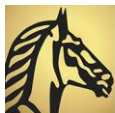




NEW SHARE DETAILS	
Allotment:	
Company name:	SUISSE BANK PLC (the "Company")
Number of shares:	10,000 (Ten Thousand)
Currency:	Euro
Type of Shares:	
<input checked="" type="checkbox"/> Preferential	<input checked="" type="checkbox"/> No voting rights
As described in the Company's Memorandum and Articles of Association and the Shareholder Agreement.	
Special Rights:	
As described in the Company's Memorandum and Articles of Association and the Shareholder Agreement.	

! FOR COMPLETION BY THE APPLICANT IN ENGLISH !

APPLICANT DETAILS	
Please provide the following information, so that the Company can process your application.	
THE APPLICANT IS A:	
<input type="checkbox"/>	<input type="checkbox"/>
(1) PERSON	(2) COMPANY
(1) IF THE APPLICANT IS A PERSON:	
Title (Mr/Mrs/other):	<input type="text"/>
Forename(s):	<input type="text"/>
Surname:	<input type="text"/>
Former Name(s):	<input type="text"/>
Nationality:	<input type="text"/>
Date of Birth:	<input type="text"/>
Current Address:	
Street / Building No.:	<input type="text"/>
Postal Code / City:	<input type="text"/>
Country:	<input type="text"/>
Phone Number:	<input type="text"/>
Fax Number:	<input type="text"/>
Mobile Number:	<input type="text"/>
E-mail:	<input type="text"/>
Previous Address (if resident at current address less than 3 years):	
Street / Building No.:	<input type="text"/>
Postal Code / City:	<input type="text"/>
Country:	<input type="text"/>



(2) IF THE APPLICANT IS A COMPANY:

Company Name:

Company Registration Number:

Date of Incorporation:

Nature of Business:

Regulated by:

Registered Address:

Street / Building No.:

Postal Code:

City:

Country:

Full names and residential addresses of all Directors:

(Please continue on a separate sheet if necessary)

DIRECTOR ONE:

Forename(s) / Surname:

Street / Building No.:

Postal Code / City:

Country:

Phone Number:

Mobile Number:

E-mail:

DIRECTOR TWO:

Forename(s) / Surname:

Street / Building No.:

Postal Code / City:

Country:

Phone Number:

Mobile Number:

E-mail:



Please provide certified copies* of the following documents:

*** IMPORTANT!** This means that each document should have written onto it that it is "certified as a true copy of the original" **by a lawyer, notary, law enforcement official, senior public official** or equivalent. The document must be signed by the person certifying and include their name, address and position on the document.

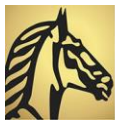
<p>(1) FOR A PERSON:</p> <p>Certified copies of following documents:</p> <ol style="list-style-type: none"> 1. passport 2. residential address verification: <ul style="list-style-type: none"> - utility bill (not mobile phone) - bank or credit card statement <p>Both documents not more than 3 months old.</p>	<p>(2) FOR A COMPANY:</p> <ol style="list-style-type: none"> 1. Certificate of Incorporation 2. Memorandum and Articles of Association [or equivalent] 3. For each director and for each shareholder certified copies of following documents: <ol style="list-style-type: none"> 3.1 passport 3.2 residential address verification: <ul style="list-style-type: none"> - utility bill (not mobile phone) - bank or credit card statement <p>Both documents not more than 3 months old.</p>
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If the Applicant is organised as any other legal entity (e.g., partnership, trust), please contact the Company for documentation requirements.

I confirm that:

1. All of the details provided above are complete and accurate.
2. I wish to apply for shares in the Company as described above ("My Application").
3. Before making My Application, I received and reviewed a copy of Banking Licence, Certificate of Incorporation, Certificate of Good Standing, Memorandum and Articles of Association (the "Documents") and made such investigation as I deemed necessary to satisfy myself of all matters relating to My Application.
4. I am not relying on any oral or written representations or documentation provided by the Company, its Directors or representatives save as contained in the Documents.
5. I am not a resident of the Union of the Comoros and that if this status changes I will immediately notify the Company.

SIGNATURE OF THE APPLICANT



In respect of
PREFERENTIAL SHARES

This Agreement is made between SUISSE BANK PLC ("the **Company**"), the existing shareholders of the Company from time to time as reflected in the register of shareholders maintained at Companies House (the "**Existing Shareholders**") and

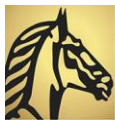
NAME OF APPLICANT

(the "**New Shareholder**" and, together with the Existing Shareholders, referred to as the "**Shareholders**").

The New Shareholder hereby covenants with the Company and the Existing Shareholders that with effect from the Admission Date the New Shareholder will be bound by and will observe and perform every provision of this Agreement.

1. Capital

- a. The Share Capital of the Company to which this Agreement relates is comprised of an unlimited number of Preferential Shares of €1.00 par value.
- b. **Share transfers:** Save as otherwise expressly provided or allowed by this Agreement, no holder of any Preferential Shares shall, sell, transfer, mortgage, charge, encumber, grant options over, or otherwise dispose of any legal or beneficial interest in any of the Preferential Shares registered in his name, now or subsequently beneficially owned by them except with the prior written consent of the Directors, which may subsequently be withdrawn.
- c. **Becoming resident of the Union of the Comoros:** In the event of a holder of any Preferential Shares becoming resident of the Union of the Comoros, the holder of such shares shall at his expense and without recourse to the Company, immediately transfer all of his holdings into the name of a corporate body registered outside the jurisdiction of the Union of the Comoros and within fourteen days of the said transfer, inform the Company in writing of his action.
- d. **Redemption of Shares:** If a holder of any Preferential Shares dies, or if a corporate body, is wound up, dissolved or for any reason ceases to exist, all of the Preferential Shares registered in his name shall be redeemed by the Company at their par value and cancelled.



- e. **Non-repayment of capital:** Under no circumstances shall the holders of any Preferential Shares be entitled to the repayment or refund of their capital investment.
- f. **Dividend entitlement:** The Board in its absolute discretion will determine the dividend entitlement (if any) of each class of Shareholder from time to time in accordance with its Articles of Association and all applicable laws.

2. Amendment of this Agreement

The Board shall be at liberty to amend or change, if they deem it necessary or desirable, the terms of this Agreement at anytime and without giving notice of or to any of the holders for the time being of the Preferential Shares in the Company.

3. Articles of Association

If at any time whilst this Agreement remains in force any of its provisions are found to conflict with the Memorandum or Articles of Association of the Company, the provisions of this Agreement shall prevail. This Agreement shall not however have the effect of amending the Memorandum or Articles of Association of the Company or requiring their alteration.

4. Whole Agreement

This Agreement together with the Memorandum and Articles of Association of the Company constitutes the entire agreement between the parties in relation to its subject matter and supersedes all and any previous agreements and understandings, oral or written. Each party acknowledges to each other party that it has not agreed to enter into this Agreement in reliance on any representation, warranty, assurance or commitment not contained in this Agreement or in the Memorandum and Articles of Association of the Company.

5. Governing Law and Dispute Resolution

This Agreement shall be governed and construed in all respects in accordance with law of the Union of the Comoros. Any dispute arising out of or in connection with the Agreement shall be governed by the exclusive jurisdiction of the Courts of Comoros and by entering this Agreement the Applicant irrevocably submits to the jurisdiction of the Courts of Comoros.



6. Shareholder Admission Date

The Applicant's details having been received and verified, the New Shareholder is admitted to the Company on the date shown below.

7. Introducing Agent

If the Applicant has been introduced to the Company by a third party acting as Introducing Agent ("the Agent"), the Company will inform the Agent if the Applicant becomes a New Shareholder.

Signed as a deed by:

WOLFGANG ZULAUF
Director, SUISSE BANK PLC

SIGNATURE OF NEW SHAREHOLDER

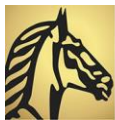
In the presence of Witness:

Name:

Address:

Signature of Witness

Date:



**SUISSE BANK PLC ("SB" or the "Banking Institution")
Policy for Combating Financial Crime**

SB is committed to the prevention of financial crime and has adopted procedures to detect and deter money laundering, terrorist financing or other illegal activities.

It is our policy to deter and, where we can, prevent, the use of SB as a conduit for illegal money laundering activities. Our staff can only implement this policy if they understand the background to it and how it works in the context of our day-to-day business. The success of our policy depends on **the vigilance of everyone**.

In order for these policies to be effectively implemented, the Banking Institution and its entire staff need to be:

1. Informed about the **legal and regulatory framework** and the serious legal and regulatory **penalties** for assisting in financial crime – even unwittingly- in every jurisdiction from which we operate;
2. Alert to the **practical methods** by which criminals seek to commit financial crimes;
3. Aware of the need to **report any suspicions promptly** to SB management.

Legal and Regulatory Framework

The Union of the Comoros is a member of Eastern and Southern Africa Anti-Money Laundering Group (ESAAMLG).

The purpose of the Eastern and Southern Africa Anti-Money Laundering Group (ESAAMLG) is to combat money laundering by implementing the FATF Recommendations. FATF – the Financial Action Task Force – is an inter-governmental body whose purpose is the development and promotion of policies, both at national and international levels, to combat money laundering and terrorist financing.

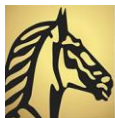
This effort includes co-ordinating with other international organisations concerned with combating money laundering, studying emerging regional typologies, developing institutional and human resource capacities to deal with these issues, and co-ordinating technical assistance where necessary. ESAAMLG enables regional factors to be taken into account in the implementation of anti-money laundering measures.

ESAAMLG members participate in a self-assessment process to assess their progress in implementing the FATF Forty Recommendations.

The Union of the Comoros is also an observer member of the Inter-Governmental Action Group against Money Laundering in West Africa (GIABA) to give support in matters relating to anti-money laundering and combating the financing of terrorism (AML/CFT).

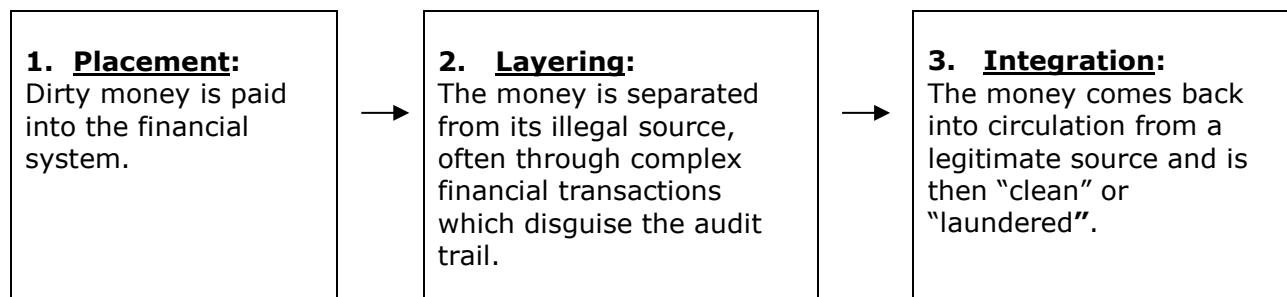
GIABA is an institution of the Economic Community of West African States (ECOWAS) responsible for facilitating the adoption and implementation of Anti-Money Laundering (AML) and Counter-Financing of Terrorism (CFT) in West Africa. It is also a FATF-Styled Regional Body (FSRB) working with its member states to ensure compliance with international AML/CFT standards.

Further information in this regard which forms the basis of SB's policy can be found at the below link: [FATF 40 Recommendations and FATF 9 Special Recommendations](#).



What is Money Laundering?

The process by which criminals attempt to change the identity of “dirty” money (obtained through crime) by “laundering” it so that its true source cannot be traced. Whilst there is no single method of money laundering, there are generally three stages:



Funding or facilitating money laundering and using laundered money are all **criminal offences**. Additional offences connected with money laundering include:

- assisting in;
- concealing;
- tipping off;
- failing to report money laundering.

Any individual can commit these offences if they know (or should have known, measured by the standard of the reasonable person in their position) that the money is from an illegal source. These offences are punishable by unlimited fines and imprisonment.

The Importance of Know Your Customer (“KYC”)

At SB we only offer our services (e.g., issue of guarantees) to legal entities (individuals or corporate) who have become shareholders of SUISSE BANK PLC. A potential shareholder is required to go through a thorough verification exercise so that we can establish that they are legitimate.

Although our shareholders are, in general, introduced through agents, it is SB and not the agent who has the responsibility of verifying the identity and legitimacy of the prospective shareholder. As a number of our agents are located in countries which are regarded for money laundering purposes as higher risk – such as Africa and India – we have adopted a high standard for required documentation before a shareholder application will be accepted. This is detailed in the Shareholder Application Form.

We additionally check all potential shareholder applicants against international sanctions lists. This verification is completed before we accept funds for the purchase of shares.

Our vigilance does not stop upon the admission of a shareholder. Before accepting an application from a shareholder for a guarantee or similar Guarantee, we require documentary proof from the shareholder of the legitimate commercial nature of the business or contract which is to be guaranteed. This is because we recognise that the risk to SB of being used for improper purposes as described in the examples below.



Practical Guidance on how to detect and deter Financial Crime

It is trite (but true) to say that someone who is intent on illegal activity such as money laundering will not introduce themselves to us in those terms. Whilst generalisations are not always useful, red flags to a suspicious transaction or illegal activity can include:

- Lack of obvious commercial rationale
- A “front man” or “front company” who doesn’t appear in the corporate structure
- Lack of documentary support for a person or transaction
- Excessive concern about secrecy, especially surrounding source of funds.

Example 1: Imagine that SB is approached by a shareholder (properly verified by us) who now wants a commercial guarantee but cannot produce a third-party contract.

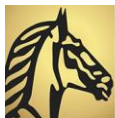
- Before entering into the transaction, we need to verify the legitimacy of the proposed transaction whether directly or through our or their professional advisors.
Why?
- Because the Applicant is keen to enter into a transaction with us to pay a premium for a guarantee but can’t show why he needs it – the transaction doesn’t make obvious commercial sense.

Example 2: Imagine that the guarantee is called by the Beneficiary and the Applicant is eager to pre –fund the guarantee in full.

- The Applicant may have spotted a market opportunity that we haven’t seen or is not available to us or they may be “Layering” - using dirty money to buy a clean asset which they can sell on in return for clean money. The Applicant pays SB the guarantee money (which they had all the time); SB pays the Beneficiary with its own clean money and the money is successfully laundered.

Record Keeping

SB recognises the importance of keeping full and accurate records of the steps taken by us to verify our Shareholders and Applicants. All original documentation is maintained in paper or electronic form for as long as a person remains a shareholder and for 6 years thereafter.



Reporting Suspicions to Management

At SB, the Money Laundering Reporting Office (“MLRO”) is a member of senior management with the specific responsibility of overseeing the implementation of our policies to prevent financial crime. The MLRO reports directly to the Board of SB.

The Banking Institution and each individual member of staff are required by law to report suspicious transactions, via the firm’s MLRO, to ESAAMLG.

The individual obligation is satisfied by promptly reporting your suspicions to the MLRO.

Training for Staff

SB is responsible for making sure that our staff:

- know what money laundering is and how we might be used to facilitate this,
- understand the need for vigilance in the Shareholder and Applicant take on processes,
- know how to identify and report suspicious transactions.

With this in mind we conduct periodic refresher training for our staff.

The MLRO or other senior management are on hand to answer any questions or deal with concerns on this topic.