

**THE COMPANIES ACT 1972**

**SECTION 13 (2)**

**DECLARATION OF COMPLIANCE**

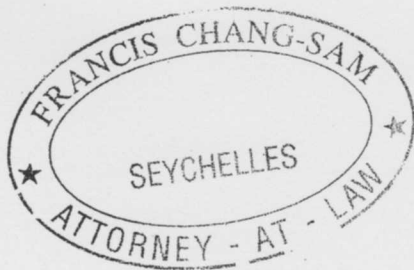
Name of Company **SEYCHELLES POSTAL SERVICES LIMITED**


Presented by: Francis Chang-Sam  
Attorney-at-Law  
Kingsgate House  
Victoria, Mahé.

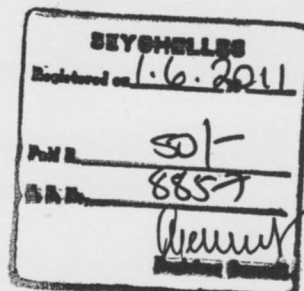
I, Francis Chang-Sam of Kingsgate House, Victoria, Mahé Seychelles declare that –

1. I am an Attorney-at-Law
2. All the requirements of the Companies Act, 1972 in respect of the matters precedent and incidental to the registration of SEYCHELLES POSTAL SERVICES LIMITED have been complied with.

Dated this 25<sup>th</sup> day of May ..... 2011



  
.....  
Francis CHANG-SAM  
Attorney-at-Law

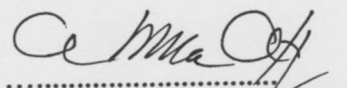


THE COMPANIES ACT 1972

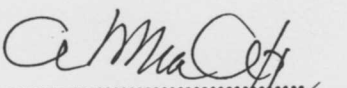
MEMORANDUM OF ASSOCIATION

1. The name of the company is **SEYCHELLES POSTAL SERVICES LIMITED**
2. The registered office of the company will be situate in Seychelles.
3. The objects for which the company is established are-
  - (a) to carry on business as provider of public postal services in Seychelles;
  - (b) to carry on business as producer, distributor and seller of postage stamps and other philatelic products;
  - (c) to carry on business as provider of messenger and courier services;
  - (d) to carry on the business of bureau de change and deal in the sale, purchase and transfer of, and other types of transactions in, all types of currencies, traveler's cheques and other analogous instruments;
  - (e) to carry on the business of engaging in money remittance both inward and outward by any mean including but not limited to using cash, cheque, debit and credit cards; acceptance of money for the purpose of transmitting to persons within Seychelles and to other countries worldwide in such currency and in such manner as lawfully authorized to do and nay other activities related thereto;
  - (f) to carry on business as importer, wholesaler, retailer and distributor of all types of goods, manufacturers' representative and commission agent.
4. The liability of the members of the company is limited.
5. The share capital of the company consists of one thousand ordinary shares of Rupees one hundred (R100) each. The nominal share capital of the company (being its nominal capital in respect of those shares) is Rupees one hundred thousand (R100,000).

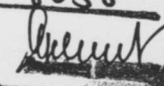
We, the several persons whose names and addresses are subscribed are desirous of being formed into a company to be governed by this Memorandum of Association.

  
.....  
Government of Seychelles  
Ministry of Finance  
Liberty House  
Independence Avenue  
Victoria, Mahe

999 shares

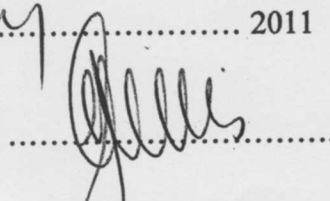
  
.....  
Societe Seychelloise d'Investissement Limited  
Maison La Rosiere  
Palm Street,  
Victoria, Mahe

1 share

SEYCHELLES	
Registered on	1.6.2011
Paid R.	1170/-
S.S. No.	8858
	

Dated this 24<sup>th</sup> day of May 2011

Witness to the above signatures

  
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COMPANIES ACT 1972

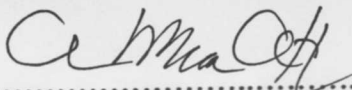
ARTICLES OF ASSOCIATION

The Regulations set out in Part II of the First Schedule to the Companies Act, 1972 shall, subject to the amendments set out hereunder, be the Regulations of **SEYCHELLES POSTAL SERVICES LIMITED** –

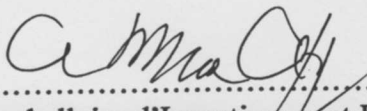
- 1 Regulation 27 (quorum), in Regulation 27 delete the words “three shareholders” and substitute therefor the words “two shareholders”;
- 2 Regulation 49 (borrowing powers), the proviso to regulation 49 is deleted.
- 3 Regulation 73 (resolution of directors), regulation 73 is deleted and replaced by the following regulation-

“73 A resolution in writing signed by all the directors for the time being entitled to receive notice of a meeting of the directors or individual copies of any resolution in writing signed separately by such directors shall be valid and effectual as if the resolution had been passed at a meeting of directors duly convened and held.”

Signed by –

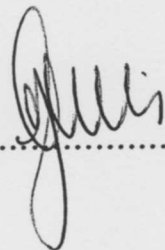
  
.....  
Government of Seychelles

AND

  
.....  
Societe Seychelloise d'Investissement Limited

Dated this 24<sup>th</sup> day of May ..... 2011

Witness to the above signatures

  
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