

## INCORPORATION FORM

The information given below is utilised as a means to incorporate and establish the corporate records of a BVI Business. The Registrar of Corporate Affairs will not be issued any information herewith regarding company's shareholders, directors and officers.

Please see our website for our Terms of Business.

### PROPOSED NAME

- Please list at least three suggestions in order of preference.
- A company name must end with the word "Limited", "Corporation", "Incorporated", "Société Anonyme", or "Sociedad Anónima" or the abbreviations "Ltd", "Corp", "Inc", or "S.A."

1. \_\_\_\_\_
2. \_\_\_\_\_
3. \_\_\_\_\_

### OBJECTS OF THE COMPANY

Please select (indicate with an X) one Object Clause to be included in the Company's Memorandum of Association.

- Short Form General  
*This clause is used by most companies and permits the company to participate in any activity not prohibited under any law for the time being in force in the British Virgin Islands.*
- Long Form General Trading
- Long Form General Investment and Holding

Please confirm that the company will not:

- Carry on banking business unless licensed under the BVI Banks and Trust Companies Act  Confirmed
- Carry on business as an insurance or reinsurance company  Confirmed
- Provide the registered office for companies  Confirmed
- Engage in mutual funds business unless licensed to do so under the Mutual Funds Act  Confirmed

### PURPOSE OF THE COMPANY

For our information purposes only, please summarise what the company's proposed plans of activities are

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**INCORPORATION FORM**

**SHARES**

Standard number of shares

Yes  No

If no, please state:

– Currency in which shares are to be issued

US\$  Other

If other, please specify currency

\_\_\_\_\_

– Number of shares to be authorised

\_\_\_\_\_

– Shares to be authorised at no par value

Yes  No

If no, state par value per share

\_\_\_\_\_

One class of shares to be authorised

Yes  No

If no, please attach a separate schedule describing classes of shares

Note: A company is authorised to issue a number of shares, for which a government license fee must be paid. The standard number of shares issued is 50,000 of US\$1 par value each. Where the authorised number of shares exceeds 50,000, local government fees are higher.

**SHAREHOLDERS**

A BVIBC must have a minimum of one shareholder. Shareholders may be individual or corporate.

Standard BVIBC Memorandum and Articles of Association do not permit the company to issue bearer shares. Please confirm if the company is to have the right to issue bearer shares to ensure the inclusion of the appropriate provisions.  Yes  No

A higher government fee (US\$1,100) is payable by companies which have the right to issue bearer shares. Bearer shares must be held in custody by a qualified or recognised custodian.

If there is not enough space below to indicate your requirements, please attach a separate page.

Please select and complete one of the following options:

**Registered Shares** (shares issued in the name of the owner/s). If you require your share certificates to be prepared for you, please indicate below the number of shares to be issued and the name of the shareholder:

SHARES	SHAREHOLDER'S NAME & ADDRESS
Cert. #1:	_____
Cert. #2:	_____
Cert. #3:	_____
Cert. #4:	_____

**Bearer Shares.** Please indicate below how many shares are to be issued with each certificate if you want your share certificates prepared for you:

Cert. #1: Shares                      Cert. #2: Shares                      Cert. #3: Shares                      Cert. #4: Shares

Please provide the address of the custodian of the bearer shares.

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**INCORPORATION FORM**

**Shareholder Services**

Shares can be held in nominee form for and on behalf of the beneficial owner/s. Nominee services can be provided subject to a nominee agreement or combined with a Declaration of Trust. Please indicate on an attached page how many shares are to be issued and on whose behalf shares are to be held. If you select either of these options, the principal beneficial owner/s will be required to execute a standard Indemnity Agreement, a Letter of Instruction and complete our client information form.

**DIRECTORS**

A minimum of one director is required. Directors may be individual or corporate. Please note that Directors must consent to their appointment in writing and, if they are an individual, be at least eighteen years old.

Please select one of the following options:

- Client will provide director/s. Please provide below the name/s and residential address/es of director/s for the Appointment of First Director/s minute to be executed by the Incorporator.

NAME/S	ADDRESS/ES

- Osiris Management Services Ltd to arrange corporate director. If you select this option, please note:

- Directorships are limited to passive holding companies.
- Shareholding information must be provided. Shares issued to Bearer will be retained by Osiris (BVI) subject to the terms of its standard custody agreement.
- Each principal beneficial owner must execute a standard Indemnity Agreement and provide:
  - A certified copy of their passport.
  - An original bank reference.
  - Details of the proposed business of the company and the source of the funds to be used to capitalise the company.

- Powers of Attorney issued by the director will be limited in scope.

If you require a Power of Attorney, please indicate below or on a separate page to whom it is to be issued and for what limited purpose it is required.

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The BVI Business Companies Act requires copies of the Register of Director and Register of Member to be kept at the office of its Registered Agent in the BVI together with copies of any resolutions passed. Accordingly, the Registered Agent should be provided with copies of these registers and any updates whenever changes are made.

*Note: All background information must be received and approved before the appointment of the director will be accepted and additional information may be required at our discretion.*

**INCORPORATION FORM**

**LOCAL REGISTERED OFFICE & AGENT**

It is a statutory requirement that all BVIBCs have a local registered office and registered agent. Unless otherwise instructed, both services will be arranged to be provided.

Please indicate that the registered office to be provided with an updated copy of the register of members and register of directors as required by the BVIBC Act  Confirmed

*Please Note: Additional documentation may be required depending upon the nature of services requested*

**Completed By**

<u>Name</u>	<u>Title</u>
<u>Company/Firm</u>	<u>Email</u>
<u>Address</u>	<u>Phone</u>
<u></u>	<u>Fax</u>
<u>Signature</u>	<u>Date</u>

Please contact any the Osiris office worldwide for further information.  
Office contact details are included on the following page.

Osiris (UK)  
2nd Floor, 11 Haymarket St  
London SW1 Y4BP, United  
Kingdom Tel +44-20-7078-7581  
Fax +44-20-7681-3226  
peter@osirisgroup.co.uk

*Registered in  
Registration Number*

**LONDON**

**PHYSICAL ADDRESS**

2nd Floor  
11 Haymarket St  
London  
SW1 Y4BP

**POSTAL ADDRESS**

2nd Floor  
11 Haymarket St  
London  
SW1 Y4BP

**TEL:** +44 (0)207 078 7581

**FAX:** +44 (0)207 681 3226

**CONTACT:**

Peter Todd  
[peter@osirisgroup.co.uk](mailto:peter@osirisgroup.co.uk)

**ANGUILLA**

**PHYSICAL ADDRESS**

Hansa Bank Building  
Landsome Road  
The Valley  
Anguilla

**POSTAL ADDRESS**

PO Box 2221  
Road Town  
Tortola  
British Virgin Islands

**TEL:** +1 284 494 9820

**FAX:** +1 284 494 6934

**CONTACT:**

Christine Mackay  
[christine@osiristrust.com](mailto:christine@osiristrust.com)

**BRITISH VIRGIN ISLANDS**

**PHYSICAL ADDRESS**

Coastal Building  
Wickams Cay 11  
Road Town, Tortola  
BVI

**POSTAL ADDRESS**

PO Box 2221  
Road Town  
Tortola VG1110  
British Virgin Islands

**TEL:** +1 284 494 9820

**FAX:** +1 284 494 6934

**CONTACT:**

Christine Mackay  
[christine@osiristrust.com](mailto:christine@osiristrust.com)

**IRELAND**

**PHYSICAL AND POSTAL ADDRESS**

31-33 The Triangle  
Ranelagh  
Dublin 6  
Ireland