

Companies in Cyprus*May 2011***Company Name**

The name of a company must be approved by the Registrar of Companies before the whole registration procedure commences. Names of companies similar to existing company names are not approved. Likewise, names of a "general meaning" are not approved. Finally, names including words like "Royal", "Queen", "King", "Saint", "Common-wealth", "International", "Bank", etc, are not approved either.

Company names are approved in approximately one week's time. Company names must end with the word "Limited".

It is advisable that a range of names is given to the Registrar of Companies to avoid unnecessary delay.

Our company maintains a list of already approved names by the Registrar of Companies. The registration of the company may therefore commence immediately if one of these names is chosen. The list of already approved names is available on request.

Main Objects/Purpose of the Company

The main objects/purpose of the company must be stated in the first paragraphs of the proposed company's Memorandum and Articles of Association.

Share Capital

The Cyprus Companies Law provides for a minimum of one share and at least one registered shareholder. There is no minimum required share capital.

The share capital must be in Euro or any other currency and may be subdivided into denominations with the creation of different classes of shares.

Bank Reference

A bank reference is required by our company for the beneficial shareholder of the company.

A sample of the Bank reference is available upon request. Bank references should ideally originate from the country in which the beneficial shareholder resides or carries out his business.

Our company also requires copy of the passport of the beneficial shareholder and proof of his/her address. In the event that the beneficial shareholder is a local body our company requires corporate certificates and a bank reference. We also require a detailed description of the indented objects of the company to be registered.

Shareholders

The minimum number of “registered shareholders” should be one. The minimum “beneficial shareholders” could also be one. Shareholders can either be individuals or legal corporate entities. Trusts may also be shareholders in a Cyprus company, through the trustees of the trusts.

Shares may be held by nominee companies for the benefit of beneficial shareholders to preserve their anonymity. Trust Deeds are signed by the nominee shareholder in order to completely safeguard the interests of the beneficial shareholders.

Totalserve Management Limited can provide nominee entities for this purpose.

The identity of the beneficial shareholder is kept absolutely confidential if a nominee trustee is used.

Directors

At least one director is necessary. The directors may be local Cypriot individuals or foreigners. It is generally advisable to appoint local directors if one wishes to have effective management and control in Cyprus rendering the company the resident status in Cyprus for tax purposes. A corporate entity may act as director.

Nominee directors may be provided by our company. The name, address, nationality, passport number and occupation of each director is required.

Secretary

An individual or a secretarial company must be appointed. Totalserve Management Limited is almost always appointed to act as secretary.

Registered Office

The registered office of the company must be in Cyprus. The registered office address is the official address of the company where the statutory books, registers, and the seal of the company should be kept. Summons and writs are also served at the registered office address.

Totalserve’s office address as below is used as the registered office of client companies.

Totalserve Management Ltd

17, Gr. Xenopoulou Street
3106 Limassol ,Cyprus

Confidentiality

With the use of nominee shareholders together with the appointment of a nominee director one can ensure complete confidentiality and anonymity of the beneficial shareholders.

Timing

The time needed to register a company in Cyprus is approximately 7-10 days. However, an accelerated service is available at the Registrar of Companies office whereby a company may be registered very quickly, provided of course the name of the proposed company has already been approved.

Shelf companies

A number of already registered companies are available at Totalserve. Transfer of shares may be effected by application to Registrar of Cyprus Companies.

The list of the already registered companies (shelf companies) is available on request.

NOTES:

The above is intended to provide a brief guide only. It is essential that appropriate professional advice is obtained. Totalserve Management Ltd will be glad to assist you in this respect. Please do not hesitate to contact us.