

1<sup>st</sup> September 2006

**MAURITIUS**

**COMPANY INCORPORATION FORM**

Confidential Information

*Information concerning the Shareholders and Directors is NOT filed with the Registrar of Companies in Mauritius and is not available for public inspection at the Registry.*

**1. Proposed name of the Company: (in order of preference)**

- a. \_\_\_\_\_
- b. \_\_\_\_\_
- c. \_\_\_\_\_

**2. Nature of business of the Company:**

\_\_\_\_\_

**3. Authorised and issued share capital of the Company: (Unless otherwise indicated, the standard Authorised Capital will be US\$100,000 divided into 100,000 shares of US\$1.00 each)**

- a. Standard Authorised Share Capital Yes  No
- b. If no, the Authorised Capital of the Company will be (specify currency and amount) \_\_\_\_\_ divided into \_\_\_\_\_ shares of \_\_\_\_\_ par value each.
- c. Type of shares to be issued Registered  Bearer  Both

**4. Particulars of Shareholder(s): (a minimum of ONE Shareholder is required and may be nominee)**

- a. ACS to provide (specify number) \_\_\_\_\_ nominee Shareholder(s) Yes  No

Please provide particulars of the beneficial owner(s):

(i) Name \_\_\_\_\_

Address/Registered Office \_\_\_\_\_

Occupation \_\_\_\_\_

Nationality and passport/I.D. No. / Co No. \_\_\_\_\_

Number of shares to be issued \_\_\_\_\_

- b. If no, please provide particulars of proposed Registered Shareholder(s) / Agent for Bearer Shareholder(s):

(i) Name \_\_\_\_\_

Address/Registered Office \_\_\_\_\_

Occupation \_\_\_\_\_

Nationality and passport/I.D. No. / Co No. \_\_\_\_\_

Number of shares to be issued \_\_\_\_\_

*If more than ONE Shareholder, please provide information on a separate attachment. If the shareholder(s) is/are corporations, full details of their corporate structure will be required.*

*N.B. A register of shareholders must be kept at our office in Hong Kong or if required offshore.*

- c. ACS to keep Register of Shareholders Offshore Yes  No

**5. Particulars of Directors:** *(a minimum of ONE Director is required and may be nominee)*

- a. ACS to provide (specify number) \_\_\_\_\_ nominee Directors(s) Yes  No

Please provide particulars of the person(s) the nominee Directors(s) will act on behalf:

- (i) Name \_\_\_\_\_  
 Address/Registered Office \_\_\_\_\_  
 Occupation \_\_\_\_\_  
 Nationality and passport/I.D. No. / Co No. \_\_\_\_\_

- b. If no, please provide particulars of proposed Director(s):

- (i) Name \_\_\_\_\_  
 Address/Registered Office \_\_\_\_\_  
 Occupation \_\_\_\_\_  
 Nationality and passport/I.D. No. / Co No. \_\_\_\_\_

*If more than ONE Director, please provide information on a separate attachment. If the Director(s) is/are corporations, full details of their beneficial ownership is required.*

**6. Company Secretarial Services:**

- a. ACS to provide company secretarial services Yes  No

- b. If no, the following party will provide company secretarial services:

\_\_\_\_\_

N.B. A Company Secretary is not required to be appointed, however statutory obligations and other reporting requirements must still be complied with.

**7. Correspondence Address:**

- a. ACS to provide correspondence address Yes  No

- b. If no, the correspondence address of the Company will be :

\_\_\_\_\_

**8. Bank Account(s):**

- a. ACS to open bank account(s) Yes  No

- b. Details of bank and account type:

Bank name (preferably with Standard Chartered Bank Head Office): \_\_\_\_\_

Account type(s) and currency: \_\_\_\_\_

- c. ACS to provide signatories Yes  No

If no, please list out the names of the signatories and the signing arrangement:

\_\_\_\_\_

*Please provide "certified true" copies of the passports or I.D. documents of the proposed signatories if not provided by ACS. The following conditions apply to the opening of a bank account.*

- (a) Client must complete account opening questionnaire.  
 (b) ACS must be appointed as the Company Secretary.  
 (c) ID and residential address proof of directors and shareholders are required.  
 (d) A bank reference letter is required for all offshore companies.  
 (e) ACS can only assist clients to open bank accounts for offshore companies where the activity is investment holding.

**9. Other Services:**

The following services may also be provided by ACS:

- a. Accounting services Yes  No
- b. Trade services Yes  No

*Further information in this regard may be obtained by contacting our staff at the above address.*

**10. Method of Payment:** *(please remember to quote our Debit Note reference number if know)*

- a. By telegraphic transfer (SWIFT code: HSBCHKHHHKH) to our account at:  
 Hongkong & Shanghai Banking Corporation Ltd.  
 1 Queen's Road, Central, Hong Kong.  
 HKD Current Account No. 600-625628-001  
 USD Current Account No. 600-625628-201

- b. By cheque made out in favour of 'Asian Corporate Services Limited'

**REMARKS:** Please fax bank advice with payer's details at (852) 28771319 for confirmation.

**11. Billing address:**

The person and address to which billings should be sent is:

Name \_\_\_\_\_

Address \_\_\_\_\_

Telephone: \_\_\_\_\_ Fax: \_\_\_\_\_

Email: \_\_\_\_\_

**12. Authorization to proceed:**

The undersigned person(s) hereby acknowledges agreement to ACS's standard Management Services Agreement and authorises ACS to proceed with the incorporation/purchase of the above Mauritius Company. All documents correspondence and Debit Notes will be sent to the address specified below:

a. Name \_\_\_\_\_ Signature \_\_\_\_\_

Address \_\_\_\_\_

Nationality and passport/I.D. No. \_\_\_\_\_

Contact Tel & Fax Nos \_\_\_\_\_ Email \_\_\_\_\_

- b. List other names or details on a separate attachment.

**Important Note:**

Please be advised in most onshore jurisdictions the profits earned by an offshore company would be deemed taxable if that company was being managed from the onshore jurisdiction.

If the directors of the offshore company are resident in an onshore jurisdiction or if a bank account is being operated over the internet from the onshore jurisdiction it could be deemed to indicate management of the offshore company is taking place from the onshore jurisdiction.

Clients should be wary of the need to disclose such arrangements and are encouraged to take local advice within their jurisdiction of residence. ACS offers offshore resident nominee directors and bank account signatories and would be pleased to work with your advisors to determine whether these services are appropriate for your jurisdiction of residence.