













**INTERNATIONAL BUSINESS**  
**COMPANY**

**Instruction Form**

I, the undersigned client, hereby instruct H & J Corporate Services Ltd. to incorporate an international business company in accordance with the information set out herein, declare that such information is correct and true and agree to immediately notify H & J Corporate Services Ltd. in writing of any change in the information set out herein:

**GENERAL INFORMATION:**

DATE: \_\_\_\_\_ LAWYER: \_\_\_\_\_ REFERRED BY: \_\_\_\_\_

NAME OF CLIENT: \_\_\_\_\_

ADDRESS: \_\_\_\_\_

OCCUPATION: \_\_\_\_\_ E-MAIL: \_\_\_\_\_

TEL. NO: \_\_\_\_\_ FAX NO.: \_\_\_\_\_

PROPOSED NAMES: (1) \_\_\_\_\_

(2) \_\_\_\_\_

(3) \_\_\_\_\_

REGISTERED OFFICE/AGENT:  H & J Corporate Services Ltd. \_\_\_\_\_

**BUSINESS ACTIVITIES:**

PRINCIPAL PLACE OF BUSINESS: \_\_\_\_\_

PROPOSED FINANCIAL YEAR END: \_\_\_\_\_

INTENDED ACTIVITY OF THE COMPANY: \_\_\_\_\_

WILL ANY SUBSIDIARIES OF THE COMPANY ENGAGE IN ANY OF THE FOLLOWING ACTIVITIES?:

Banking Business  Yes  No Insurance Business  Yes  No

Fund Management Business  Yes  No Shipping Business  Yes  No

Financing and Leasing  Yes  No Headquarters Business  Yes  No

Distribution and Service

Centre Business  Yes  No Commercial use of intellectual property  Yes  No

*If the answer to any of these questions is yes, a consultation with an Attorney at Higgs & Johnson will be required to discuss the substance requirements prescribed by law.*

**AUTHORIZED CAPITAL:**

SHARE CAPITAL: \_\_\_\_\_

CURRENCY: \_\_\_\_\_

PAR VALUE OF SHARES: \_\_\_\_\_

**OWNERSHIP STRUCTURE:**

SHARES:  REGISTERED IS A NOMINEE SHAREHOLDER REQUIRED:  Yes  No

NAME(S) OF SHAREHOLDERS: ADDRESS: AMOUNT OF SHARES  
TO BE ISSUED:

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NAME(S) OF PERSONS OWNING OR CONTROLLING (DIRECTLY OR INDIRECTLY) 10% OR MORE OF THE VOTING RIGHTS OF THE COMPANY:

NAME(S) ADDRESS:

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DESCRIPTION OF THE PROPOSED OWNERSHIP STRUCTURE OF THE COMPANY ALL THE WAY UP TO THE INDIVIDUAL ULTIMATE BENEFICIAL OWNERS (Please attach ownership chart, if applicable):

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ARE ANY OF THE ENTITIES IN THE PROPOSED OWNERSHIP STRUCTURE OF THE COMPANY:

1. Listed on a regulated securities exchange<sup>3</sup>  Yes  No

(If yes, please provide details): \_\_\_\_\_

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2. A licensee or registrant under the Banks and Trust Companies Regulations Act, the Investment Funds Act, 2003, the Securities Industry Act, 2011, the Insurance Act, 2009, the External Insurance Act, 2009 or the Financial and Corporate Services Providers Act, 2001 or a wholly owned subsidiary or affiliate of a licensee or registrant?  Yes  No

(If yes, please provide details): \_\_\_\_\_

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<sup>3</sup> A regulated securities exchange is the Bahamas International Securities Exchange or any other securities exchange in a country that is a member in good standing with the International Organization of Securities Commissions.



3. A foreign regulated person<sup>4</sup>  Yes  No

*If yes, please provide details and documentary evidence of status* ): \_\_\_\_\_

4. A foreign state or a wholly owned subsidiary of a foreign state.  Yes  No

*(If yes, please provide details)*: \_\_\_\_\_

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<sup>4</sup> A foreign regulated person is a person (a) that is incorporated, registered, licensed or formed, or if it is not a body corporate, has its principal place of business in a jurisdiction outside The Bahamas, (b) that carries on business outside The Bahamas that, if carried on within The Bahamas, would be a financial institution or a designated non-financial business or profession for the purposes of any laws governing reporting of financial transactions and (c) in respect of a business referred to in (b) above, (i) is subject to legal requirements in its jurisdiction for the detection and prevention of money laundering that are consistent with the requirements of the Caribbean Action Task Force Recommendations or Financial Actions Task Force Recommendations in relation to that business and (ii) is properly and adequately supervised for compliance with those legal requirements by a foreign regulatory authority. For this purpose, a “**financial institution**” includes (a) a bank or trust company licensed under the Banks and Trust Companies Regulation Act; (b) a company carrying on (i) long term insurance business, as defined in section 2 of the Insurance Act; (ii) insurance business as defined in section 2 of the External Insurance Act; or (iii) such other insurance business as the Minister of Finance may designate by notice published in the Gazette; (c) a co-operative credit union registered under The Bahamas Co-operative Credit Unions Act; (d) the holder of a gaming licence, proxy gaming licence, mobile gaming licence, restricted interactive gaming licence and gaming house operator licence under the Gaming Act; (e) a broker-dealer within the meaning of section 2 of the Securities Industry Act, 2011; (f) a trustee, administration manager or investment manager of a superannuation scheme; (g) an investment fund administrator of an investment fund within the meaning of the Investment Funds Act, 2003; (h) a person whose business or a principal part of whose business consists of (i) borrowing or lending or investing money; (ii) administering or managing funds on behalf of other persons; (iii) acting as trustee in respect of funds of other persons; (iv) dealing in life insurance, and insurance business, which is investment related; (v) providing financial services that involve the transfer or exchange of cash, including (without limitation) services relating to financial leasing, money transmissions, credit cards, debit cards, treasury certificates, bankers draft and other means of payment, financial guarantees, trading for account of others (in money market instruments, foreign exchange, interest and index instruments, transferable securities and futures), participation in securities issues, portfolio management, safekeeping of cash and liquid securities, investment related insurance and money changing; but not including the provision of financial services that consist solely of the provision of financial advice; (i) a financial and corporate service provider licensed under the Financial and Corporate Service Providers Act, 2001; (j) a designated non-financial business and profession (defined below); (k) a non-bank entity licensed and regulated by the Central Bank under the Payment Systems Act, 2012; and (l) any other category of institutions that the Minister of Finance may by order designate. A “**designated non-financial business and profession**” includes the business or profession of (a) real estate agents and brokers, when they are involved as real estate broker in financial transactions for their client concerning the buying or selling of real estate, and with respect to both the vendors and purchasers; (b) land developer engaging in the sale or partition or condominiumizing of any part, parcel, lot or condominium unit of any larger tract or lot of land or any development of land involving the building of units sharing walls, common areas and utilities; (c) a person whose business or any part of whose business consists of (i) buying for the purpose of trade, sale, exchange, or otherwise dealing in any previously owned precious metals or precious stones, whether altering the same after acquisition or not; or (ii) lending of cash on the security of previously owned precious metals or precious stones of which the person takes possession, but not ownership, in expectation of profit, gain or reward; (d) a pay day advance provider, hire purchase lender or any lender whose loans are secured by salary deductions; (e) a counsel and attorney or accountant when they engage in, or carry out transactions for a client concerning (i) the buying or selling of real estate; (ii) a deposit or investment of cash; (iii) the management of client funds or securities; (iv) the management of bank, savings or securities accounts; (v) the organisation of contributions for the creation, operation of management of a legal person; (vi) the creation, incorporation, operation or management of a legal person or legal arrangement, and buying and selling of a business entity; (vii) the provision of a registered office or acting as a registered agent; or (viii) the acting as or arranging for another person to act as, a nominee shareholder for another person; (f) an accountant, but only to the extent that the accountant receives cash in the course of that person’s business for the purposes of deposit or investment otherwise than as part of services rendered pursuant to a financial and corporate service provider’s license; and (g) a trust and company services providers not otherwise covered by the this definition which, as a business, prepare for and carry out or otherwise provide the following services or transactions to third parties (i) acting as a formation, registration or management agent of legal persons; (ii) acting as, or arranging for another person to act as, a director or secretary of a company or a partner of a partnership, or to hold a similar position in relation to other legal persons; (iii) providing a registered office, business address or accommodation, correspondence or administrative address for a company, a partnership or any other legal person or legal arrangement; (iv) acting as, or arranging for another person to act as, a trustee of an express trust or performing the equivalent function for another, similar for of legal arrangement; (v) acting as, or arranging for another person to act as, a nominee shareholder for another person; (h) the Savings Bank as constituted under the Savings Bank Act; (i) a friendly society enrolled under the Friendly Societies Act; (j) the Bahamas Mortgage Corporation established under The Bahamas Mortgage Corporation Act; (k) the Bahamas Development Bank established under the Bahamas Development Bank Act; and (l) such other businesses and professions as the Minister of Finance may designate by Order.

**MANAGEMENT STRUCTURE:**

NAME(S) OF DIRECTORS: ADDRESS: OCCUPATION:

\_\_\_\_\_

\_\_\_\_\_

NAME(S) OF OFFICER(S): ADDRESS: OCCUPATION: OFFICE:

\_\_\_\_\_

\_\_\_\_\_

NAME(S) OF AUTHORIZED SIGNATORIES/REPRESENTATIVES OF THE COMPANY:

NAME(S) ADDRESS: TITLE:

\_\_\_\_\_

\_\_\_\_\_

NAME(S) OF PERSONS (OTHER THAN THOSE NAMED ABOVE) WHO WILL HAVE PRINCIPAL CONTROL OVER THE COMPANY'S ASSETS OR WILL EXERCISE CONTROL OVER THE MANAGEMENT OF THE COMPANY:

NAME(S) ADDRESS: NATURE OF RELATIONSHIP

\_\_\_\_\_

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**POLITICALLY EXPOSED PERSONS:**

ARE ANY OF THE PROPOSED SHAREHOLDERS, BENEFICIAL OWNERS (DIRECT OR INDIRECT) OF 10% OR MORE IN THE COMPANY, DIRECTORS, OFFICERS, AUTHORIZED SIGNATORIES, PERSONS HAVING PRINCIPAL CONTROL OVER THE ASSETS OF THE COMPANY OR PERSONS WHO WILL EXERCISE CONTROL OVER THE MANAGEMENT OF THE COMPANY, A POLITICALLY EXPOSED PERSON?<sup>5</sup>

Yes  No

*If yes, please provide the following details:*

NAME(S) TITLE:

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

<sup>5</sup> A politically exposed person (1) is an individual who holds or has held within the last 12 months, (a) a position in the executive, legislative, administrative, military or judicial branches of government, whether elected or not, including the position of (i) head of state or head of government, (ii) senior official, (iii) senior official in a major political party and (iv) senior executive in a major statutory or government owned corporation or (b) a senior position at an international organization or branch thereof, (2) includes any parent, sibling, spouse, or child or other family member or close associate of an individual referred to in paragraph (1) above and (3) any corporation, business or other entity formed by or for the benefit of any person referred to in paragraph (1)(a)(i) above.

**CLIENT SIGNATURE:**

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Name:

Title:

Date:

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**FOR OFFICIAL USE ONLY**

Accepted and agreed on behalf of  
H & J Corporate Services Ltd.

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Date: