# Change of Control Required Information

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This document is intended to provide registry operators with information and documentation required to submit a change of control service request. Please review the <a href="change of control webpage">change of control webpage</a> for details about the process. ICANN org encourages early engagement when planning for a change of control to help you to better understand the process case(s) that may be applicable, including any timing considerations. To schedule a consultation call, registry operators may contact their account managers directly or open a General Inquiry case in the <a href="Naming Services portal">Naming Services portal</a> (NSp).

For a direct or indirect change of control of a registry operator, the following information and documentation must be submitted via a "Change of Control" service request case in the NSp:

### ☐ Cover Letter:

- o Dated and written on letterhead from the registry operator (RO).
- o Identifies the affected gTLD(s).
- Explains the nature of the intended change, how it affects the registry, and how it is operated.
- Signed by an individual with the requisite authority.

## ☐ Responses to Questionnaire, which includes but is not limited to:

- Information regarding legal establishment, organizational structure, and the proposed new owner(s)/shareholder(s).
- Information related to directors and officers of the proposed new shareholder(s)/owner(s), including information relevant for background screenings.
- Cross-ownership information (i.e., ownership in registrars/resellers or subcontracts the provision of any Registry Services to a registrar/reseller or any of their respective Affiliates).

### ■ Supporting Documentation:

- Proof of legal establishment of any entity that is proposed to assume control of the RO.
- Documentation supporting the change that is proposed, e.g., company's board resolution, corporate secretary/general counsel certification, regulatory documents, or other filings.
- Organizational charts showing the registry operator within the organizational structure a) before and b) after the proposed change of control.

☐ **Fees:** The registry operator is responsible for fees incurred for evaluations conducted by external providers. Fees may vary depending on the nature of the transaction but typically will not exceed USD 5,000 for a single change of control request. This amount considers the fee for background screenings. Fees are subject to change at any time.

## **Additional Notes**

- For documentation provided in a language other than English, ICANN org will request that translations be provided. If translations are not provided, ICANN org will obtain translations internally. Please be advised this will extend your service request.
- Any fees associated with the evaluation of a change of control request must be paid by the RO.
- Please review the <u>Naming Service portal User Guide for Registries</u> for detailed instructions on submitting a service request case.
- Note that contacting your account manager or opening a General Inquiry case shall not be considered notice of a change of control as required by the Registry Agreement.
- Registry operators are not to construe any consultations with ICANN org as legal, business or tax advice. Each registry operator should consult its own attorney, accountant or other professional advisors concerning legal, business, tax, or other matters concerning the proposed change of control.