

FUND TYPES — BRITISH VIRGIN ISLANDS

The BVI Public Fund

The only BVI fund category built for retail distribution, the Public Fund requires prior FSC approval and a compliant prospectus — a materially heavier structure than any of the other five categories.

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Overview

The Public Fund is the BVI SIBA category reserved for funds intended to be offered to the general public rather than to a defined group of private or professional investors. Unlike the Private and Professional Fund categories, which are recognised on filing, a Public Fund must register with the FSC and receive approval before it may carry on business at all — a materially heavier and slower process reflecting the retail investor protection concerns that come with public distribution.

Central to that heavier regime is the requirement to publish a prospectus that complies with SIBA's disclosure requirements, setting out the fund's investment objectives, risks, fees, and the rights and obligations of investors in a form suitable for investors who may have no prior relationship with the promoter and no ability to negotiate bespoke terms. Given the scale of disclosure and governance obligations involved, the Public Fund category is used comparatively rarely in the BVI fund market relative to the Private, Professional, Incubator and Approved Fund categories, which together cover the great majority of BVI-domiciled funds.

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Key features

Feature	Public Fund	vs. Professional Fund
Investor base	Unlimited — open to the general public	Unlimited, but restricted to professional investors
Minimum investment	None prescribed	US\$100,000, unless otherwise qualifying
FSC process	Must register and receive approval before carrying on business	Recognised on filing a complete application
Disclosure requirement	Full SIBA-compliant prospectus	Offering document, not a statutory prospectus
Audit requirement	Required	Required

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Regulatory framework

Because a Public Fund is available to retail investors, SIBA requires the FSC to approve the fund's registration before it commences business, rather than allowing the lighter recognition-on-filing route used for Private and Professional Funds. The application accordingly requires more extensive documentation — the prospectus itself, together with constitutional documents, and details of the fund's directors, manager, administrator and auditor — and the FSC's review is correspondingly more substantive than for the recognised categories.

Once approved, a Public Fund remains subject to enhanced ongoing governance expectations appropriate to retail distribution, including a mandatory annual audit, continued compliance with the terms disclosed in its prospectus, and FSC notification of any material change to those terms. Promoters should expect a closer ongoing regulatory relationship with the FSC than under the Private or Professional Fund categories, reflecting the retail investor protection rationale underlying the category.

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Practical considerations

- Confirm the fund genuinely needs public distribution before committing to this category — if the target investor base can be reached through a private or professional offering, the Private or Professional Fund route will almost always be faster and less costly.
- Build substantial additional time into the launch timeline for prospectus drafting and FSC pre-approval — this is the slowest of the six BVI fund categories to bring to market.
- Engage BVI counsel early on prospectus content — SIBA's disclosure requirements for a Public Fund are more prescriptive than the offering document conventions used for Private and Professional Funds.
- Plan for closer ongoing FSC engagement post-launch, including prompt notification of any change to the fund's disclosed terms.
- Where retail distribution is intended in a specific target market outside the BVI, confirm whether that market's own retail-fund or marketing rules impose requirements in addition to the BVI Public Fund regime.

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How Berkley can help

Berkley Fund Services administers BVI funds across all six SIBA categories, handling NAV calculation, investor register maintenance, FSC and International Tax Authority filings, and coordination with a fund's auditor, directors and appointed persons. Promoters weighing up which BVI category best fits a proposed structure are welcome to discuss their plans with Berkley's team before finalising an offering document.

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