



Due Diligence Questionnaire

This Questionnaire is designed to assist Party City and its affiliates (collectively, the “Company”) in the evaluation of its proposed contractual relationship with you (the “Contracting Party”). Please provide detailed answers to the following questions, and do not limit your answers to the space provided. Attach any additional explanations and/or documents that may assist the Company in evaluating this proposed contractual relationship.

Each question must be answered to the best of your knowledge. Please do not respond “N/A” or “Not Applicable” without an explanation as to why the question is not applicable to you. Failure to answer questions or to provide adequate detail will result in delays to the evaluation process as you will be contacted to provide the required information.

Please email this completed questionnaire and any attachments to compliance@partycity.com and please cc: vendorrelations@amscan.com

Today’s date _____

I. General Information: Contracting Party

1. Name of the Contracting Party _____

2. Principal Place of Business Address: _____

3. Phone: _____ Fax: _____ Tax ID: _____

4. Name of Person Completing this Questionnaire: _____
(Last) (First)

Email Address of Person Listed Above: _____

5. Other Places of Business: _____

6. Nature of the Contracting Party’s Business: _____

- Individual
- Limited Liability Company
- Partnership
- Corporation
- Other; Please describe: _____

7. List all affiliates of the Contracting Party and whether any of these affiliates also do business with the Company.

8. Does the Contracting Party intend to interact with Government Officials on behalf of the Company?

For purposes of this Questionnaire, “Government Official” includes any individual holding an official position, or having any duties including any ceremonial position, employment or consulting relationship for any government, government department, or agency (including any government-owned or government-controlled commercial enterprise, such as a government-controlled oil company), or any outside consultant group engaged thereby, or any public international organization or political party, or candidates for political office outside the United States

Yes No

If you checked “Yes,” please describe in detail the nature and extent of those potential interactions:

9. Does the Contracting Party intend to seek reimbursement for any expenses incurred due to travel, gifts, loans, meals, lodging, goodwill, entertainment, charitable or political contributions, or any other expenses?

Yes No

If you checked "Yes," please describe the nature and extent of those expected reimbursements:

10. Identify any government departments, agencies or instrumentalities (or any consulting group engaged thereby), government-owned or government controlled companies, public international organizations, or political parties that the Contracting Party represents, consults with, acts as agent for, or with whom it has a partnership, joint venture or other similar relationship.

How long has each of these relationships existed? _____

What is the specific nature of each relationship? _____

11. Are there any actual or potential conflicts of interest arising from the Contracting Party's relationships or agreements with any other party that may occur if the Contracting Party is engaged to provide the contemplated services for the Company?

Yes No

If you checked "Yes," please describe.

12. Does the Contracting Party have a tax license, business license or certificate, or commercial registration or its equivalent? Yes No

If you checked "Yes," please provide the registration/license/certificate number(s) and attach a copy of such registration/license/certificate, as well as an English translation if not originally in English.

13. Do any principals, owners, partners, directors, or officers of the Contracting Party have a financial interest in, or are employed by or affiliated with, any other business or businesses?

Yes No

If you checked "Yes," please identify the name and location of the other business(es) for each individual and the position(s) held.

14. Is any principal, owner, partner, director, officer or employee of the Contracting Party currently a Government Official or do they have a close associate or family member who is a Government Official? Has any such person formerly been a Government Official? Does any such person currently anticipate serving as a Government Official in the future?

Yes No

If you checked "Yes," provide the following information for each such person:

- a) name of individual;
- b) name of government entity or political party;
- c) official title of the government position held, the anticipated position, or the position for which the person is or intends to be a candidate;
- d) official duties and responsibilities;

e) any interactions or plans to interact with the the Company in his/her official capacity as a Government Official and, if so, the circumstances surrounding those interactions; and

f) the date of severance or retirement for positions formerly held.

Use additional sheets as necessary.

15. Does the Contracting Party plan to use non-employee contractors, consultants, advisors, or other third parties (collectively, “Subcontractors”) to perform work related to the Company?

Yes No

If you checked “Yes,” the non-employee contractor must complete a separate Questionnaire.

Also, if the answer is “Yes,” for each such person or entity please provide the following:

- a) name of the Subcontractor;
- b) a description of the ownership structure of the Subcontractor;
- c) a full description of the work the Subcontractor will provide for the Company, including the Subcontractor’s deliverables;
- d) whether the Subcontractor plans to interact with Government Officials on the Company’s behalf;

- e) any relationships between the Subcontractor and any Government Officials; and
- f) whether the Subcontractor will make payments on the Company's behalf.

Use additional sheets as necessary.

16. Have any principals, owners, partners, directors, officers, or employees of the Contracting Party been convicted of a felony or serious crime in the country where services will be requested or elsewhere? Are there any legal proceedings of this nature pending or threatened?

Yes No

If you checked "Yes," please explain.

17. Has a consent decree been issued against the Contracting Party, key employees or senior management by a governmental entity?

Yes No

If you checked "Yes," please explain.

Please complete questions 18-23 if the Contracting Party is an entity:

18. Date of incorporation/organization: _____

Jurisdiction of Organization: _____

Name, title and email address of the individual officer or employee of the Contracting Party who is legally authorized to act on behalf of the Contracting Party for the purposes of this contractual relationship, and will be the Company's primary contact for this relationship:

19. Please list the names and titles of other officers and employees of the Contracting Party who will assist the primary contact in this relationship. Please describe each officer's or employee's responsibilities in this relationship.

20. List each person or entity having any financial or ownership interest in the Contracting Party of 5% or more, either directly or indirectly. If the entity is a partnership, please list all partners and identify which individual is the managing partner. If the entity is a publicly traded company, please indicate so below.

<u>Owner(s)/Partners</u>	<u>Nationality</u>	<u>Percentage Ownership</u>	<u>Date of Acquisition</u>
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

If any of the above-listed owners are entities (e.g., corporations, partnerships, trusts, etc.), please provide a complete list of the individual owners of the entity:

21. Are any other persons able to exercise control over the Contracting Party through any arrangement or relationship?

Yes No

If you checked "Yes," please identify such persons and explain the nature of the interest, including how it is held:

22. List the individuals who serve on the Board of Directors of the Contracting Party. (Note: If the Contracting Party has no Board of Directors, please state that below)

<u>Name</u>	<u>Title</u>	<u>Nationality</u>
<hr/>	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>

23. Number of employees of the Contracting Party:

II. References

The references provided below may be contacted for the purpose of obtaining information regarding the following:

- *the Contracting Party’s general business reputation and general financial reputation and history in prior transactions;*
- *the Contracting Party’s payment structure in previous relationships and any problems with such structure;*
- *specific reputational information with respect to other consultations or affiliations of the Contracting Party;*
- *known relationships between the Contracting Party and Government Officials or important members of the business community;*
- *information concerning political party affiliations; and*
- *information concerning technical expertise in connection with the performance of other work and any other matter which may be relevant under the circumstances.*

If the Company has already obtained written references for the Contracting Party, please attach copies hereto.

1. Contracting Party’s Bank(s):

Please provide the name, address and telephone number of each bank that would be receiving funds from the Company related to this potential contractual relationship. Please also identify an individual contact at that bank. If the Contracting Party is already required to have a separate bank account dedicated to receive payments from only the Company, please identify that separate bank account below.

<u>Bank Name</u>	<u>Address</u>	<u>Telephone Number</u>	<u>Individual Contact</u>
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

2. Contracting Party's Outside Auditor(s)/Accountant(s):

Name and Title of Individual Contact

Firm Name, Address and Telephone Number

3. Contracting Party's Legal Counsel:

Name and Title of Individual Contact

Firm Name, Address and Telephone Number

4. Other Clients or Customers of Contracting Party:

If possible, at least one business reference should be a U.S. company for which the Contracting Party is currently providing or has recently provided services.

Name and Title of Individual Contact

Firm Name, Address and Telephone Number

1)

2)

3)

CERTIFICATION

The undersigned, acting as an authorized representative of the Contracting Party, hereby certifies that all information provided herein is true and accurate. The undersigned further certifies that he/she acknowledges that the completion of this Questionnaire, while requested by the Company, in no way (i) authorizes the Contracting Party to act on the Company's behalf, (ii) creates a contractual relationship of any kind, whether express or implied, between the Contracting Party and the Company, or (iii) creates an expectation on the Contracting Party's part that such a relationship may ever be consummated. The undersigned further certifies that (i) the undersigned has reviewed the Party City Code of Conduct and Vendor Standards Manual provided to the Contracting Party by the Company and (ii) the undersigned and the Contracting Party, as well as any of its Subcontractors performing work related to the Company, will comply with the Party City Code of Conduct and Vendor Standards Manual in all respects.

Signature: _____

Name (please print): _____

Title: _____

Date: _____