	··· ·· ·· ·· ·· ·· ·· ·· ·· ·· ·· ·· ··	000232/100
In accordance with Section 1046 of the Companies Act 2006 & Regulation 4(1) of the Overseas Companies Regulations 2009	Registration of an overseas company opening a UK establishment.	(H)
	A fee is payable with this form Please see 'How to pay' on the last page	Companies House
	A05	*A1L2FISR* 05/11/2012 #22 #PANIES HOUSE 02/11/2012 #87 PANIES HOUSE
Part 1	Overseas company details (Name)	, aal use
A1	Corporate name of overseas company	
Corporate name 	BENELUX BROWNG INTERNATIONAL ≤.A. Do you propose to carry on business in the UK under the corporate name as incorporated in your home state or country, or under an alternative name? → To register using your corporate name, go to Section A3. → To register using an alternative name, go to Section A2.	Please complete in typescript (10pt or above), or in bold black capitals All fields are mandatory unless specified or indicated by * This must be the corporate name in the home state or country in which the company is incorporated
A2	Alternative name of overseas company *	<u> </u>
Alternative name (if applicable) ॐ	Please show the alternative name that the company will use to do business in the UK	◆ A company may register an alternative name under which it proposes to carry on business in the United Kingdom under Section 1048 of the Companies Act 2006 Once registered it is treated as being its corporate name for the purposes of law in the UK
A3	Overseas company name restrictions®	<u></u>
	This section does not apply to a European Economic Area (EEA) company registering its corporate name. Please tick the box only if the proposed company name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body I confirm that the proposed company name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response	Overseas company name restrictions A list of sensitive or restricted words or expressions that require consent can be found in guidance available on our website www.companieshouse.gov uk
BIS Department for B Innovation & Skills		CHFP000 05/12 Version 5 0

Registration of an overseas company opening a UK establishment

Part 2	Overseas company details	
B1	Particulars previously delivered	:
	Have particulars about this company been previously delivered in respect of another UK establishment → No Go to Section B2 → Yes Please enter the registration number below and then go to Part 5 of the form. Please note the original UK establishment particulars must be filed up to date	The particulars are legal form, identity of register, number in registration, director and secretaries details, whether the company is a credit or financial institution, law, governing law, accounting requirements, objects, share capital, constitution, and accounts.
UK establishment registration number	BR	
B2	Credit or financial institution	
	Is the company a credit or financial institution? ✓ Yes ✓ No	Please tick one box
B3	Company details	
	If the company is registered in its country of incorporation, please enter the details below	Please state whether or not the company is limited. Please also include whether the company is
Legal form ③) PRIVATE LIMITED COMPANY.	a private or public company if applicable
Country of incorporation *	PANAMA	This will be the registry where the company is registered in its parent country
Identity of register in which it is	REPUBLICA DE PANAMA	
registered Registration number in that register	MUISTERIO DE HACIENDA Y TESORO	
B4	EEA or non-EEA member state	
	Was the company formed outside the EEA? → Yes Complete Sections B5 and B6 → No Go to Section B6	
B5	Governing law and accounting requirements	
	Please give the law under which the company is incorporated	This means the relevant rules or legislation which regulates the
Governing law	PANDAMA REPUBLIC OF PANAMA.	encorporation of companies in that state
	Is the company required to prepare, audit and disclose accounting documents under parent law? → Yes Complete the details below → No Go to Part 3	

	Registration of an overseas company opening a UK establishment	
	Please give the period for which the company is required to prepare accounts by parent law	
rom	d d m m	
· · · · · · · · · · · · · · · · · · ·	Please give the period allowed for the preparation and public disclosure of accounts for the above accounting period	
fonths	NA	<u> </u>
36	Are copies of the latest disclosed accounts being sent with this form? Please note if accounts have been disclosed, a copy must be sent with the form, and, if applicable, with a certified translation •	• Please tick the appropriate box(es)
	Please indicate what documents have been disclosed Please tick this box if you have enclosed a copy of the accounts.	
	Please tick this box if you have enclosed a certified translation of the accounts	
	Please tick this box if no accounts have been disclosed	
		•

OS IN01
Registration of an overseas company opening a UK establishment

Part 3	Constitution	
C1	Constitution of company	
	The following documents must be delivered with this application - Certified copy of the company's constitution and, if applicable, a certified translation Please tick the appropriate box(es) below. I have enclosed a certified copy of the company's constitution I enclose a certified translation, if applicable	● A certified copy is defined as a copy certified as correct and authenticated by - the secretary or a director of the company, permanent representative, administrator, administrative receiver, receiver manager, receiver and liquidator. ● A certified translation into English must be authenticated by the secretary or a director of the company, permanent representative, administrator, administrative receiver, receiver manager, receiver and liquidator
C2	EEA or non-EEA member state	
	Was the company formed outside the EEA?	
	 → Yes Go to Section C3 → No Go to Part 4 'Officers of the company'. 	
C3	Constitutional documents	
	Are all of the following details in the copy of the constitutional documents of the company? - Address of principal place of business or registered office in home country of incorporation - Objects of the Company - Amount of issued share capital → Yes Go to Part 4 'Officers of the company' → No If any of the above details are not included in the constitutional documents, please enter them in Section C4 The information is not required if it is contained within the constitutional documents accompanying this registration	
C4	Information not included in the constitutional documents	
	Please give the address of principal place of business or registered office in the country of incorporation •	This address will appear on the public record
Building name/number	3-80.	Please give a brief description of the
Street	THIRTY MAST FIRST STREET PO 7412.	company's business Please specify the amount of shares issued and the value
Post town	PANAMA 5	
County/Region	PANAMA.	
Postcode		
Country		
	Please give the objects of the company and the amount of issued share capital	
Objects of the company Output Outpu	SEE SECOND SHEDWILL OF CONSTITUTION	
Amount of issued share capital 9	5000-500 SHARES of £1.00, each.	

Registration of an overseas company opening a UK establishment

Part 4	Officers of the company	
	Have particulars about this company been previously delivered in respect of another UK establishment?	Continuation pages Please use a continuation page
	 → Yes Please ensure you entered the registration number in Section B1 and then go to Part 5 of this form → No Complete the officer details 	if you need to enter more officer details.
	For a secretary who is an individual, go to Section D1, for a corporate secretary, go to Section E1, for a director who is an individual, go to Section F1, or for a corporate director, go to Section G1	
Secretary	corporate affector, go to section of	ı
D1	Secretary details •	. <u></u>
	Use this section to list all the secretaries of the company Please complete Sections D1-D3. For a corporate secretary, complete Sections E1-E5 Please use a continuation page if necessary	● Corporate details Please use Sections E1-E5 to enter corporate secretary details.
Full forename(s)	DAVID	Please provide any previous names
Surname	TURNER.	which have been used for business purposes during the period of
Former name(s)		this return Married women do not need to give former names unless previously used for business purposes.
D2	Secretary's service address®	1 ' '
Building name/number		③ Service address
Street	THORNDON HALL	This is the address that will appear on the public record. This does not have to be your usual residential address.
Post town	BRENTWOOD	If you provide your residential
County/Region	ESSEX.	address here it will appear on the public record
Postcode	CM133RJ	
Country		
D3	Secretary's authority	
	Please enter the extent of your authority as secretary Please tick one box.	If you have indicated that the extent of your authority is limited, please
Extent of authority	□ Limited •	provide a brief description of the limited authority in the box below
	Unlimited	Sif you have indicated that you are
Description of limited		not authorised to act alone but only jointly, please enter the name(s) of
authority, if applicable	Are you authorised to act alone or jointly? Please tick one box.	the person(s) with whom you are authorised to act below
	Alone	
	☐ Jointly ⑤	
If applicable, name(s) of person(s) with		
whom you are acting jointly		
		CHEDOOD

OS IN01
Registration of an overseas company opening a UK establishment

Corporate secretary

E1	Corporate secretary details [®]	
	Use this section to list all the corporate secretaries of the company Please complete Sections E1-E5 Please use a continuation page if necessary	Registered or principal address This is the address that will appear on the public record. This address
Name of corporate body or firm		must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained
Building name/number		within a full address), DX number or LP (Legal Post in Scotland) number
Street		
Post town		
County/Region		
Postcode		
Country		
E2	Location of the registry of the corporate body or firm	
_	Is the corporate secretary registered within the European Economic Area (EEA)?	
	→ Yes Complete Section E3 only	
	→ No Complete Section E4 only	
E3	EEA companies ®	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	● EEA A full list of countries of the EEA can be found in our guidance
Where the company/ firm is registered		www.companieshouse.gov.uk This is the register mentioned in
Registration number		Article 3 of the First Company Law Directive (68/151/EEC)
E4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by	⊙ Non-EEA
	which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	Where you have provided details of the register (including state) where the company or firm is registered,
Legal form of the corporate body or firm		you must also provide its number in that register
Governing law		
If applicable, where		
the company/firm is registered 9		
If applicable, the registration number		

E5	Corporate secretary's authority	
_	Please enter the extent of your authority as corporate secretary Please tick one box	If you have indicated that the extent of your authority is limited, please provide a brief description of the
Extent of authority	☐ Limited ● ☐ Unlimited	Imited authority in the box below If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of
Description of limited authority, if applicable	Are you authonsed to act alone or jointly? Please tick one box	the person(s) with whom you are authorised to act below
	☐ Alone ☐ Jointly	
If applicable, name(s) of person(s) with whom you are acting jointly		

Registration of an overseas company opening a UK establishment

Director

F1	Director details •	
	Use this section to list all the directors of the company Please complete Sections F1-F4 For a corporate director, complete Sections G1-G5 Please use a continuation page if necessary	● Corporate details Please use Sections G1-G5 to enter corporate director details.
Full forename(s)	GIVAC	Please provide any previous names
Surname	TURNER	which have been used for business purposes in the last 20 years.
Former name(s)		Married women do not need to give former names unless previously used for business purposes
Country/State of residence 9	UK	Ocountry/State of residence This is in respect of your usual residential address as stated in
Nationality	BRITISH.	Section F3
Date of birth	1°01 111 11943	Business occupation If you have a business occupation,
Business occupation (if any) •	RETILED	please enter here If you do not, please leave blank
F2	Director's service address 9	
Building name/number	S2.	Service address
Street	THORNDON HALL	This is the address that will appear on the public record. This does not have to be your usual residential address.
Post town	BLENTWOOD	If you provide your residential address here it will appear on the
County/Region	ESSEX	public record
Postcode	CM 133RJ	
Country	UK.	

F4	Director's authority	
	Please enter the extent of your authority as director Please tick one box	If you have indicated that the extent of your authority is limited, please
Extent of authority	☐ Limited ● ☐ Unlimited	provide a brief description of the limited authority in the box below If you have indicated that you are not authorised to act alone but only
Description of limited authority, if applicable	Are you authorised to act alone or jointly? Please tick one box Alone Jointly Jointly	jointly, please enter the name(s) of the person(s) with whom you are authorised to act below
If applicable, name(s) of person(s) with whom you are acting jointly	i Jointy •	

Registration of an overseas company opening a UK establishment

Corporate director

G1	Corporate director details •	
	Use this section to list all the corporate directors of the company Please complete G1-G5. Please use a continuation page if necessary	• Registered or principal address This is the address that will appear on the public record This address
Name of corporate body or firm		must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained
Building name/number		within a full address), DX number or LP (Legal Post in Scotland) number
Street		
Post town		
County/Region		
Postcode		
Country		
G2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)? • Yes Complete Section G3 only • No Complete Section G4 only	
G3	EEA companies ®	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	● EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk
Where the company/ firm is registered •		This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Registration number		Directive (00/131/EEC)
G4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	Non-EEA Where you have provided details of the register (including state) where the company or firm is registered,
Legal form of the corporate body		you must also provide its number that register
or firm Governing law		
or firm		

G5	Corporate director's authority	
	Please enter the extent of your authority as corporate director Please tick one box	If you have indicated that the extent of your authority is limited, please provide a brief description of the
Extent of authority	☐ Limited ① ☐ Unlimited	limited authority in the box below If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of
Description of limited authority, if applicable	Are you authorised to act alone or jointly? Please tick one box.	the person(s) with whom you are authorised to act below
	☐ Alone ☐ Jointly ②	
If applicable, name(s) of person(s) with whom you are acting jointly		

Has the company previously registered a certified copy of the company's constitution with material delivered in respect of another UK establishment? No Go to Section H3 Yes Please enter the UK establishment number below and then go to Section H2 Documents previously delivered — accounting documents Has the company previously delivered a copy of the company's accounting documents with material delivered in respect of another UK establishment? No Go to Section H3 Yes Please enter the UK establishment number below and then go to Section H3 Yes Please enter the UK establishment number below and then go to Section H3 and H4 must be completed in all cases. Delivery of accounts and reports Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment In respect of this establishment Please go to Section H4 In respect of another UK establishment Please give the registration number below, then go to Section H4 In respect of another UK establishment Please give the registration number below, then go to Section H4	Has the company previously registered a certified copy of the company's constitution with material delivered in respect of another UK establishment? + No Go to Section H3 + Yes Please enter the UK establishment number below and then go to Section H2 UK establishment registration number B R	Part 5	UK establishment details	
constitution with material delivered in respect of another UK establishment? + No Go to Section H3 + Yes Please enter the UK establishment number below and then go to Section H2 B R	constitution with material delivered in respect of another UK establishment? No Go to Section H3 Yes Please enter the UK establishment number below and then go to Section H2 UK establishment registration number B R	41	Documents previously delivered - constitution	
Yes Please enter the UK establishment number below and then go to	# Yes Please enter the UK establishment number below and then go to Section H2 Documents previously delivered — accounting documents			
Documents previously delivered — accounting documents Has the company previously delivered a copy of the company's accounting documents with material delivered in respect of another UK establishment? No Go to Section H3 Yes Please enter the UK establishment number below and then go to Section H3 B R	Documents previously delivered — accounting documents Has the company previously delivered a copy of the company's accounting documents with material delivered in respect of another UK establishment? No Go to Section H3 Yes Please enter the UK establishment number below and then go to Section H3 Sections H3 and H4 must be completed in all cases. Delivery of accounts and reports Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment In respect of another UK establishment Please give the registration number below, then go to Section H4 UK establishment B R		→ Yes Please enter the UK establishment number below and then go to	
Has the company previously delivered a copy of the company's accounting documents with material delivered in respect of another UK establishment? No Go to Section H3 Yes Please enter the UK establishment number below and then go to Section H3 Sections H3 and H4 must be completed in all cases. Delivery of accounts and reports Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment in respect of another UK establishment Please go to Section H4 In respect of another UK establishment Please give the registration number below, then go to Section H4 IK establishment B R	Has the company previously delivered a copy of the company's accounting documents with material delivered in respect of another UK establishment? + No Go to Section H3 + Yes Please enter the UK establishment number below and then go to Section H3 B R Sections H3 and H4 must be completed in all cases. Delivery of accounts and reports Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment Please give the registration number below, then go to Section H4		BR	
documents with material delivered in respect of another UK establishment? No Go to Section H3 Yes Please enter the UK establishment number below and then go to Section H3 IK establishment egistration number Sections H3 and H4 must be completed in all cases. Delivery of accounts and reports Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment or in respect of another UK establishment In respect of another UK establishment Please give the registration number below, then go to Section H4 IK establishment B R R	documents with material delivered in respect of another UK establishment? No Go to Section H3 Yes Please enter the UK establishment number below and then go to Section H3 B R	12	Documents previously delivered – accounting documents	
Flease enter the UK establishment number below and then go to Section H3 Section H3 B R	→ Yes Please enter the UK establishment number below and then go to Section H3 UK establishment egistration number Sections H3 and H4 must be completed in all cases. Delivery of accounts and reports Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment In respect of this establishment Please go to Section H4 In respect of another UK establishment Please give the registration number below, then go to Section H4 UK establishment B R			
Sections H3 and H4 must be completed in all cases. Delivery of accounts and reports Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment In respect of this establishment Please go to Section H4 In respect of another UK establishment Please give the registration number below, then go to Section H4 UK establishment B R	Sections H3 and H4 must be completed in all cases. Delivery of accounts and reports Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment In respect of another UK establishment Please go to Section H4 In respect of another UK establishment Please give the registration number below, then go to Section H4 UK establishment B R		→ Yes Please enter the UK establishment number below and then go to	
Delivery of accounts and reports Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment In respect of this establishment Please go to Section H4 In respect of another UK establishment Please give the registration number below, then go to Section H4 UK establishment B R	Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment In respect of this establishment Please go to Section H4 In respect of another UK establishment Please give the registration number below, then go to Section H4 UK establishment B R		BR	
Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment. In respect of another UK establishment. Please go to Section H4 In respect of another UK establishment. Please give the registration number below, then go to Section H4 UK establishment. B. R.	Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment In respect of another UK establishment Please go to Section H4 In respect of another UK establishment Please give the registration number below, then go to Section H4 IK establishment B R		Sections H3 and H4 must be completed in all cases.	
with respect to this establishment or in respect of another UK establishment In respect of this establishment Please go to Section H4 In respect of another UK establishment Please give the registration number below, then go to Section H4 UK establishment B R	with respect to this establishment or in respect of another UK establishment In respect of this establishment Please go to Section H4 In respect of another UK establishment Please give the registration number below, then go to Section H4 UK establishment B R	Н3	Delivery of accounts and reports	
In respect of another UK establishment Please give the registration number below, then go to Section H4 UK establishment B R	In respect of another UK establishment Please give the registration number below, then go to Section H4 UK establishment B R		with respect to this establishment or in respect of another UK establishment	• Please tick the appropriate box
below, then go to Section H4 JK establishment B R	below, then go to Section H4 JK establishment B R		- The state of the	
			BR	

H4	Particulars of UK establishment •					
	Please enter the name and address of the UK establishment	Address This is the address that will appear				
Name of establishment	THORNDON HALL	on the public record				
Building name/number	52	-				
Street .	THOLNDON GATE	_				
Post town	BLENTWOOD	_				
County/Region	ESSEX					
Postcode	CH133RJ					
Country	D に 、 Please give the date the establishment was opened and the business of the establishment	-				
Date establishment opened	10 1 m,					
Business carried on at the UK establishment	OFFICE ADMINISTRATION					

Part 6	Permanent representative				
	Please enter the name and address of every person authorised to represent the company as a permanent representative of the company in respect of the UK establishment				
J1	Permanent representative's details				
	Please use this section to list all the permanent representatives of the company Please complete Sections J1-J4	Continuation pages Please use a continuation page if you need to enter more details.			
Full forename(s)	DAVID				
Surname	TURNER.				
J2	Permanent representative's service address •				
Building name/number	52	Service address This is the address that will appear			
Street	THORNDON HALL	on the public record This does not have to be your usual residential address.			
Post town	BLENTWOOD	If you provide your residential address here it will appear on the			
County/Region	ESSEX	public record			
Postcode	CHIBBRE				
Country	UK				
13	Permanent representative's authority				
	Please enter the extent of your authority as permanent representative Please tick one box	If you have indicated that the extent of your authority is limited, please provide a brief description of the			
Extent of authority	☐ Limited ②	limited authority in the box below			
	Unlimited	If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of			
Description of limited		the person(s) with whom you are authorised to act below			
authority, if applicable	Are you authorised to act alone or jointly? Please tick one box	- authorised to act below			
	Alone				
	☐ Jointly ❸				
If applicable, name(s) of person(s) with whom you are acting jointly					

Part 7	Person authorised to accept service	
	Does the company have any person(s) in the UK authorised to accept service of documents on behalf of the company in respect of its UK establishment?	
	 Yes Please enter the name and service address of every person(s) authorised below No Tick the box below then go to Part 8 'Signature' 	
	If there is no such person, please tick this box.	
	Details of person authorised to accept service of documents in the UK	
	Please use this section to list all the persons' authorised to accept service below Please complete Sections K1-K2	Continuation pages Please use a continuation page if you need to enter more details.
Full forename(s)	DAVID	
Surname	TURNER	
K2	Service address of person authorised to accept service •	
Building name/number	52	• Service address
Street	THOUNDON HALL	This is the address that will appear on the public record. This does not have to be your usual residential address. Please note, a DX address.
Post town	BLENTWOOD	would not be acceptable
County/Region	ESSEX	
Postcode	CH133RJ	
Country	()K	

Signature	
This must be completed by all companies	
I am signing this form on behalf of the company	
X Augusture	X
This form may be signed by Director, Secretary, Permanent representative	
	This must be completed by all companies I am signing this form on behalf of the company Signature X This form may be signed by

Registration of an overseas company opening a UK establishment

Presenter information You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record DAVID TURNER HALL THOLLDON INGRAVE Post town County/Region Country DX 01277 815028 Checklist We may return forms completed incorrectly or with information missing Please make sure you have remembered the following: The overseas corporate name on the form matches the constitutional documents exactly ☐ You have included a copy of the appropriate correspondence in regard to sensitive words, if appropriate You have included certified copies and certified translations of the constitutional documents, if appropriate ☐ You have included a copy of the latest disclosed accounts and certified translations, if appropriate You have completed all of the company details in Section B3 if the company has not registered an existing establishment You have complete details for all company secretaries and directors in Part 4 if the company has not registered an existing establishment Any addresses given must be a physical location They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number

Important information

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses.

How to pay

A fee of £20 is payable to Companies House in respect of a registration of an overseas company Make cheques or postal orders payable to 'Companies House'

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below.

England and Wales

The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff

Scotland:

The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post)

Northern Ireland

The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG DX 481 N R Belfast 1

Higher protection

If you are applying for, or have been granted, higher protection, please post this whole form to the different postal address below
The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE

Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

You have completed details for all permanent

accept service in Part 7

You have signed the form

 ☐ You have enclosed the correct fee

representatives in Part 6 and persons authorised to



FILE COPY

CERTIFICATE OF REGISTRATION OF AN OVERSEA COMPANY

(Registration of a UK establishment)

Company No. FC031057

UK Establishment No. BR016121

The Registrar of Companies hereby certifies that

BENELUX BROKING INTERNATIONAL S.A.

has this day been registered under the Companies Act 2006 as having established a UK Establishment in the United Kingdom.

Given at Companies House on 5th November 2012.





PUBLIC DOCUMENT NUMBER ONE THOUSAND FOUR HUNDRED TWENTY ONE

-(1421) -

By means of which the Corporation known as "BENELUX BROKING INTERNATIONAL, S. A.", with domicile in the city of Panama, Republic of Panama is organized.

Panamá, February 14th., 1978.

In the city of Panama, capital of the Republic and seat of the notarial circuit of the same name on the Fourteenth (14th.) day of the month of February in the year one thousand nine hundred seventy eight (1978), before me, PABLO LEPOLDO AROSEMENA (Pablo L. Arosemena), Fifth Notary Public of the Panama Circuit holder of personal identification card number six-seventeennine hundred fifty four (6-17-954), personally appeared the following persons to me known: FELIPE SANTIAGO TAPIA CASTILLO (F. S. Tapia C.), male, of legal age, married, Lawyer, Panamanian and resident of this city, holder of personal identification card number two-AV-seven-eight hundred sixty nine (2-AV-7) 869); and JULIO ERNESTO LINARES (Julio E. Linares), male, of legal age, married, Lawyer, Panamanian and resident of this city, holder of personal identification card number eight-one hundred sixty six-five hundred ninety nine (8-166-599), and they requested that I make of record the fact that they are organizing a Corporation subject to the following Articles of Incorporation: FIRST: Name. - The name of the Corporation is: - - - "BENELUX BROKING INTERNATIONAL, S. A."- - - -Purposes. - The purposes which the Corporation shall mainly undertake, develop and carry on within or outside the Republic of Panama are the following: a) To acquire, purchase, subscribe, hold, administer, sell, issue, assign, transfer, guarantee, mortgage, bail, pledge, finance, or in another manner dispose or negotiate in securities, bonds, participations in other corporations, land, real property and real estate of any kind, merchandise, raw materials, precious metals, and rights of any kind, whether movable or unmovable or immaterial, either on its own account or on the account of third parties or in favour of third parties; b) To open, maintain, close accounts and deposits in banks or other financial institutions, to lend and borrow money and grant guarantees in fayour of third parties, all in any currency of the world; c) Any other lawful business permitted by the laws of the Republic of Panama or which these may allow in the future.- - - -

THIRD: Shares. The total number of shares which the Corporation may issue is FIVE HUNDRED (500) all of them shall be with out nominal or par value. The shares may be issued to bearer The Board of Directors or in the nominative form. have the right to determine, at the time of issuing shares if the same are to be issued in in Nominative form or to Bearer. The corporate capital shall be at least equal to the total amount represented by the shares with nominal value, if any, plus ONE DOLLAR (US\$1.00), with respect share without nominal value to be the amounts which from time to time may be added to the corporate capital by resolution of the Board of Direc-Subject to the foregoing paragraph, the corporation may issue and sell authorized shares without nominal value for the price which from time to time may be fixed by the Board of Directors. Any and all of the Shares issued will be considered as fully paid. The holders of such shares shall not be liable for said shares nor towards Corporation or its creditors. The transfers of bearer shares shall be effected by the mere delivery of the stock certifica-The stock certificates may include one or more shares and shall be signed by the President alone or the Vice-President and the Treasurer jointly or the Treasurer and the Secretary jointly. The signatures may be fixed in facsimile .- - -FOURTH: Domicile.- The domicile of the Corporation will be located in the City of Panama, Republic of Panama, and its Resident Agent is: TAPIA & ASOCIADOS" whose address is as follows: Thirty First (31st.) Street, Number Three-Eighty (3-80), Post Office Box Seven Thousand Four Hundred and Twelve (7412), Pahama Five (5), Republic of Panama. The Resident Agent is not authorized to incur in obligations in the Corporation's name hor to encumber in any manner its property. By resolution of the General Assembly of the Shareholders the domicile of the Corporation may be transferred abroad. - - -FIFTH: The duration of the Corporation shall be perpetual, but it may be dissolved at any time in accordance with the Law. - - -\$IXTH: Subscribers.- The name of each of the Subscribers of these Articles of Incorporation, their domicile and the number of shares which each of them agrees to subscribe, is as follows: F. S. TAPIA C., of number Three-Eighty (3-80), Thirty First (31st.) Street, Panama City, Republic of Panama, ONE (1) SHARE; and JULIO E. LINARES, of number three-eighty (3-80) Thirty First (31st.) Street, Panama City, Republic of Panama, ONE (1) SHARE. - - SEVENTH: General Assembly of Shareholders. The General Assembly of Shareholders constitutes the supreme

power of the Corporation and shall be presided by the Chairman and the absence of both by a shareholder designated by the The Secretary of the Corporation and in his absence a person designated by the Assembly, who may be or not a stock holder, may act as Secretary of the meeting and draft the minutes. The Shareholders Assembly shall be held in the Republic of Panama, or at any other place outside the Republic of Pana-The notice wherein the business to be dealt must be enumerated, shall be made by personal delivery or by mail at least ten (10) days before the date of the meeting of the Assembly or through publication in a newspaper to be designated by the Board of Directors. Unless these Articles of Incorporation provide otherwise in the Shareholders Assembly, each share shall be entitled to one vote. The resolutions taken in any Assembly, in which all the stockholders are present, whether personally or by proxy, shall be valid; and the resolutions taken in an Assembly having quorum all the absentees having waived notice in the manner prescribed shall be valid for all the purposes mentioned in the waiver, although in any of the above-mentioned cases the notice had not been made in the prescribed manner. The resolutions of the Stockholders Assembly shall be valid whichever may be the number of present or represented shareholders, having approved them, as long as they represent the majority of the outstanding shares entitled to In the absence of a quorum, a new Assembly of the Stockholders shall be called in which the resolutions may be approved whichever shall be the number of shares represented by the stockholders. In all Shareholders Assemblies any shareholder may be represented by proxy who does not need to be a shareholder and who may be appointed by public or private document, with or without clause of substitution. - - - EIGHTH: Board of Directors. The business of the Corporation shall be administered and managed by a Board of Directors consisting of not less than three (3) members, of legal age and without distinction of nationality or sex. Two of them shall have the titles of Chairman and Deputy Chairman, respectively. The number of Directors shall be set and the Directors of the Corporation shall be elected by the Shareholders Assembly, which will also designate the Chairman and the Deputy Chair-In case of vacancies of the Board of Directors the reman. maining directors, even less than the quorum, are authorized to elect the persons who shall fill the vacancies as Direc-The Board of Directors may perform all the powers of the Corporation, except those which by Law or by the Articles of Incorporation are reserved solely to the stockholders. The

attendance of two Directors shall be necessary to constitute quorum to decide on the corporate business. The Directors may be or not shareholders of the Corporation. While a new election is made, the following are elected as Directors of the Corporation: DOCTOR ALFRED WIEDERKEHR, male, of legal age, Swiss citizen, domiciled in Bahnhofstrasse Forty Four (44), Zurich, Switzerland, who will act as Chairman; DOCTOR MARTIN FORSTER, male, of legal age, Swiss citizen, domiciled in Bahnho strasse Forty Four (44), Zurich, Switzerland; who will act JUERG SCHOCH, male, of legal as Deputy Chairman; and MR. Swiss citizen, domiciled in Gimenenstrasse Three The meeting of the Board of B (3 B), Zuq, Switzerland. Directors shall be called and presided by the Director Chairman; in his absence by the Director Deputy Chairman; and in the absence of both by another member of the Board of Directors; and held in the place they may designate. wherein the matters to be dealt with shall be enumerated shall be made by personal delivery or by mail -except in case of emergency- at least ten (10) days before the date of the meeting. The notice shall be valid if it is sent to the last address notified by the Directors to the company. In the meeting of the Board of Directors its members may be represented by other members through private or public document. If all the Directors agree, the resolution of the Board of Directors may be taken by minutes which may circulate for their signature. - - - NINTH: Officers. - The officers of the Corporation shall be elected and removed by the Board of Directors or by the General Assembly of Shareholders and they may be or not shareholders. The same person may perform two or more offices. while a new election is made, the following are appointed as Officers of the Corporation: DOCTOR Alfred WIEDERKEHR, President; DOCTOR MARTIN FORSTER, Vice-President, Treasurer, and Assistant Secretary; and MR. JUERG SCHOCH, Secretary. Any Director or Officer of the Corporation acting, individually, i.e., with his sole signature, may bind and engage the Corporation in its with third parties. The persons having the power to engage the Corporation in its relation with third parties may delegate or grant such powers in the name and on behalf of the Corporation in favour of a Director of Officer of the Corporation or in favour of attorneys-in-fact with power of substitution with regard to the business of the Corporation. The powers may be special Powers or General Powers. A General Power may include the right to sell, alienate, pledge, mortgage or otherwise dispose of all the assets of the Company.

The Directors, Officers or attorneys-in-fact acting in the name of the Corporation according to the Article NINTH of these Articles of Incorporation do not need previous authorization from the Board of Directors of from the stockholders as long as they act within the purposes enumerated in the SEC-OND Article of the Articles of Incorporation of the Company. Books.- The books required by the Panamanian which are: The Stock Registry and the Minutes-book, shall be kept at the place designated by the Board of Diectors of the Corporation .- - - ELEVENTH: Special provisions on contracts. No contract or transaction between this Corporation and any other Corporation shall be impaired or invalidated by the fact that one or more Directors or Officers of this Corporation are or may be interested or be Director or Officer of this and the other Corporation; and any Director or Officer, due to the fact of forming part or be interested in such contract, act or transaction, shall enjoy the same exemption; and each person who may become Director or Officer of this Corporation is hereby exempted from any restriction which might exist for entering contracts with this Corporation, for his own benefit, or other Firm or Corporation wherein he may be interested .- -The Shareholders are entitled to transfer at any moment to the Corporation the totality or part of their shares for the value said shares may have in the books, provided that for the reason of said transfer the actual value of the corporate assets is not reduced to an amount representing less than the total value of the liabilities, considering as part of this the reduced capital. Whenever two (2) or more shareholders are willing to exert the right conferred to them by this Clause, each of them shall have the right to transfer shares in proportion to the shares belonging to him. - - -THIRTEENTH: Fiscal Year.- The fiscal year of the Corporation shall be of a period of twelve (12) months ending on the thirty first (31st.) day of December of each year, except other provisions of the Board of Directors. - - FOURTEENTH: Amendments to the Articles of Incorporation .- Amendments to the Articles of Incorporation shall be made in accordance with the provisions of these Articles of Incorporation and the Panamanian Law----I made known to the parties appearing before me that a copy of this instrument must be registered; and it having been read to them in the presence of the attesting witnesses, Marco Antonio Perez Cedeño, with personal identification card number seven-twelve-one thousand five (7-12-1005); and Juan Ramos Quintero, with personal identification card number six-fifty

two-one thousand seven hundred five (6-52-1705), of legal age, and residents of this city, to me known and qualified to discharge the duty, they found it to be correct, they approved it, and they sign it as a matter of record, with the said witnesses, before me, the Notary Public, whereunto I attest .------THIS Document bears the number ONE THOUSAND FOUR HUNDRED TWENTY ONE- - - - - - - - - (1421) - - - -(sgd.) F. S. TAPIA C .-- JULIO E. LINARES-- Marco A. Perez C .--Juan Ramos Q .-- -- PABLO L. AROSEMENA, Fifth Notary Public of

This copy which I issue in the city of Panama, on the Fourteenth -- (14th.) -- day of February in the year one thousand nine hundred seventy eight (1978) agrees with its original.-(sgd.) PABLO L. AROSEMENA, Fifth Notary Public. - - - -This document has been inscribed at Filing Card 022699, Roll 1112, Image 0240, of the Microfilm (Mercantile) Section of the Public Registry Office. - on February 16th., 1978. (sgd.) Bethzayda E. Giron R., Chief of the Section. - - -

I, N. C. Moesler, do hereby certify that the foregoing is a true and exact translation of its original in Spanish.

Panama, March 13th., 1978.

the Panama Circuit. - - -

NANCY & MOESLER INTEPRETE PUBLICO AUTURIZADO

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Ced 190 8-58-106 Licencia Din 132

CERTIFIED A TRUE TRANSLATION OF THE ORIGINAL LANGUAGE DOCUMENTS.



REPUBLICA DE PANAMA

PROVINCIA DE PANAMA

Notaría Quinta del Circuito

TELEFONO 25-8002 25-6066 PABLO L AROSEMENA NOTARIO APARTADO POSTAL 553
PANAMA 1, R P

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CALLE 31 ESTE

COPIA

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31.10.12.



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NOTARIA QUINTA DEL CIRCUITO DE PANAMA

PAPEL NOTARIAL

TIMBRE NACIONAL
B/ 200 DOS BALBOAS B/ 200

1	ESCRITURA PUBLICA NUMERO MIL CUATROCIENTOS VEINTIUNO1421
2	
3	Por la cual se constituye la sociedad anonima denominada: "BENE-
4	LUX BROKING INTERNATIONAL, S. A.", con domicilio en la ciudad
	de Panamá, República de Panamá.
6	Panamá, 14 de febrero de 1978.
7	
8	En la ciudad de Panamã, capital de la República y cabecera del
	circuito notarial del mismo nombre, a los catorcel4 días
	del mes de febrero de mil novecientos setenta y ocho (1978), an-
	te mí, PABLO LEOPOLDO AROSEMENA (Pablo L. Arosemena), Notario Pú-
	blico Quinto del Circuito de Panama, con cédula de identidad per-
	sonal número seis-diecisiete-novecientos cincuenta y cuatro (6-
	17-954), comparecieron personalmente las siguientes personas a
	quienes conozco: FELIPE SANTIAGO TAPIA CASTILLO (F. S. Tapia C.)
	varón, mayor de edad, casado, abogado, panameño y vecino de esta
	ciudad, portador de la cédula de identidad personal número dos-
18	AV-siete-ochocientos sesenta y nueve (2-AV-7-869), y JULIO ERNES-
19	TO LINARES (Julio E. Linares), varón, mayor de edad, casado, abo-
20	gado, panameño y vecino de esta ciudad, portador de la cédula de
2	identidad personal número oocho-ciento sesenta y seis-quinientos
22	noventa y nueve (8-166-599); y me solicitaron que extendiera es-
23	ta Escritura Pública para hacer constar que constituyen
2.4	una sociedad anónima de conformidad con el siguiente PAC-
2	TO SOCIAL: PRIMERO: Nombre El Nombre de la Sociedad es:
2	BENELUX BROKING INTERNATIONAL, S. A
2	SEGUNDO: Fines Los fines que principalmente em-
2	prenderá, desarrollará o llevará a cabo la Sociedad dentro o
2	fuera de la República de Panamá, son los siguientes: a) Adqui-
_	rir comprar suscribir tener, administrar, enajenar, emitir,

ceder, traspasar, garantizar, hipotecar, afianzar, 2 financiar o de otra manera disponer o negociar en valores, bonos 3 participaciones en otras compañías, terrenos, inmuebles, bienes 4 raices de todo tipo, mercaderías, materias primas, metales premobiliarios, 5 ciosos y derechos de cualquier indole bien sean 6 inmobiliarios o inmateriales, bien por cuenta propia, bien por 7 cuenta de terceros, o bien a favor de terceros. b) Abrir, operar 8 cerrar cuentas y depósitos en bancos u otras instituciones fig nancieras, prestar dinero, aceptar prestamos y dar garantías a 10 favor de terceros, todo en cualquier moneda del mundo. c) Cual-. 11 quier otro negocio licito permitido por las Leyes de la República 12 de Panamá o que permitan éstas en el futuro. - - - - TERCERO: 13 Acciones. ... El número total de acciones que la sociedad podrá emitir es de QUINIENTAS « (500) todas las cuales serán sin valor 15 nominal o par. Las acciones podrán ser al portador o nominativas 16 La Junta Directiva tendrá el derecho de determinar, al momento de emitir las acciones, si las mismas se emiten en forma nominativa o al portador. El capital de la Sociedad, será por lo menosigual'a la suma total representada por las acciones con valor no minal si las hubiere, más un dólar (US\$1.00) con relación a cada acción sin valor nominal que se emita, más las sumas que de tiem po en tiempo sean agregadas al capital de la sociedad por resolución de la Junta Directiva. Con sujeción al párrafo anterior la sociedad podrá emitir y vender acciones autorizadas sin valor no minal por la suma que de tiempo en tiempo fije la Junta, Directiva. Cualquiera y todas las acciones así emitidas se considera-26 ran totalmente pagadas. Los tenedores de tales acciones no son responsables por dichas acciones ni para con la sociedad, ni para con los acreedores de esta. Los traspasos de las acciones al portador se efectuarán por simple entrega de los certificados de



PAPEL NOTARIAL

DECRETO EJEOGT VO No 89 de 1974

LIGHIDACTON No.

NOTARIA QUINTA DEL CIRCUITO DE PANAMA

TIMBRE NACIONAL
B/ 200 DOS BALBOAS B/ 200

acciones. Los certificados de acciones pueden comprender una más acciones y serán firmados por el Presidente, indivio el Vice-Presidente y el Tesorero, conjuntadualmente, conjuntamente. Tesorero y el Secretario, el por en facsimile. - - - - fijadas firmas podrán ser CUARTO: Domicilio. - El domicilio de la Sociedad está situado en la ciudad de Panamá, República de Panamá, y su Agente Residente es: "TAPIA & ASOCIADOS" cuya dirección es bla siguiente: Calle Treinta y Una (31), Número Tres-Ochenta (3-80), Apartado Postal número siete mil cuatrocientos doce (7412); Panamá Cinco (5), República de Panamá. El Agente Residente no tiene autorización para contraer obligaciones a nombre de la Sociedad, niagravar en forma alguna las propiedades de esta: Por resolución de la Junta de los Accionistas el domicilio de la Sociedad podrá ser transferido al extranjero .- - - QUINTO: Duración .- la duración de la Sociedad será a perpetuidad, pero podrá ser disuelta en cualquier tiempo de acuerdo con la Ley .- - - SEXTO: Suscriptores .- El nombre de cada uno de los suscriptores de este Pacto Social, su domicilio y número de las acciones que cada uno de ellos conviene en suscribir, es como sigue: F.S. TAPIA C., del número tresochenta (3-80), de la Calle Treinta y Una (31), ciudad de Panama República de Panamá, UNA (1) ACCION; Y JULIO, E. LINARES del núme tres-ochenta (3-80), de Calle Treinta y Una (31), ciudad de 23 Panamá, República de Panamá, UNA: (1) ACCION. - - - - SEPTIMO: AT samblea General de Accionistas: - La Asamblea General de Accionis tas constituye el poder supremo de la Sociedad y será presidida por el Decano (Chairman) en ausencia de éste por el Director Vice-(Deputy Chairman) y en ausencia de ambos por un accio-29 nista designado por la Asamblea. El Secretario de la Sociedad 30 y en su ausencia una persona designada por la Asamblea que sea

HOJA No 248049



DEL OLIDACION No.

NOTARIA QUINTA DEL **CIRCUITO DE PANAMA**

PAPEL NOTARIAL

TIMBRE NACIONAL

B/ 200 DOSBALBOAS B/ 200

1 tendran los títulos de Decano y Vice-Decano, respectivamente. El número de Directores de la Sociedad lo determinará, y a su 3 vez, los elegirá la Junta de Accionistas, que designará también del Decano y el Vice-Decano. En caso de vacantes en la Junta Di-5 rectiva, los Directores restantes, aunque sean menos que el qu6-6 rum, podrán elegir las personas que habrán de llenar esas vacan 7 tes como Directores. La Junta Directiva podrá ejercer todas las 8 facultades de la Sociedad, salvo las que la Ley o el Pacto Sogicial reserven privativamente a los accionistas. La presencia de 10 dos (2) Directores será necesaria para constituir quorum para deil cidir sobre los negocios de la Sociedad. Los Directores podrán 12 ser o no Accionistas de la Sociedad. Mientras se haga nueva elec 13 ción quedan elegidos como Directores de la Sociedad; los siguien 14 tes: DOCTOR ALFRED WIEDERKEHR, varon, mayor de edad, suizo, domi-15 ciliado en Bahnhofstrasse cuarenta y cuatro (44) / Zurich, Suiza, 16 quien actuará como Decano; DOCTOR MARTIN FORSTER, varón, mayor de 17 edad, suizo, domiciliado en Bannhofstrasse cuarenta y cuatro (44), 18 Zurich, Suiza, quien actuară como Vice-Decano; y JUERG 19 SCHOCH, varon, mayor de edad, suizo, domiciliado en Gimenenstrasse tres B (3 B) 2 2ug, Suiza. Las reuniones de laa Junta Directiva serán convocadas y presididas por el Director 22 Decano (Chairman); en su ausencia por el Director Vice-Decano 23 (Deputy Chairman); en ausencia de ambos por otro miembro de la 24 Junta Directiva y en el lugar designado por ellos. La citación 25 en la cual se enumeraran los asuntos a tratar se hará mediante 26 entrega personal o por correo -salvo caso de emergencia- en pe-27 ríodo no menor de diez (10) dias antes de la reunión. Las ci-28 taciones serán válidas si están dirigidas a la Gltima dirección 29 notificada por los Directores a la Sociedad. En las reuniones de

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otros miembros, por documento público o privado. Si todos los Di-
 rectores están de acuerdo, las resoluciones de la Junta Directi-
 va podrán tomarse en actas que podrán circular para las
 firmas. - - - - NOVENO: Dignatarios - Los Dignatarios - de la
 Sociedad serán elegidos y removidos por la Junta Directi-
 va o por la Asamblea General de Accionistas de la Sociedad
y podrán ser o no Accionistas. La misma persona podrá desempe-
8 nar dos (2) o más cargos. Mientras se haga nueva elección que-
 dan nombrados como Dignatarios de la Sociedad los siguientes:
10 DOCTOR. ALFRED WIEDERKEHR, Presidente; DOCTOR MARTIN FORSTER,
 Vice-Presidente, Tesorero y Sub-Secretario; y JUERG SCHOCH,
12 Secretario. Cualquier Direcotr o Dignatario de la Sociedad,
13 actuando individualmente, es decir, con su sola firma, podrá com-
14 prometer y obligar a la Sociedad en sus relaciones con terceros.
  Las personas que tienen la facultad de obligar a la sociedad en
  sus relaciones con terceros pueden delegar esos poderes u otor-
17 gar en nombre y representación de la Sociedad, poderes a favor
 de un Director o Dignatario de la Sociedad o a favor de apodera-
18
  dos con derecho de substitución en relación con los negocios de
19
  la Sociedad: Los poderes pueden ser especiales o generales. Un
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poder General puede incluir facultades para vender enajenar, gra-
22 var, hipotecar, o de otrasmanera disponer de todos los bienes de
  la sociedad. Los Directores, Dignatarios o Apoderados actuando
 en nombre de la Sociedad de acuerdo con el Articulo NOVENO de es-
25 te Pacto Social no necesitan autorización previa de parte de la
Junta Directiva o de la Asamblea de Accionistas, siempre que ac-
27 tuen dentro de los fines enumerados en el Artículo SEGUNDO del
28 Pacto Social de la Sociedad - - DECIMO: Libros - Los libros
29 que requiere la Ley Panameña que son: el Registro de Acciones y
30 el Libro de Actas, serán llevados en el lugar que designe la Jun-
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Ministerio de Hacienda y Tesor

HOJA No 248051

NOTARIA QUINTA DEL CIRCUITO DE PANAMA

PAPEL NOTARIAI

TIMBRE NACIONAL B/ 200 DOSBALBOAS B/ 200 DECRETO EJECUTIVO No 89 de 1974

No. 259848

ta Directiva de la Sociedad. - - - - - DECIMO PRIMERO: Disposición especial sobre contratos .- Ningún contrato o transacción entre esta sociedad y cualquier otra sociedad, será perjudicadoo invalidado por el hecho de que uno o máso de los Directores o 5 Dignatarios de esta Sociedad esté o estén interesados o sean Director o Dignatario de ésta y la otra Sociedad; y cualquier Director o Dignatario, por el hecho de que puedan formar parte de o estar interesado en tal contrato, acto o transacción, gozará de la misma exención; y cada persona que llegue a ser Director o Dignatario de está sociedad, por este medio queda exenta de cual quier restricción que por su parte pudiera existir para hacer contratos con esta sociedad, en beneficio de si misma o de cualquier firma or sociedad en la cual pudiera tener algun interés, -DECIMO SEGUNDO: Los Accionistas tienen el derecho de transferir a la Sociedad en cualquier momento la tótalidad o parte de sus acciones por el valor que dichas acciones tengan en los libros de la Sociedad siempre que por razón de tal transferencia no se reduzca el valor actual del activo social a una cantidad que represente menos que el valor total del pasivo considerando como parte de éste el capital redúcido: Cuando des (2) o más accionis tas desearen ejercer el derecho que les confiere esta clausula, cada uno de ellos tendrá derecho a transferir acciones en la proporción de las acciones de que sea dueño. - - + - DECIMO TERCERO: Año Fiscal. - El año fiscal de la Sociedad será de un período de doce (12) meses que terminará el treinta y uno (31) de diciembre de cada año, salvo otra disposición de la Junta Directiva -DECIMO CUARTO: Reformas del Pacto Social. Las reformas del Pac to social se harán de acuerdo con lo que estípule este Pacto Social y la Ley Panameña.



1	trarse; y leido como les fue en presencia de los testigos ins-
2	trumentales señores: Marco Antonio Pérez Cedeño con cédula núme-
3	ro siete-doce-mil cinco (7-12-1005) y Juan Ramos Quintero con
4	cédula número seis-cincuenta y dos-mil setecientos cinco (6-
5	52-1705), mayores y vecinos de esta ciudad, a quienes conozco }
6	y son hábiles, la encontraron conforme y la firman todos, para
7	constancia, ante mí, el Notario, que doy fe
8	ESTA Escritura lleva el Número MIL CUATROCTENTOS VEINTLUNO-1421-
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19	Proportional director depression a least 91.77. Company
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23	Derechos: B/
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2	Ficha 022699
3	Rollo ///2
4	Imágen 0 2 4 0 Derechos: B/ 24 00
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