# DOCUMENTATION FOR THE PURCHASE OF SHELF COMPANY

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| --- | --- |
| Buyer according to the agreement:*State the firm on behalf of the client or shareholder/buyer.* |  |
| Type of shelf company:*Mark with a cross.* | [ ]  Ordinary shelf company[ ]  Direktbolag[ ]  Kontantbolag | *For information about our direktbolag and kontantbolag* *products, please contact us.* |
| Bank power of attorney:**(Enter name and personal identity number)*****Date of birth, if resident abroad.****Required only for ordinary shelf companies.* |  |
| Financial year:*Mark with a cross.**If you would like a short financial year, please contact us.* | [ ]  1/1–31/12 *(Calendar year)*[ ]  1/5–30/4[ ]  1/7–30/6[ ]  1/9–31/8 | Other, please specify below: |
| Share capital and number of shares:*Mark with a cross.**Upon start-up, the share capital of our companies is a one-to-one match with the number of shares, for example: SEK 25,000 SEK has 25,000 shares.* | [ ]  SEK 25,000[ ]  SEK 50,000[ ]  SEK 100,000 SEK[ ]  EUR 3,000[ ]  EUR 6,000[ ]  SEK 500,000 (publ) | If you would like a different share capital or number of shares, please specify below: |
| General power of attorney:**(Enter name and personal identity number)*****Date of birth, if resident abroad.*** |  |
| Recipient of invoices and billing address if different from the agent:*Provide the VAT number if available.* |  |

**Complete the following information if you would like assistance in preparing change documents for the Swedish Companies Registration Office and for review of the proposed name. There is an additional charge of SEK 900 + VAT for this service.**

**Should the general meeting be held with shareholders present or per capsulam?**

[ ]  Present

[ ]  Per capsulam

**Should the board meeting be held with the board present or per capsulam?**

[ ]  Present

[ ]  Per capsulam

Language of documents:

[ ]  Swedish
[ ]  Swedish/English *(Remember English translation on business objects)*

|  |  |
| --- | --- |
| Proposed name: |  |
| Shareholders: **(Name, registration number/personal identity number and address)*****Date of birth, if resident abroad.****Remember share allocation if there are multiple shareholders.* |  |
| Representative of the shareholder:*No more than two representatives per shareholder.* |  |
| Directors: **(Name, personal identity number and address**)***Date of birth, if resident abroad.****Underline the name they go by.* |  |
| Chair of the board of directors:*State in the event of election of more than one director.* |  |

|  |  |
| --- | --- |
| Alternate directors: **(Name, personal identity number and address**)***Date of birth, if resident abroad.****Underline the name they go by.**An alternate is required if there are fewer than three directors.* |  |
| Company signatory: |  |
| Where applicable, external company signatory:**(Name, personal identity number and address**)***Date of birth, if resident abroad.****Underline the name they go by.* |  |
| Where applicable, the CEO:**(Name, personal identity number and address**)***Date of birth, if resident abroad.****Underline the name they go by.* |  |
| Where applicable, auditor or audit firm with the lead auditor: **(Name, registration number/personal identity number and address) *Date of birth, if resident abroad.****Underline the name they go by*. | Auditor or audit firm: | Lead auditor if audit firm:  |
| Where applicable, agent for service of documents:**(Name, personal identity number and address) *Date of birth, if resident abroad.****Underline the name they go by.**Required if none of the directors live in Sweden.* |  |
| Company address: |  |
| E-mail address:*Optional* |  |
| The registered office of the company: *Currently Stockholm.* |  |
| Business objects:*Remember English translation if you would like Swedish/English documents.* |  |
| Clauses:*Mark with a cross, for details see below.* | [ ]  Post-transfer purchase rights[ ]  Right of first refusal[ ]  Consent |
| Will this be handled as a power of attorney matter?*Mark with a cross, for details see below.* *There is an additional cost of SEK 1000 for the service.*  | [ ]  Yes[ ]  No |
| Other:*For example, if share certificates are wanted.* |  |

**Price
Private shelf companies:** The base price for our private shelf companies is currently SEK 3,900 + VAT. The Companies Registration Office's registration fees are additional.
If you want us to draw up change documents, there is an additional cost of SEK 900 (SEK 1,125 incl. VAT)
If you want us to register a beneficial owner, there is an additional cost of SEK 900 (SEK 1,125 incl. VAT) and SEK 250 (registration fee, VAT free).

**Public shelf companies:** For public shelf companies there is an additional cost of SEK 3,000 + VAT.

Public shelf companies require a CEO, at least three directors, and an auditor. The chair of the board of directors and the CEO may not be the same person.

**Explanation of the form**

**Buyer according to the agreement**

The person or persons signing the purchase agreement for the shelf company. The agreement can also be signed by the buyer's agent "on behalf of the client".

**Bank power of attorney**

The person or persons to be authorised to open a bank account in the name of the shelf company and to pay in the share capital.

**Direktbolag**

For information,please contact us on +46 (0)60-16 81 70.

**Kontantbolag**

For information,please contact us on +46 (0)60-16 81 70.

# Financial year

State the financial year the company will have. The company can choose to have the financial year end on the last day of any of the 12 calendar months, e.g. 1/7-30/6.

# General power of attorney

When the company is sold, a general power of attorney is issued to one or more natural persons, giving them the authority to fully represent the company until the changes have been made at the Swedish Companies Registration Office.

# Business name

The company's name (business name) must be clearly distinguishable from other registered business names and trade marks. The company name may not be merely descriptive of the operations or mislead the public.

# Shareholders

State who will be the shareholder(s) of the company and how the shares will be allocated.

# Shareholder representative

If the shareholder is a legal entity, the names of one or two natural persons who will represent the shares at general meetings must be stated.

# Directors

The board of directors must consist of at least one director and one alternate director. If the board of directors consists of at least three regular directors, no alternate director need be appointed.

# Chair of the board of directors

A chair of the board of directors must be appointed if the board consists of two or more directors.

# Alternate directors

If the board of directors consists of fewer than three regular directors, at least one alternate director must be appointed.

# Company signatory

The board of directors always has a statutory right to sign the company's name. If another authorised signatory is wanted, please state how you would like the company's name signed, for example by two directors jointly.

**External company signatory (special company signatory)**

If a person who is not on the company's board of directors (special company signatory) will be entitled to sign the company's name, their name, address and personal identity number must be stated.

# Auditor

The shelf company is formed without an auditor. If the company wishes to have an auditor, fill in the auditor's name in the order form. Please note that in the third financial year, the company may be required to elect and register an auditor.

**Company address**

The company must have a Swedish address because the Companies Registration Office does not accept a foreign address.

# E-mail

# The Companies Registration Office registers the e-mail address of the company if such is notified.

# Business objects

The activities of the company must be stated in terms of their nature, primary industry, or type of goods. For example, "The company shall manage real and personal property and conduct activities compatible therewith."

# Post-transfer purchase rights

"Post-transfer purchase rights" means that the shareholders are entitled to purchase the shares that would otherwise pass to someone else.

# Right of first refusal

"Right of first refusal" means that other shareholders or another party must be offered the opportunity to purchase the shares before the shares may be transferred to a new owner.

# Consent

"Consent" means that shares may be transferred to a new owner only with the consent of the company.

**Power of attorney matter**

There is a power of attorney in the minutes of the board of directors which gives us the right to sign the notification of change. The original therefore does not need to be sent to us. There is an additional cost of SEK 1000 for the service. For further information,please contact us on +46 (0)60-16 81 50.

## **Agent for service of documents**

A person for service of documents is needed if no authorised representative lives in Sweden. Directors, any special company signatory, and the CEO are authorised representatives.

## **Copy of passport**

The Companies Registration Office requires a copy of the passport of all representatives who do not live in Sweden. Copies of passports must be certified, including the signature, name in block letters, and telephone number of the person certifying the copy. The Companies Registration Office does not accept certification of the copy by the holder of the passport. In addition, the copies must contain the passport photo page and its other side (i.e. the entire page).