

FORM 14

SAINT VINCENT AND THE GRENADINES

INTERNATIONAL BUSINESS COMPANIES (AMENDMENT AND CONSOLIDATION)
ACT

[Sections 148 and 151.]

Articles of Merger/Consolidation

1. Type of Articles:
[] Merger
[] Consolidation
2. Effective Date of Merger/Consolidation:
..... Date of Filing
.. Subsequent Date (not exceeding thirty days)
3. Constituent Companies:

Name:	Company No.:	Jurisdiction of Registration	Date of
.....	(If not Saint Vincent and the Grenadines):	Registration:
	
4. Name of Surviving/Consolidated Companies:
5. Intended Jurisdiction if not Saint Vincent and the Grenadines:
6. Registered Office:
Address: Mailing Address:
7. Registered Agent:
Name: Mailing Address:
Address:
8. Manner in which the merger or consolidation was authorised with respect to each constituent company:
9. If filing articles of consolidation:
 - (a) Currencies in which shares of the International Business Company shall be issued are:
.....;; and convertible into U.S. \$ at rates of;; and respectively.
 - (b) The total authorised capital (if any) of the International Business Company is:
U.S. \$
 - (c) The number of shares (if any) with par value that the International Business Company is authorised to issue is shares, each with a par value

of
U.S. \$

(d) The number of shares (if any) without par value that the International Business Company is authorised to issue is shares with aggregate Capital Value of U.S. \$

(e) Classes and series of shares that the company is authorised to issue:

Classes of Shares: ; ;

Outline the relative designations, powers, preferences, rights, qualifications, limitations or restrictions of each class and of each share within a class.

.....

.....

(f) Is the International Business Company authorised to issue bearer shares?

Yes [] No []

(i) The number of shares to be issued as bearer shares is:

(ii) The number of shares to be issued as registered shares is:

(iii) If shares issued to bearer are to be issued, state the manner in which a required notice is to be given to holders of such shares:

.....

.....

(iv) Registered shares may be exchanged for shares issued to bearer as follows:

.....

.....

(v) Shares issued to bearer may be exchanged for registered shares as follows:

.....

.....

(vi) The right to transfer any shares in the company is restricted as follows:

.....

.....

(g) Where the International Business Company is to be limited by guarantee (whether or not authorised to issue shares), each member of the International Business Company, shall by affixing his signature below (or by providing a separate undertaking by signed writing in similar terms to the International Business Company) undertake as follows:

That he shall undertake to contribute to the assets of the International Business Company in the event of the International Business Company being wound up during the time that he is a member, or within one year afterwards, for the payment of the debts and liabilities of the

International Business Company contracted before the time at which he ceases to be a member, and of the costs, charges and expenses of the winding-up of the company, and for the adjustment of the rights of the contributors amongst themselves—

in an amount not exceeding U.S. \$; or

in an unlimited amount.

(h) The International Business Company is to be an unlimited company. The liability of the members of the International Business Company in respect of the company's debts, liabilities and obligations is unlimited.

Yes

No

10. If filing articles of merger, please state any changes to be effected to the surviving company's articles:

11. If the surviving company or the consolidated company is to be incorporated under the laws of a jurisdiction outside of Saint Vincent and the Grenadines, it must comply with the requirements of section 151(2)(b) of the International Business Companies (Amendment and Consolidation) Act, 2007, and file herewith the documents required to be filed under that section.

Documents Attached

Documents Not Attached

FOR REGISTRY USE ONLY

Company No.:

Agent Code No.:

Date Filed:

Received By: