

**COMPANY APPLICATION FORM
TERMS & CONDITIONS OF BUSINESS**

DEFINITIONS AND INTERPRETATION

In these terms and conditions:

“**Agreement**” means the contract between Globalysis Corporate Services Limited (hereinafter ‘Globalysis’) and the client with these Terms and Conditions shall form an integral part.

“**Client**” means the applicant whose description and address are set out in this form.

“**Company**” means any one or more companies in respect of which Globalysis provides Services at the Client’s request.

“**Services**” means any company formation, management or administration services whatsoever in respect of a Company.

FEES AND SERVICES

1. The Client agrees to pay the fees charged by Globalysis for the provision of Services. This includes fees for annually recurring Services billed at the rates applied by Globalysis from time to time. Although effort is made to maintain the same fee level for as long as possible, Globalysis reserves the right to increase the level of annual fees payable but shall give the Client not less than 30 days’ notice of any increase prior to commencing provision of relevant Services. Additional work undertaken on behalf of the Client shall be paid for on a time-spent basis at the hourly rate then applicable.
2. Fees shall be payable immediately upon issue of invoices to the Client. The invoices must be paid within 21 days from their date of issue. At the expiration of this time limit, interest is charged at 7%. For payments carried out by cheques, receipts will be issued only once the same is cleared from the bank.
3. In the event of the Client failing to settle any invoice by the due date the Client and/or the Company authorises Globalysis to deduct fees from any account, monies or property under the control of Globalysis in which the Client or the Company has a legal or beneficial interest and whilst any such fees remain outstanding Globalysis shall have a lien on any papers books or records and/or all assets of the Company or the Client which are in the possession or under the control of Globalysis.
4. The Client acknowledges that late or non-payment of fees may result in a Company being struck-off the register of companies in the jurisdiction of incorporation. The Client further acknowledges that unless and until the Company is struck-off or otherwise liquidated, the Client shall remain liable to pay for the provision of continuing Services and all government fees and other disbursements payable to third parties.
5. If the Client no longer requires Globalysis to provide Services to a Company, not later than 30 days after the date of an invoice for annual Services, the Client shall give written notice to Globalysis, accordingly failing which, the Client shall be deemed to have accepted liability to pay for such Services and shall be liable for the payment of the said invoice in full.
6. Services are provided on an annual basis and Globalysis shall not, without prior written agreement, be required to provide such Services for shorter periods or for part only of the relevant annual period.
7. Without prior agreement, Globalysis will not pay interest on any monies held by or on behalf of a Client.
8. A termination fee shall be payable by the Client to Globalysis upon the Services no longer being required, whether as a result of the winding up or disposal of the Company, the transfer of management or otherwise. The termination fee shall be monies Globalysis shall be entitled to charge additional fees for documentary work, time spent in effecting such termination and disbursements payable to third parties.
9. Globalysis reserves the right to refuse to accept instructions from a Client or to discontinue the provision of Services without giving any reasons there for.
10. When Globalysis provides directors and/or company secretary (Officers) to a Company: a. The Client shall at all times indemnify and keep indemnified the Officers in respect of all actions, claims and demands, losses and costs made against or suffered or incurred by the Officers in the exercise or purported exercise of their duties unless the Officers shall be guilty of personal dishonesty. b. If the Client fails to pay fees when due or respond promptly to requests for information, the Officers shall be entitled to resign their services and the Client hereby irrevocably and unconditionally appoints Globalysis his attorney and agent for the purpose of appointing the Client as Officer in their place.
11. When Globalysis provides registered office facilities to a Company: a. In case the Client fails to pay fees when due, the Client irrevocably and unconditionally appoints Globalysis as his attorney and agent for the purpose of transferring the registered office address to an address of the Client’s choice.
12. When Globalysis provides nominee shareholder services to a Company: a. If the Client fails to pay fees when due or respond promptly to requests for information, the nominee shareholder shall be entitled to transfer the shares he is holding in the Company to the beneficial owner/s and the Client hereby irrevocably and unconditionally appoints Globalysis as his attorney for the purpose of proceeding with such transfer of shares. 13. Work cannot commence until payment has been received. Payments can be made by cheque drawn on a Cyprus account or by direct transfer to our bank accounts which are held with ASTROBANK LIMITED A/C: 0001731755, IBAN: CY56008002010000000001731755, SWIFT: PIRBCY2N. In each case the account name is Globalysis Corporate Services Limited. If payment is made direct to our bank account then it is important that a clear reference is made to the proposed company name so that payments can be correctly identified. Please enclose a copy of details of the bank transfer instructions clearly showing the remitting bank, the date of the transfer and the amount and currency transferred. Please make sure the bank charges are born by the payer.

The following information is necessary for the incorporation and establishment of a Cyprus Company.

CONTACT INFORMATION

Name _____ Occupation _____
Address _____
Nationality _____ Tel _____ Fax _____
Email _____

PROPOSED NAME OF COMPANY

STATE DESIRED COMPANY NAME (Please state at least three alternative names in order of preference) - A company name always ends with the word "Limited" or "Ltd"

1. _____
2. _____
3. _____

Option: to save up time for completion of Company, formation & registration, a pre-approved name can be used from a list provided by us. A list of shelf companies may be provided upon request.

MAIN ACTIVITIES AND NATURE OF COMPANY

Please indicate the relevant activities (Please provide full description of activities).

Please describe the assets that will be held by the Company (Source from which the assets/funds have been derived/ acquired (Explanations such as "inheritance" or "sale of property" are not sufficient and require further clarification) & projected amounts of funds.

Please attach the following for the beneficial owner/s of the Company:

- 1) Certified copy of passport; (Certified by a Public Notary or equivalent, Cypriot Embassies, or Consulate);**
- 2) Recent utility bill verifying address (not older than 3 months);**
- 3) Reference Letter from a reputable financial institution.**

The below should be completed only if shareholder is not the same as the beneficial owner:

BENEFICIAL OWNER 1:

Name/Surname: _____
ID Card: _____
Passport No.: _____
Work Address: _____
Home Address: _____
Telephone No./Mobile: _____

BENEFICIAL OWNER 2:

Name/Surname: _____
ID Card: _____
Passport No.: _____
Work Address: _____
Home Address: _____
Telephone No./Mobile: _____

Shareholder 1:

Name/Surname: _____ Occupation: _____
 Nationality: _____
 ID Card: _____
 Passport No.: _____
 Work Address: _____
 Home Address: _____
 Telephone No./Mobile: _____
 Fax: _____
 Email: _____ Date of Birth: _____
 No. of shares to be held: _____

Shareholder 2:

Name/Surname: _____ Occupation: _____
 Nationality: _____
 ID Card: _____
 Passport No.: _____
 Work Address: _____
 Home Address: _____
 Telephone No./Mobile: _____
 Fax: _____
 Email: _____ Date of Birth: _____
 No. of shares to be held: _____

Shareholder 3:

Name/Surname: _____ Occupation: _____
 Nationality: _____
 ID Card: _____
 Passport No.: _____
 Work Address: _____
 Home Address: _____
 Telephone No./Mobile: _____
 Fax: _____
 Email: _____ Date of Birth: _____
 No. of shares to be held: _____

REGISTERED OFFICE & SECRETARY

Please indicate whether Globalysis is to provide the Registered Office and/or Secretary for the company:

Yes No

If No, please provide details of the Registered Office address:

If No, please provide details of the Secretary:

Name/Surname: _____ Occupation: _____
 Nationality: _____
 ID Card: _____
 Passport No.: _____
 Work Address: _____
 Home Address: _____
 Telephone No./Mobile: _____
 Fax: _____
 Email: _____ Date of Birth: _____

If the Secretary is a NATURAL PERSON, please attach the following:

- 1) Certified copies of certificates of incorporation, registered office and certificates of shareholders, directors and secretary;
- 2) Certified copy of Memorandum and Articles of Association;
- 3) Reference Letter from Bank / Accountant / Auditor / Lawyer;
- 4) Certificate of Good Standing

If the Secretary is a LEGAL PERSON/ENTITY, please attach the following:

- 1) Certified copies of certificates of incorporation, registered office and certificates of shareholders, directors and secretary;
- 2) Certified copy of Memorandum and Articles of Association;
- 3) Reference Letter from Bank / Accountant / Auditor / Lawyer;
- 4) Certificate of Good Standing

DIRECTORS

Any person may be appointed as a director of the company. Corporate directors are allowed. A minimum of one director is required.

Do you require Globalysis to be appointed as corporate Director: Yes No

Do you require Globalysis to appoint a physical director/s? Yes No

If No, or if you wish to appoint your own Directors, please provide the following information for each Director.

If the Director is a NATURAL PERSON, please attach the following:

- 1) Certified copy of passport; (Certified by a Public Notary or equivalent, Cypriot Embassies, or Consulate);
- 2) Recent utility bill verifying address (not older than 3 months);
- 3) Reference Letter from a reputable financial institution.

If the Director is a LEGAL PERSON/ENTITY, please attach the following:

- 1) Certified copies of certificates of incorporation, registered office and certificates of shareholders, directors and secretary;
- 2) Certified copy of Memorandum and Articles of Association;
- 3) Reference Letter from Bank / Accountant / Auditor / Lawyer;
- 4) Certificate of Good Standing

Director 1

Name/Surname: _____ Occupation: _____

Nationality: _____

ID Card: _____

Passport No.: _____

Work Address: _____

Home Address: _____

Telephone No./Mobile: _____

Fax: _____

Email: _____ Date of Birth: _____

Director 2

Name/Surname: _____ Occupation: _____
 Nationality: _____
 ID Card: _____
 Passport No.: _____
 Work Address: _____
 Home Address: _____
 Telephone No./Mobile: _____
 Fax: _____
 Email: _____ Date of Birth: _____

Director 3

Name/Surname: _____ Occupation: _____
 Nationality: _____
 ID Card: _____
 Passport No.: _____
 Work Address: _____
 Home Address: _____
 Telephone No./Mobile: _____
 Fax: _____
 Email: _____ Date of Birth: _____

DUE DILIGENCE

Please confirm that the following documents required for each beneficial owner, director and shareholder are enclosed:

Original Bank Reference letter	Yes	<input type="checkbox"/>	No	<input type="checkbox"/>
Confirmation of Residential Address	Yes	<input type="checkbox"/>	No	<input type="checkbox"/>
Curriculum Vitae	Yes	<input type="checkbox"/>	No	<input type="checkbox"/>
Notarised Copies of Corporate Documents (Corporate Shareholders/Directors)	Yes	<input type="checkbox"/>	No	<input type="checkbox"/>
Notarised copy of Passport/ ID	Yes	<input type="checkbox"/>	No	<input type="checkbox"/>

Please note that all documents should either be in Greek or English language.

OFFICE FACILITY

Do you require Globalysis to provide for office facilities to the Company? Yes No

If Yes, please provide details of what is required (please provide other details that may be required in the space given below):

Office facility	<input type="checkbox"/>
Telephone answering	<input type="checkbox"/>
Email address	<input type="checkbox"/>
Mail Forwarding	<input type="checkbox"/>
Company business cards	<input type="checkbox"/>

Do you require Globalysis to provide virtual office facilities to the Company? Yes No
 (this includes Business Address, Mail Collection & Forwarding)

BOOK - KEEPING & ACCOUNTING SERVICES

Do you require Globalysis to provide the above services? Yes No

MANAGEMENT AND ADMINISTRATION SERVICES

Do you require Globalysis to provide the above services? Yes No

AUDITORS

A Cyprus registered company is required to file annual audited accounts with the Registrar of Companies and the Inland Revenue Dept.

Do you require us to suggest a local Auditor? Yes No

BANKING SERVICES

We also offer services relating to the establishment and operating of bank accounts in Cyprus & abroad. Accounts may be opened in a variety of foreign currencies.

Do you require us to open a bank account for the company in Cyprus? Yes No

If Yes, please indicate whether you require us to suggest a bank or state the name of the bank and the relevant currency/ies of the account/s

LEGALISATION OF DOCUMENTS (e.g. Apostillations, Notarisations etc.)

If required, please specify which documents would need to be apostilled:

OTHER

Person indicated to receive correspondence including company's corporate certificates

Name/Surname: _____

Address: _____

Telephone No./Mobile: _____

Fax: _____

Email: _____

Person authorised by beneficial owners to give instructions (if different from above)

Name/Surname: _____

Address: _____

Telephone No./Mobile: _____

Fax: _____

Email: _____

Declaration by the UBO of Company “.....”

I, the undersigned, being the ultimate beneficial owner (UBO) of (Company’s name), request that GLOBALYSIS CORPORATE SERVICES LIMITED acts as our service provider and declare and affirm that:

- (a) I am aware that the provision of corporate services is regulated by the Prevention and Suppression of Money Laundering Activities Laws of 2007 as amended, and as such, directors and staff in Firms providing corporate services, having any knowledge or suspicion that another person is involved in a money laundering or terrorist financing offence and who has become aware of the information on which the knowledge or reasonable suspicion is based in the course of his occupation, profession or business, are required to disclose such information to the Unit of Combating Money Laundering (MOKAS). In such circumstances they are not obliged to discuss such reports with clients because of the restrictions imposed by the tipping off provisions of the anti-money laundering legislation.
- (b) I have not been involved in any illegal activity in any part of the world and have not been declared bankrupt or have been a director or otherwise concerned in the management of any company which has been subject to an insolvent liquidation and/or I am unaware of any activities I have engaged in, that involve money-laundering.
- (c) Any contributions that will be made into the Company as share capital or otherwise as shareholder’s funds or from external financing will not derive from unlawful or immoral sources either in their country of origin or in my country of ordinary residence or in Cyprus.
- (d) If applicable - The settlor or named beneficiary(ies) of a trust holding a beneficial interest have not been involved in any illegal activity and have not been declared bankrupt anywhere in the world.
- (e) I am/ I am not (*delete as appropriate*) an individual with United States indicia i.e. address, phone no., place of birth, citizenship or dealings* with US.*
 - i) standing instructions to transfer funds to an account maintained in the US, ii) a power of attorney or signatory authority which is granted to a person with a US address or iii) existence of an “in care of” or “hold mail address” or U.S. P.O.Box.
- (f) I have/ have not been (*delete as appropriate*) entrusted with a public prominent function.
- (g) I am related to a person/am not related to any person (*delete as appropriate*) who holds a public function.
- (h) I have been included in a list/have never been included in any list (*delete as appropriate*) of Politically Exposed Persons (PEPs).

Furthermore, I hereby confirm that the information provided above is true, correct and complete and agree to immediately notify Globalysis in writing in case of a change with respect to the above and representations made herein.

Additionally, I hereby agree for Globalysis to disclose my identity as UBO of the Company to any commercial bank for the purpose of opening a bank account in the name of the Company.

Full Name: _____
Address: _____
Passport No. / ID No.: _____

Signature: _____ **Date:** _____

OTHER DETAILS REQUIRED

Please send by email/courier/fax this form, duly completed, accompanied by the following:

Certified Copy Passport/Identity Card

A certified copy (by a suitable person such as a lawyer, an accountant, a notary public etc) of the beneficial owner's / Director's passport (photograph and signature pages only).

Proof of Address

This can be fulfilled by providing a recent utility bill (at least 6 months old), true copy of current driving licence (the address should be stated therein), a current bank statement. This document must be certified by a suitable person such as a lawyer, an accountant, a notary public etc.

Reference

A reference letter should be provided from a professional who knows the individual in a professional capacity. The reference letter should be addressed to Globalysis Corporate Services Ltd.

*Please note that all documents should be in either Greek or English language

For further information regarding the above, please contact our firm at the following address:

GLOBALYSIS CORPORATE SERVICES LIMITED

59 Agios Athanasios Avenue,
D. VRACHIMIS BUILDING
PC4102 Limassol, Cyprus

Tel. +357 2525 5678

Fax. +357 2525 5679

Email: info@globalysis.com.cy

