been allowed to contact the certifier directly to get assurance (by email) that the document they certified was a true copy of the original. Would you be happy with us taking that approach on this occasion?

Thanks
Fay
Hi Fay

Sorry, this will not be acceptable as it is not certified in line with our policies and procedures.

Thanks
Manda

From: Amanda Boyd  
Sent: 24 August 2015 16:17  
To: IOM-Compliance  
Cc: Fay Kennedy  
Subject: FW: New IOM company  
Importance: High

Hi Manda

Pokerstars have asked us to incorporate a new company for them with one of their Amaya bods in Canada being a director alongside the usual directors that act on the IOM Cos.

Can you confirm that the attached is going to be acceptable please? I have noted that the certifier has not stated that it is a true copy of the original.

Would you be happy to accept this as it is?


No hits on worldcheck.

Can you let me know ASAP as I need to go back to them before then send the docs out in the post.

Thanks
Fay
Hi All,

Scans attached.

Where should I send the originals?

Thanks,
Rob.

------- Original message-------
From: Rachel Quayle <rachelq@pokerstars.com>
Sent: 19 August 2015 15:57
To: Rachel Quayle; Fay Kennedy
Cc: Jessica Lee
Subject: Re: New IOM company

Hi Rachel,

Back in town tomorrow. I'll check status when I arrive.

Thanks,
Rob
Date: 08-19-2015 8:22 AM (GMT-06:00)
To: Robert Min coff <Robert.Min coff@amaya.com>, Fay Kennedy <FKennedy@applebyglobal.com>
Cc: Jessica Lee <jessical@pokerstars.com>
Subject: RE: New IOM company

Hi Rob

Don’t suppose you received documents back from the Notary or are you still out of office?

Thanks

Rachel

From: Robert Min coff [mailto:Robert.Min coff@amaya.com]
Sent: 12 August 2015 15:53
To: Rachel Quayle; Fay Kennedy
Cc: Jessica Lee
Subject: RE: New IOM company

Should have them back from the notary shortly.
I’ll forward scans as soon as I get them

Robert Min coff
AMAYA | Senior Director, Legal Affairs
7600 Trans Canada
Pointe-Claire, Québec, H9R 1C8
T + 1.514.744.3122 ext. 2301
F + 1.514.744.5114
www.amaya.com

From: Rachel Quayle [mailto:rachelq@pokerstars.com]
Sent: August-12-15 10:09 AM
To: Fay Kennedy <FKennedy@applebyglobal.com>; Robert Min coff <Robert.Min coff@amaya.com>
Cc: Jessica Lee <jessical@pokerstars.com>
Subject: RE: New IOM company

Hi Rob

Please can you provide certified proof of address and certified copy of your passport.

We need this documentation in order to proceed with the incorporation.

Many thanks

Rachel

From: Fay Kennedy [mailto:FKennedy@applebyglobal.com]
Sent: 04 August 2015 10:29
To: Rachel Quayle; Robert Min coff
Cc: Jessica Lee
Subject: RE: New IOM company

Dear Rob

Thank you for copying me into your email attaching a pdf of your address verification document.

Unfortunately, we cannot accept proof of address documents that have been received electronically to your email address – it must have been mailed to your residential address.
Please arrange for an alternate original or certified copy proof of address document to be provided.

Apologies for the inconvenience.

Kindest regards

Fay

Fay Kennedy  |  Administrator
Appleby Trust (Isle of Man) Limited
Tel: +44 (0)1624 647 682
applebyglobal.com

APPLEBY
VCARD  |  LINKEDIN  |  TWITTER
Bermuda  •  BVI  •  Cayman Islands  •  Guernsey  •  Hong Kong  •  Isle of Man  •  Jersey  •  London  •  Mauritius  •  Seychelles  •  Shanghai

From: Rachel Quayle [mailto: rachelq@pokerstars.com]
Sent: 03 August 2015 17:21
To: Robert Mincoff
Cc: Jessica Lee; Fay Kennedy
Subject: RE: New IOM company

Thanks Rob.

Can you send a PDF of your passport also with certified copy to follow in the post.

Fay, re the attached electricity bill can you confirm you will require a certified copy?

Thanks

Rachel

From: Robert Mincoff [mailto: Robert.Mincoff@amaya.com]
Sent: 03 August 2015 17:10
To: Rachel Quayle
Cc: Jessica Lee; Fay Kennedy
Subject: RE: New IOM company

Thanks for the reminder Rachel.
Here’s an original of my electricity bill (I don’t get a hard copy mailed to me, only this PDF. If this doesn’t work then I’ll get it certified. Let me know please)

Passport to follow

Thanks,
Rob.

Robert Mincoff
AMAYA  |  Senior Director, Legal Affairs
7600 Trans Canada
Pointe-Claire, Québec, H9R 1C8
T + 1.514.744.3122 ext. 2301
F + 1.514.744.5114
www.amaya.com
Hi Rob

Just following up on my e-mail below, could you please let Fay have certified / original copies of your ID documents.

Thank you

Rachel

---

From: Rachel Quayle
Sent: 23 July 2015 16:54
To: 'Fay Kennedy'; Robert Mincoff
Cc: Jessica Lee
Subject: RE: New IOM company

Hi Fay

Thanks for your e-mail.

Rob, please could you send Fay at Appleby a certified copy of your passport and an original or certified copy utility bill / bank statement no more than three months old. If you could pls e-mail copies with originals to follow by post

Address

Appleby
33-37 Athol St
Douglas
Isle of Man
IM1 1LB

Many thanks

Kind regards

Rachel

---

From: Fay Kennedy
Sent: 23 July 2015 16:37
To: Rachel Quayle
Cc: Jessica Lee
Subject: RE: New IOM company

Hi Rachel

Apologies for not coming back sooner but I have been out of the office.

Thank you for the copy documents, there is no need for originals to come to this office.

With regards to outstanding documentation, I cannot see that we have received Robert Mincoff's due diligence documents – do you know if these have been sent to us yet?

Kind regards
Hi Fay

Further to your e-mail below, I understand this is the same General Clark. As requested I have attached the identification form.

I have also attached copies of the signed:

(i) Consent letter from Rob Mincoff
(ii) Consent letter from Israel
(iii) Sole shareholders resolution
(iv) Memo & Arts

I am waiting for Michael to return his signed consent which will probably be Monday. Can we proceed with the incorporation without his consent letter?

The original documents (i), (iii) and (iv) above are being sent from Canada. I will retain these on my files unless you require sight.

Are there any other outstanding documents?

Thanks

Rachel
We have assumed that this is the same individual based on the name hit (Wesley K Clark) and also the location that this person is active (Little Rock, Arkansas).

Kind regards

Fay

---

From: Robert Mincoff [mailto:Robert.Mincoff@amaya.com]
Sent: 11 June 2015 22:17
To: Rachel Quayle; Jessica Lee; Eric Newcomer
Subject: RE: New IOM company

Hi Rachel,

Gen. Clark has no plans to run for any political positions and does not want to be categorized as a PEP. Could you please inform Appleby accordingly?

Signed docs attached.

Thanks,
Rob.

---

From: Rachel Quayle [mailto:rachelq@pokerstars.com]
Sent: June-03-15 10:36 AM
To: Robert Mincoff; Jessica Lee; Eric Newcomer
Subject: RE: New IOM company

Thanks Rob

Please can you arrange for an authorised signatory of Amaya Inc to sign the attached M&A’s and subscriber resolution. Please can you add your address to the subscriber resolution and sign the attached directors consent letter.

Also, further to my attached e-mail, please can you confirm you will provide your certified KYC and complete the identification information for Wesley Clark? I need this documentation in order for Appleby move forward with the incorporation.

Many thanks

Rachel

---

From: Robert Mincoff [mailto:Robert.Mincoff@amaya.com]
Sent: 03 June 2015 15:01
To: Rachel Quayle; Jessica Lee; Eric Newcomer
Subject: Re: New IOM company

That works, let's do that.
Thx

Robert Mincoff  
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7600 Trans Canada  
Pointe Claire, Quebec, H9R-1C8  
T: +1.514.744.3122  
F: +1.514.744.3114  
www.amaya.com

--------- Original message ---------
From: Rachel Quayle  
Date: 06-03-2015 6:01 AM (GMT-05:00)  
To: Robert Mincoff, Jessica Lee, Eric Newcomer  
Subject: RE: New IOM company

Hi all

The minimum requirement for directors on IOM companies is 1. Our IOM group companies have 2/3 IOM resident directors.

Should we appoint Israel and Michael (IOM) and Rob (Canada) as directors of the newco? That way majority of the directors are resident in the IOM and meetings can take place in IOM.

Thanks

Rachel

From: Robert Mincoff [mailto:Robert.Mincoff@amaya.com]  
Sent: 29 May 2015 16:10  
To: Jessica Lee; Eric Newcomer; Rachel Quayle  
Subject: Re: New IOM company

Yeah that makes sense

--------- Original message ---------
From: Jessica Lee  
Date: 05-29-2015 11:05 AM (GMT-05:00)  
To: Robert Mincoff, Eric Newcomer, Rachel Quayle  
Subject: RE: New IOM company

I think 2 but Rachel will confirm. She is off until Monday.

I think we add in Michael and Israel. They are also the director for Rational Intellectual Holdings Limited.

JESSICA LEE | IP Counsel  
PokerStars & Full Tilt  
Douglas Bay Complex | KingEdward Road | Onchan | Isle of Man | IM3 1DZ  
DDE: +44(0)1624 652786| Mobile: +44(0)7624 208987

2017-11-03
Majority IOM directors I assume
Is there a min # of directors the company has to have?

Robert Mincoff
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Pointe-Claire, Québec, H9R 1C8
T + 1.514.744.3122 ext. 2301
F + 1.514.744.5114
www.amaya.com

From: Eric Newcomer
Sent: Friday, May 29, 2015 10:01 AM
To: Robert Mincoff; Rachel Quayle
Cc: Jessica Lee
Subject: RE: New IOM company

This entity is only going to hold Amaya IP, so there should be Amaya directors appointed.

From: Robert Mincoff
Sent: Friday, May 29, 2015 10:00 AM
To: Eric Newcomer; Rachel Quayle
Cc: Jessica Lee
Subject: RE: New IOM company

Should there be any Canadian directors?
The IOM directors we have on the other companies are Michael and Israel. I think Guy may be one also on some…

Robert Mincoff
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7600 Trans Canada
Pointe-Claire, Québec, H9R 1C8
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F + 1.514.744.5114
www.amaya.com

From: Eric Newcomer
Sent: Friday, May 29, 2015 9:58 AM
To: Rachel Quayle; Robert Mincoff
Cc: Jessica Lee
Subject: RE: New IOM company

Any suggestions as who might be best to serve as resident directors in the IOM?

From: Rachel Quayle [mailto:raelq@pokerstars.com]
Sent: Friday, May 29, 2015 8:23 AM
To: Robert Mincoff; Eric Newcomer
Cc: Jessica Lee
Subject: FW: New IOM company
Hi Eric

Further to my e-mail below, I note the two proposed directors are Rob and Daniel who are both Canadian resident. If the company is centrally managed and controlled from Canada the tax authorities may consider the Company resident in Canada, therefore, from a tax perspective would it be best to appoint a further two directors resident in the IOM so meeting can take place in the IOM?

Thanks

Rachel

From: Fay Kennedy [mailto:FKennedy@applebyglobal.com]
Sent: 29 May 2015 12:31
To: Rachel Quayle
Subject: RE: New IOM company

Hi Rachel

Thank you for confirming, I look forward to receipt of the documents in due course.

Attached are the M&As, subscriber resolution & directors consents for your review. Please note that some of the documents need completing – I have highlighted these areas in green.

Once you are happy with the attached, could you please have each signed but left undated with scanned copies returned to me?

Thank you

Fay

Fay Kennedy   |   Administrator
Appleby Trust (Isle of Man) Limited
Tel: +44 (0)1624 647 682
applebyglobal.com

From: Rachel Quayle [mailto:rachelq@pokerstars.com]
Sent: 29 May 2015 10:02
To: Fay Kennedy
Subject: RE: New IOM company

Hi Fay

I will request KYC now.

We can leave Amaya Inc as the subscriber – if you can send me the M&A’s once they are drafted I will arrange signature. I note though you won’t be able to incorporate until you have KYC. The two day turnaround on incorporation should be fine.

Thanks

Rach
From: Fay Kennedy [mailto:FKennedy@applebyglobal.com]
Sent: 29 May 2015 09:43
To: Rachel Quayle
Subject: RE: New IOM company

Good Morning Rachel

We have had a new business committee meeting now and Compliance would like us to obtain the following:

- Certified copy passport and certified copy address verification document for Robert Mincoff as director to the newco; and

- Identification information for Gen. Wesley Clark Sr as director of Amaya Inc who has PEP status (the attached form should be completed).

We cannot submit the M&As to the registry until the above has been received (scanned copy is ok with the originals to follow) but I will draft them today in preparation. Would you like Darbara Limited to be the subscriber to save some time? We can transfer the shares to Amaya Inc once it is incorporated.

Last thing, can you let me know which option you would like for incorporation so I can have the cheque ready, the options are as follows:

1. While you wait - £500
2. 2 hours - £250
3. 2 days - £100

Looking forward to hearing from you.

Thanks

Fay

Fay Kennedy | Administrator
Appleby Trust (Isle of Man) Limited
Tel: +44 (0)1624 647 682
applebyglobal.com

From: Rachel Quayle [mailto:rachelq@pokerstars.com]
Sent: 28 May 2015 12:26
To: Fay Kennedy
Subject: RE: New IOM company

Hi Fay

Please see change of name cert attached.

I confirm David Baazov is the only shareholder with over 10%.

Please see attached certified extracted from Quebec companies registry confirming directors. Also link to Quebec companies registry where you can confirm directors - http://www.registreentreprises.gouv.qc.ca/en/

Thanks
From: Fay Kennedy [mailto:FKennedy@applebyglobal.com]
Sent: 28 May 2015 11:26
To: Rachel Quayle
Subject: RE: New IOM company

Great, thank you Rachel. We still have it as Amaya Gaming Group Inc so I couldn’t find it. Don’t suppose you have a copy of the change of name certificate do you?

Our records show that David Baazov has a 19% holding in Amaya Inc so I just need to check that this is still the case and that there aren’t any others holding +10%.

According to Amaya’s website (http://www.amaya.com/about-amaya/) there are quite a number of individuals under the Board of Directors. I know they use different terminology to us so who do you class as the directors of Amaya Inc?

Thanks

Fay

_____
Fay Kennedy | Administrator
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applebyglobal.com

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