Č63 / 214-225

K6 / S 227/16

CRNA GORA
MINISTARSTVO FINANSIJA CRNE GORE
PORESKA UPRAVA
CENTRALNI REGISTAR PRIVREDNIH SUBJEKATA
Broj: 6 - 0013148 / 001
U Podgorici, dana 04.08.2016.godine

Poreska uprava - Centralni registar privrednih subjekata u Podgorici, na osnovu člana 83 i 86 Zakona o privrednim društvima ("Sl.list RCG", br.6/02 i "Sl.list", br.17/07 ... 40/11), rješavajući po prijavi za registraciju osnivanja dijela stranog društva "ANCHORMAN KAVAC LIMITED" BRITISH VIRGIN ISLANDS - DIO STRANOG DRUŠTVA KOTOR, broj 240486 podnijetoj dana 29.07.2016 u 11:14:41, preko

Ime i prezime: NOVICA TADIĆ
JMBG ili b[redacted]
Adresa: R[redacted]

donosi

RJEŠENJE

Registruje se osnivanje "ANCHORMAN KAVAC LIMITED" BRITISH VIRGIN ISLANDS - DIO STRANOG DRUŠTVA KOTOR sa sljedećim podacima:

Alternativni naziv:	ANCHORMAN KAVAC LIMITED
Oblik obavljanja privredne djelatnosti:	DIO STRANOG DRUŠTVA
Registarski broj:	60013148
PIB:	03103340
Datum odluke o osnivanju:	12.07.2016.
Matično društvo:	ANCHORMAN KAVAC LIMITED Registarski broj: 000022V PIB: 1684052 Adresa: ROAD TOWN, TORTOLA, MILL MALL, SUITE 6, WICKHAMS CAY 1, PO BOX 3085 BRITANSKA DJEVIČANSKA OSTRVA
Adresa uprave - sjedište:	P.C. MARINOVIĆ, RADANOVIĆI KOTOR
Adresa za prijem službene pošte:	P.C. MARINOVIĆ, RADANOVIĆI KOTOR
Adresa glavnog mjesta poslovanja:	P.C. MARINOVIĆ, RADANOVIĆI KOTOR
Pretežna djelatnost:	4120 Izgradnja stambenih i nestambenih zgrada
Lice ovlašćeno za zastupanje dijela stranog društva:	MILOŠ RADMILOVIĆ JM[redacted] Ad[redacted] Ov[redacted]

0992/1257

9.08.2016

Ovlašćen da djeluje: KOLEKTIVNO (Sa direktorom dijela stranog društva)

Direktor: MARKO ĐINOVIĆ

JM[redacted]

Ad[redacted]

Ovlašćenja u prometu: Neograničeno

Ovlašćen da djeluje: KOLEKTIVNO (sa ovlašćenim zastupnikom dijela stranog društva)

Obrazloženje

Podnosilac je dana 29.07.2016 u 11:14:41 podnio prijavu za registraciju osnivanja dijela stranog društva . Rješavajući po predmetnoj prijavi, obzirom da su ispunjeni Zakonom propisani uslovi, odlučeno je kao u dispozitivu rješenja.

Visina naplaćene naknade za registraciju propisana je članom 87 Zakona o privrednim društvima ("Sl.list RCG", br.6/02 i "Sl.list", br.17/07 ... 40/11).

Sam. Savjetnik II **M.P.** **Načelnik**

Marija Mićković Milo Paunović

Pravna pouka:

Protiv ovog rješenja može se izjaviti žalba Ministarstvu finansija CG u roku od 15 dana od dana prijema rješenja. Žalba se predaje preko ovog organa i taksira administrativnom taksom u iznosu od 8, 00 EUR, shodno Tarifnom broju 5 Taksene tarife za administrativne takse. Taksa se upućuje u korist računa 832-3161-26-Administrativna taksa.

Obrazac PR PDV-1

CRNA GORA
Poreska uprava

Prijava za registraciju obveznika poreza na dodatu vrijednost

Vrsta obrasca: (upišite "x" u odgovarajuće polje)
[x] Registracija
[ ] Prestanak registracije
[ ] Ponovna registracija

1 Poreski identifikacioni broj (PIB):

2 Naziv poreskog obveznika: **„ANCHORMAN KAVAC LIMITED" British Virgin Islands – Dio stranog društva Kotor**

3 Adresa:
Ulica: **P. C. Marinović, Radanovići** Broj: **bb** Opština: **Kotor** Telefon: **67201055**

4 Poslovne aktivnosti:
[ ] Proizvodnja [ ] Veleprodaja [ ] Maloprodaja [X] Usluge [ ] Uvoz / izvoz

5 Ovlašćeno lice koje zastupa poreskog obveznika kod poreskog organa:
PIB: JMB Prezime i ime: **Marko Djinović**

6 Podaci o oporezivom prometu:
- ostvareni za poslednjih 12 mjeseci
- očekivani za narednih 12 mjeseci **19.000 €**

* Svi gore navedeni periodi se odredjuju u odnosu na dan podnošenja ove prijave.

7 Razlozi za prestanak registracije:
[ ] Oporezivi promet je manji od 18.000 € [ ] Likvidacija i dr.
[ ] Prestanak obavljanja oporezivih transakcija za PDV [ ] Prestanak preduzetničke djelatnosti

Sadašnji registracioni broj za PDV: Datum izdavanja:

8 Razlozi za ponovnu registraciju:

Prethodni registracioni broj za PDV:

Izjavljujem pod punom materijalnom i krivičnom odgovornošću da su navedeni podaci tačni.

Datum: **25.7.2016** M.P. Potpis ovlašćenog lica

Popunjava poreski organ

Broj dokumenta *Datum prijema:* *Datum obrade:*

Prezime i ime ovlašćenog službenika *Potpis*

CRNA GORA
VLADA CRNE GORE
PORESKA UPRAVA
Područna jedinica Budva - Ekspozitura Kotor
BROJ: 92/31-01887-2
KOTOR, 05.08.2016. godine

Na osnovu člana 55. Zakona o porezu na dodatu vrijednost ("Sl.list RCG", broj 65/01... 04/06 i "Sl.list CG", broj 16/07...09/15) i člana 207. Zakona o opštem upravnom postupku ("Sl.list RCG", broj 60/03 i "Sl.list CG", br. 32/11) Poreska uprava, donosi

Rješenje o registraciji za PDV

Upisuje se u registar obveznika za PDV:

Naziv ***"ACHORMAN KAVAC LIMITED" BRITISH VIRGIN ISLANDS - DIO STRANOG DRUŠTVA KOTOR***

KOTOR

PIB ***03103340*** **922**
(Šifra područne jedinice poreskog organa)

Obvezniku se dodjeljuje PDV registracioni broj: ***92/31-01887-2.***

Svojstvo obveznika za PDV se stiče: ***05.08.2016.*** *godine.*

Poreski obveznik je dužan da obavijesti poreski organ o izmjeni i prestanku obavljanja djelatnosti za koju je obavezan da obračunava i plaća PDV.

M.P.

9.08.2016

PORESKI INSPEKTOR I

u *Nataša Damjanović*

CRNA GORA
VLADA CRNE GORE
PORESKA UPRAVA
Područna jedinica Budva - Ekspozitura Kotor
Broj: 92-01-02465-7
KOTOR, 05.08.2016. godine

Na osnovu člana 6 stav 1 Zakona o objedinjenoj registraciji i sistemu izvještavanja o obračunu i naplati poreza i doprinosa ("Sl.list RCG", br. 29/05 i "Sl.list CG", br. 75/10), člana 27 stav 3 Zakona o poreskoj administraciji ("Sl.list RCG", br. 65/01 i 80/04 i "Sl.list CG", br. 20/11 i 28/12) i člana 207 Zakona o opštem upravnom postupku ("Sl.list RCG", br. 60/03 i "Sl.list CG", br. 32/11) Poreska uprava, d o n o s i

RJEŠENJE O REGISTRACIJI

Upisuje se u registar poreskih obveznika:

Naziv: *"ACHORMAN KAVAC LIMITED" BRITISH VIRGIN ISLANDS - DIO STRANOG DRUŠTVA KOTOR*

KOTOR

Poreskom obvezniku se dodjeljuje:

PIB [redacted] 03103340 [redacted] [redacted] 922 [redacted]

(Matični broj) *(Šifra područne jedinice poreskog organa)*

Datum upisa u registar: 05.08.2016. godine.

Poreski obveznik je dužan da obavijesti poreski organ o svim promjenama podataka iz registra poreskog obveznika (član 33 Zakona o poreskoj administraciji) u roku od 15 dana od dana nastanka promjene.

Uputstvo o pravnom sredstvu: Protiv ovog Rješenja može se izjaviti žalba Ministarstvu finansija CG - Odsjek za drugostepeni poreski i carinski postupak, u roku od 15 dana od dana prijema Rješenja. Žalba se predaje preko ove Područne jedinice i taksira administrativnom taksom u iznosu od 8,00 €, shodno Tarifnom broju 5 Taksene tarife za administrativne takse. Taksa se uplaćuje u korist računa broj 832-3161-26 - Administrativna taksa.

M.P.

PORESKI INSPEKTOR I

Nataša Damjanović

9.08.2016

CRNA GORA
MINISTARSTVO FINANSIJA CRNE GORE

PORESKA UPRAVA
CENTRALNI REGISTAR PRIVREDNIH SUBJEKATA

Broj predmeta: 240486

POTVRDA O PREDATIM DOKUMENTIMA

Potvrđuje se da je NOVICA TADIĆ dostavio-la dokument za Registracija dijela stranog društva – DSD - ANCHORMAN KAVAC LIMITED - DIO STRANOG DRUŠTVA , sa sljedećim prilozima:

Kopija lične karte
Izvod o registraciji matičnog društva
Statut matične firme
Dokaz o uplaćenoj naknadi za upis u CRPS
Bilans stanja i bilans uspjeha matičnog društva
Punomoćje
Kopija pasoša
Obrazac
Odluku matičnog društva o osnivanju dijela stranog društva

Datum prijema dokumentacije: 29.7.2016. god.

Podgorica, dana: 29.7.2016. god.

Dokument primio/la

Katarina Kasalica, Samostalna referentkinja

M.P.

29.07.'16.

PORESKA UPRAVA - CRPS

PS-01b – Registracija - Dio stranog društva

PODNOSILAC PRIJAVE

Prijava se podnosi preko: [ ] Zastupnika [X] Punomoćnika

JMB:	[redacted]	Država:	CG
Ime i prezime:	NOVICA TADIĆ	Opština:	Nk
Telefon:	[redacted]	Mjesto:	
e-mail:		Ulica:	Broj:

*za strana fizička lica unijeti broj pasoša i državu izdavanja

POČETNA REGISTRACIJA [X]

1. OSNOVNI PODACI

1.1. Oblik organizovanja	[X] Dio stranog društva
1.2. Naziv/alternativni naziv dijela stranog društva::	„ANCHORMAN KAVAC LIMITED" British Virgin Islands – Dio stranog društva Kotor
1.3. Datum odluke o osnivanju:	12.07.2016. godine

2. MATIČNO DRUŠTVO

2.1. Oblik organizovanja:	Dioničarsko društvo sa ograničenom odgovornošću	
2.2. Registarski broj:	000022V	
2.3. Matični broj:	1684052	
2.4. Naziv matičnog društva:	ANCHORMAN KAVAC LIMITED	
2.5. Država matičnog društva:	British Virgin Islands (Britanska Djevičanska Ostrva)	
2.6. Mjesto matičnog društva:	Road Town, Tortola, Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085	
2.7. Podaci o Statutu:	Datum donošenja:	05.12.2011. godine
2.8. Podaci o Ugovoru / odluci o osnivanju:	Datum zaključenja / donošenja:	05.12.2011. godine

IZJAVA: Garantujem za tačnost unijetih podataka.

Potpis podnosioca:

3. ADRESA UPRAVE – SJEDIŠTE

3.1. Država	Crna Gora		
3.2. Opština	Kotor	3.3. Mjesto	Radanovići
3.4. Ulica:	P. C. Marinović, Radanovići	3.5. Broj:	

4. ADRESA ZA PRIJEM SLUŽBENE POŠTE

4.1. Država	Crna Gora		
4.2. Opština	Kotor	4.3. Mjesto	Radanovići
4.4. Ulica:	P. C. Marinović, Radanovići	4.5. Broj:	

5. ADRESA GLAVNOG MJESTA POSLOVANJA

5.1. Država	Crna Gora		
5.2. Opština	Kotor	5.3. Mjesto	Radanovići
5.4. Ulica:	P. C. Marinović, Radanovići	5.5. Broj:	

*koristi se za poresku registraciju

6. REZERVISANI NAZIV

6.1. Broj potvrde	
6.2. Datum potvrde	

7. PRETEŽNA DJELATNOST

41.20	Izgradnja stambenih i nestambenih objekata

8. KONTAKT

8.1. Telefon:	+382 /
	+382 /
	+382 /
8.2. Fax:	+382 /
8.3. E-mail:	
8.4. Adresa internet strane:	www.

IZJAVA: Garantujem za tačnost unijetih podataka.

Potpis podnosioca:

9. NAZIV ORGANA UPRAVLJANJA

- [ ] Odbor direktora
- [ ] Upravni odbor
- [ ] Skupština
- [ ] Drugo

*upisati naziv organa upravljanja ako je drugačiji

10. PODACI O DIREKTORU I/ILI ORGANIMA UPRAVLJANJA

10.1. Status

- [x] Direktor
- [ ] Predsjednik organa upravljanja
- [ ] Član odbora direktora
- [ ] Član organa upravljanja
- [ ] Član upravnog odbora
- [ ] Lice ovlašćeno za zastupanje dijela stranog društva
- [ ] Revizor
- [ ] Drugo

* upisati status

10.2. JMB: [redacted]

*za strano fizičko lice unijeti broj pasoša

10.3. Ime i prezime: Marko Djinović

10.4. Adresa:

Država [redacted]

Opština

Mjesto:

Ulica:

Broj: B-11

10.5. Ovlašćenja u prometu

- [x] neograničena
- [ ] ograničena

*unijeti opis ograničenja

10.6. Ovlašćen da djeluje

- [ ] Pojedinačno
- [x] Kolektivno

Upisati sa kim ako je kolektivno:

- [ ] Članovima organa upravljanja
- [ ] Sekretarom društva
- [ ] Direktorom društva
- [x] Ovlašćenim zastupnikom dijela stranog društva

*upisati ako je drugačije od ponuđenog

Saglasnost sa imenovanjem:

Potpis:

11. PODACI O DIREKTORU I/ILI ORGANIMA UPRAVLJANJA

11.1. Status

- [ ] Direktor
- [ ] Predsjednik organa upravljanja
- [ ] Član odbora direktora
- [ ] Član organa upravljanja
- [ ] Član upravnog odbora
- [x] Lice ovlašćeno za zastupanje dijela stranog društva
- [ ] Revizor
- [ ] Drugo

* upisati status

IZJAVA: Garantujem za tačnost unijetih podataka.

Potpis podnosioca:

11.2. **JMB:** [redacted] *za strano fizičko lice unijeti broj pasoša

11.3. **Ime i prezime:** Miloš Radmilović

11.4. **Adresa:**

Država [redacted]

Opština [redacted] **esto:**

Ulica: [redacted] **Broj:** 054

11.5. **Ovlašćenja u** [redacted]

[x] **neograničena** [ ] **ograničena**

*unijeti opis ograničenja

11.6. **Ovlašćen da djeluje**

[ ] **Pojedinačno** [x] **Kolektivno**

Upisati sa kim ako je kolektivno:

- [ ] **Članovima organa upravljanja**
- [ ] **Sekretarom društva**
- [ ] **Direktorom društva**
- [x] **Direktorom dijela stranog društva**

*upisati ako je drugačije od ponuđenog

Saglasnost sa imenovanjem:

Potpis:

12. FINANSIJSKA DOKUMENTA

11.1. Vrsta dokumenta

- [x] **Bilans stanja**
- [x] **Bilans uspjeha**
- [ ] **druga vrsta iskaza**

*upisati vrstu dokumenta

11.2. Godina dokumenta 2015

13. OSTALE REGISTRACIJE

Osim registracije u CRPS-u izvršiti i registraciju u:

12.1. Registar poreskih obveznika	X
12.2. Registar obveznika poreza na dodatu vrijednost *(Priložiti Obazac PR PDV-1).*	X
12.3. Registar akciznih obveznika *(Priložiti Obrazac AKC-P)*	
12.4. Carinski registar	

IZJAVA: Garantujem za tačnost unijetih podataka.

Potpis podnosioca:

Apostille

(Hague Convention of 5 October 1961/Convention de la Haye du 5 Octobre 1961)

1. Country: Isle of Man
   Pays: l'Isle de Man
   This public document/Le présent acte public

2. has been signed by
   a été signé par .... LOUISE CLEMO BYRNE

3. acting in the capacity of
   agissant en qualité de .... NOTARY PUBLIC

4. bears the seal/stamp of
   est revêtu du sceau/timbre de ....

Certified/Attesté

5. at Douglas/à Douglas   6. the/le .... 15 JUL 2016

7. by His Excellency the Lieutenant Governor of the Isle of Man
   par son Excellence le Lieutenant Gouverneur de l'Isle de Man

8. Number/sous No **(M) IOM** 093922

9. Stamp:
   timbre:

10. Signature

LYNN KOSH
DEPUTY ASSISTANT CHIEF REGISTRAR
For His Excellency the Lieutenant Governor
Pour son Excellence le Lieutenant Gouverneur

The Isle of Man is an internally self-governing dependent territory of the British Crown. It is not part of the United Kingdom but the United Kingdom is responsible for its international relations.

If this document is to be used in a country which is not party to the Hague Convention of 5 October 1961, it should be presented to the consular section of the mission representing that country.

DECLARATION

I, **Diane Dentith**, being a Director of Sovereign Registrars (Isle of Man) Limited, as Company Secretary of **Anchorman Kavac Limited** a company incorporated in the British Virgin Islands on 5th December 2011 with Registration Number 1684052 and having its registered office situate at Mill Mall, Suit 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands hereby solemnly and sincerely declare that the attached documents are true copies of the originals AND I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Evidence Act 1871.

1. Power of Attorney

Declared this 12th Day of July 2016

....

Diane Dentith

I, in my capacity as Notary Public, hereby certify this to be the true signature of Diane Dentith by:

....

Notary Public
Quinn Legal
30 Ridgeway Street
Douglas
Isle of Man
IM1 1EL

Louise Byrne
Notary Public
Quinn Legal
30 Ridgeway Street
Douglas
Isle of Man
IM1 1EL

Na osnovu čl. 80 Zakona o privrednim društvima ("Sl. list RCG", br. 06/02 od 08.02.2002, "Sl. list Crne Gore", br. 17/07 od 31.12.2007, 80/08 od 26.12.2008, 40/10 od 22.07.2010, 36/11 od 27.07.2011, 40/11 od 08.08.2011) i odredbi Statuta, Društvo **»Anchorman Kavac Limited«** sa adresom: Mill Mall, Suite 6, Wickhams Cay, PO Box 3085, Road Town, Tortola, Britanska Devičanska Ostrva , upisanog u "Registry of Company Affairs" na Britanskim Devičanskim Ostrvima, br. reg. 1684052, dana __.__.2015. godine, donosi

Odluku
O OSNIVANJU
»Anchorman Kavac Limited«Britanska Devičanska Ostrva

–

DIO STRANOG DRUŠTVA Kotor

Član 1.

Osniva se Dio stranog društva, kao poseban dio društva **»Anchorman Kavac Limited«**sa adresom:Mill Mall, Suite 6, Wickhams Cay, PO Box 3085, Road Town, Tortola, BritanskaDevičanskaOstrva, upisanog u "Registry of Company Affairs" na Brutanskim Devičanskim Ostrvima, br. reg. 1684052.

Član 2.

Naziv Dijela stranog društva je:
» Anchorman Kavac Limited« British Virgin Islands – DIO STRANOG DRUŠTVA KOTOR.

Član 3.

Sjedište Dijela stranog društva i adresa za prijem službene pošte i glavnog mjesta poslovanja u Crnoj Gori je: P.C. Marinovic, Radanovici, 85318 Kotor.
Dio stranog društva ima svoj pečat sa nazivom matičnog društva i svojim nazivom.

On the grounds of the Article 80 of the Law on Business Companies ("Official Gazette of Montenegro", no. 06/02 dated 08.02.2002, "Official Gazette of Montenegro ", no. 17/07 dated 31.12.2007, 80/08 from 26.12.2008, 40/10 from 22.07.2010, 36/11 dated 27.07.2011, 40/11 from 08.08.2011) and the provisions of the Memorandum and Articles of Association, the Company**Anchorman Kavac Limited**of Mill Mall, Suite 6, Wickhams Cay, PO Box 3085, Road Town, Tortola, British Virgin Islands, recorded in the "Registry of Company Affairs" on British Virgin Islands, Registration number: 1684052, on __.__.2015. adopted the

Memorandum of
ASSOCIATION
Of **"Anchorman Kavac Limited"**Llc British Virgin islands

–

REPRESENTATIVE OFFICE OF FOREIGN COMPANYKotor

Article 1

Separate business company, a Representative Office of the foreign company, **"Anchorman Kavac Limited"** LlcMill Mall, Suite 6, Wickhams Cay, PO Box 3085, Road Town, Tortola, British Vigin Islands, and registered in Registry of Company Affairs in The British Virgin with the reg. no.1684052

Article 2

A Representative Officeof the foreign company is registered as:
"» Anchorman Kavac Limited « British Virgin Islands - REPRESENTATIVE OFFICEOF THE FOREIGN COMPANYKOTOR.

Article 3

The registered seat of aRepresentative Officeof theforeign company and the address for receiving official mail and its headquarters in Montenegro are: P.C. Marinovic, Radanovici, 85318 Kotor.
Representative Office of theforeign companyshall have its own stamp with the

Član 4.

Dio stranog društva nema svojstvo pravnog lica, a istupa pod nazivom društva i svojim nazivom, ima pravo da u prometu sa trećim licima istupa pod nazivom društva i svojim nazivom i da zaključuje poslove i preduzima druge pravne radnje.

Dio stranog društva ima sva ovlašćenja u pravnom prometu u okviru upisanih djelatnosti, te istupa u ime i za račun društva, sa svojim računom u banci.

Član 5.

Djelatnost dijela stranog društva je u okviru registrovanih djelatnosti stranog društva, pretežna djelatnost je:
41.20
Izgradnjastambenihinestambenihobjekata.

Član 6.

Stranodruštvopreuzimasveobaveze I odgovornostdijelastranogdruštva u pravnomprometusatrećimlicimacjelokupnomsvojomimovinom.

Član 7.

Radom dijelastranogdruštvarukovodi lice ovlašćenozazastupanjedijelastranogdruštva, kojiimaneograničenaovlašćenja u okviruregistrovanihdjelatnosti.

Član 8.

ZaDirektoradijelastranogdruštvaimenuje se **Marko Djinovic**, iz Kotora, jmbg [redacted]

Direktor dijela stranog društvaima neograničena ovlašćenja u prometu, a ovlašćen je da djeluje kolektivno sa ovlašćenim zastupnikom dijela stranog društva.
Za ovlašćenog zastupnika dijela stranog društva imenuje se Miloš Radmilović iz Šapca, [redacted] neograničena ovlašćenja u prometu, a ovlašćen

name of the parent company and its own name.

Article 4

Representative Office of the foreign companydoes not have a legal personality, and shall operate under the name of the company and its own name; it shall have the right to transact with third parties under the name of the company and its own name, and to conduct other legal actions.

Representative Office of theforeign companyshall have all powers in legal tansactions within the registered activities, and act in the name and on behalf of company, with its own Bank account.

Article 5

The activities of the Representative Office of the foreign company shall stay within the registered activities of theforeign company, with core activity being:
41.20 Construction of residential and non-residential buildings

Article 6

The foreign company shall be liable with all its assets for all obligations and responsibility of the Representative Office of the foreign company in legal transactions with third parties.

Article 7

The activities of the Representative Office of theforeign companyshall bemanaged by a person who is authorized to represent the Representative Office of the foreign company, and which shall have unlimited authoritywithin registered activities.

Article 8

[redacted]**arko Djinovic**, from Kotor, Personal [redacted] Director of the Representative Office of the je da djeluje kolektivno sa Direktorom dijela stranog društva.

Član 9.

Ova odlukastupa na snagudanomdonošenja.

U , dana ISLE of MAN 2016.godine.

M.P.

Za
»Anchorman Kavac Limited« Britanska Devičanska Ostrva

FOR AND ON BEHALF OF
SOVEREIGN DIRECTORS
LTD.

foreign company. The Director of the Representative Office has unlimited powers in trading but can act only collectively with the Authorised Representative of the Representative Office.Miloš radmilović from Šabac, Republic of Serbia jmbg: [redacted] passport number: [redacted] being appointed as an authorised representative of the Representative Office of the company.
The Authorised Representative of the Representative Office has unlimited powers in trading but can only act collectively with the Director of the Representative Office.

Article 9

This Memorandum shall enter into force on the day of its adoption.

In ISLE of MAN, on 12 JULY 2016

STAMP HERE

On behalf of
" Anchorman Kavac Limited" British Virgin Islands

FOR AND ON BEHALF OF
SOVEREIGN MANAGERS
LIMITED

APOSTIL
(Haška Konvencija od 5. oktobra 1961)

1. Zemlja: Ostrvo Man

   Ovu javnu ispravu

2. Potpisuje: LOUISE CLEMO BYRNE
3. U svojstvu: Notara
4. I sadrži pečat/štambilj:

Ovjereno

5. U: Douglas-u
6. Datum: 15.jul 2016 godine
7. Od strane: Njegove Ekselencije Zamjenika Guvernera na Ostrvu Man
8. Broj: [redacted]
9. Pečat/štambilj: Grb
10. Potpis: LYNN KOSH, Zamjenik Pomoćnika Glavnog Registratora (dat potpis)

    Za Njegovu Ekselenciju Zamjenika Guvernera

Ostrvo Man je interno samoupravna teritorija zavisna od Britanske Krune. Ona nije dio Ujedinjenog Kraljevstva ali je Ujedinjeno Kraljevstvo odgovorno za njene međunarodne odnose. Ako se ovaj dokument koristi u zemlji koja nije jedna od strana u Haškoj Konvenciji od 5.oktobra 1961 godine, treba ga predate konzularnom odjeljenju misije koja zastupa tu zemlju.

Ja, Samanta Tošković, stalni sudski tumač/prevodilac za engleski jezik, imenovana Rješenjem Ministarstva pravde br. 03-4265/05, potvrđujem da je ovaj prevod vjeran originalu koji je sastavljen na engleskom jeziku. Podgorica, 28.07.2016.

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR ENGLISH LANGUAGE
Samanta Tošković
PODGORICA

Tošković

IZJAVA

Ja, **Diane Dentith**, Direktor Sovereign Registrars Limited (Ostrvo Man), kompanije sekretara Anchorman Kavac Limited, društva koje je osnovano na Britanskim Djevičanskim Ostrvima dana 5. Decembra 2011 godine pod registarskim brojem 1684052, sa sjedištem koje se nalazi na adresi:Mill [redacted] a, ovim svečano i iskreno izjavljujem da su priložena dokumenta vjerne kopije originala i svjesno dajem ovu svečanu izjavu , vjerujući da su ista vjerna i uz pomoć odredbi Zakona o dokazima iz 1871 godine.

1. Punomoćje

Dato dana 12.jula 2016 godine
(dat potpis)
Diane Dentith

Ja, u svojstvu Notara, ovim potvrđujem da je ovo vjeran potpis Diane Dentith
(dat potpis)

Notar	Louise Byrne
Quinn Legal	Notar
30 Ridgeway Street	Quinn Legal
Douglas	30 Ridgeway Street
Ostrvo Man	Douglas
IM1 1EL	Ostrvo Man
	IM1 1EL

(Pečat Notara)

Ja, Samanta Tošković, stalni sudski tumač/prevodilac za engleski jezik, imenovana Rješenjem Ministarstva pravde br. 03-4265/05, potvrđujem da je ovaj prevod vjeran originalu koji je sastavljen na engleskom jeziku. Podgorica, 28.07.2016.

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR ENGLISH LANGUAGE
Samanta Tošković
PODGORICA

Anchorman Kavac Limited

Financial Statements

31st December 2015

Incorporated in the British Virgin Islands - Company Number: 1803916

Anchorman Kavac Limited

COMPANY INFORMATION

DIRECTORS

Sovereign Directors Ltd and Sovereign Managers Limited

SECRETARY

Sovereign Registrars (IOM) Limited

INCORPORATION NUMBER

1684052

REGISTERED OFFICE

Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085
Road Town, Tortola, British Virgin Islands

DATE OF INCORPORATION

5th December 2011

PLACE OF INCORPORATION

The British Virgin Islands

Anchorman Kavac Limited

CONTENTS

Anchorman Kavac Limited

PROFIT AND LOSS ACCOUNT
For the period ended 31/12/2015

- in EUR -

	01.01.-31.12.2013	01.01.-31.12.2014	01.01.-31.12.2015
Sales	-	439 991	850 000
OPERATING REVENUE	-	*439 991*	*850 000*
Cost of sale	58 914	29 544	38 922
Wages, salaries & other employee benefits	-	-	-
Cost of depreciation & provisions	-	-	-
Other operating expenses	88 864	3 572	162
OPERATING EXPENSES	*147 778*	*33 116*	*39 084*
OPERATING PROFIT (LOSS)	**(147 778)**	**406 874**	**810 916**
Financial income	5 570	11 183	13 240
Financial expenses	1 095	-	-
FINANCIAL PROFIT (LOSS)	**4 475**	**11 183**	**13 240**
Other income	-	11	112 356
Other expenses	-	-	-
OTHER PROFIT	-	**11**	**112 356**
PROFIT BEFORE TAXES	**(143 303)**	**418 069**	**936 512**
Income tax expense	-	-	-
NET PROFIT (LOSS) FOR THE YEAR	**(143 303)**	**418 069**	**936 512**

There is no difference between the profit on ordinary activities stated above and its historical cost equivalent.

There are no recognised gains or losses other than those stated above and hence no statement of total recognised gains and losses is presented. All activities are continuing.

Anchorman Kavac Limited

BALANCE SHEET
as at 31/12/2015

- in EUR -

	31.12.2013	31.12.2014	31.12.2015
Cash and cash equivalents	3 768	14 252	2 154
Accounts receivable	-	330 000	19 798
VAT, prepaid costs & accrued income	-	-	112 356
Short-term loans - parent company	256 233	254 473	254 473
Short-term loans - associated companies	110 000	111 205	111 205
Short-term loans - other	-	5 180	5 180
Receivables for interests and finance costs	6 770	17 953	31 193
CURRENT ASSETS	**376 770**	**733 063**	**536 358**
Long-term investments	745 264	836 585	1 158 723
Intangibles	-	-	-
PP & E	750 000	720 456	681 534
LONG-TERM ASSETS	**1 495 264**	**1 557 041**	**1 840 257**
TOTAL ASSETS	**1 872 034**	**2 290 103**	**2 376 615**
Share capital	1 450 000	1 450 000	1 450 000
Positive revaluation reserves	-	-	-
Previous year's gains/losses	(284 663)	(427 966)	(9 897)
Current year profit/loss	(143 303)	418 069	936 512
EQUITY	**1 022 034**	**1 440 103**	**2 376 615**
Liabilities (sale option)	850 000	850 000	-
Liabilities to parent companies & subsidiaries	-	-	-
Long-term loans	-	-	-
LONG-TERM PROVISIONS & LIABILITIES	**850 000**	**850 000**	-
Short-term financial liabilities	-	-	-
Liabilities from business operations	-		-
Liabilities for VAT & other taxes and contrib.	-	-	-
SHORT-TERM PROVISIONS & LIABILITIES	-	-	-
TOTAL EQUITY & LIABILITIES	**1 872 034**	**2 290 103**	**2 376 615**

The notes on pages 4 and 5 form part of these financial statements.
The financial statements on pages 2 and 3 were approved by the board of directors on 31st December 2015 and signed on their behalf by:

ANCHORMAN KAVAC LTD
BVI REG No: 1684052

Anchorman Kavac Limited

NOTES TO THE FINANCIAL STATEMENTS
for the period ending 31st December 2015

1. Principal Accounting Policies

The financial statements have been prepared in accordance with applicable accounting standards in the United Kingdom. The following accounting policies have been consistently applied in dealing with items that are considered material in relation to the financial statements of the company.

Basis of Accounting
The financial statements have been prepared using the historic cost basis and in accordance with accounting standards.

Depreciation
There is no provision for depreciation on property.

Revaluation
Investments are stated at their historic cost.

Foreign Currency
Assets and liabilities in foreign currencies are translated at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

Turnover
Turnover is detailed net of VAT.

2. Share Capital

in -EUR -

	Number of Shares	Price per Share	Paid-in Capital
Class A Shares	500	1,00	-
Class B Shares	14 250	100,00	1 425 000,00
As at 31st December 2013			**1 425 000,00**
Class A Shares	500	1,00	-
Class B Shares	14 500	100,00	1 450 000,00
As at 31st December 2014			**1 450 000,00**
Class A Shares	500	1,00	-
Class B Shares	14 500	100,00	1 450 000,00
As at 31st December 2015			**1 450 000,00**

3. **Reconciliation of shareholder funds:**

in -EUR -

	Share Capital	Profit (Loss)	TOTAL
As at 31st December 2012	**1 425 000**	**(284 663)**	**1 140 337**
Increase of share capital	25 000	-	25 000
Profit (loss) for the period	-	(143 303)	(143 303)
Dividends	-	-	-
As at 31st December 2013	**1 450 000**	**(427 966)**	**1 022 034**
Increase of share capital	-	-	-
Profit (loss) for the period	-	414 391	414 391
Dividends	-	-	-
As at 31st December 2014	**1 450 000**	**(13 574)**	**1 436 426**
Increase of share capital	-	-	-
Profit (loss) for the period	-	975 434	975 434
Dividends	-	-	-
As at 31st December 2015	**1 450 000**	**961 860**	**2 411 860**

4. **Short-term loans:**

a) The Company has a loan agreement with Anchorman Holdings Inc (Montenegro) Kotor doo (a wholly owned company by parent company Anchorman Holdings Inc BVI) for an amount up to € 1,000,000 with an interest rate of 1% per annum. The Company has loaned out €1,158,722.79 in total to date. The funds were used to design, secure planning and build show properties on the land owned by the company.

b) The Company has loaned out €111,205.00 in total to associated company Boka Golf Development BVI on a short-term basis with an interest rate of 1% per annum.

c) The Company has loaned out €254,463.75 in total to its parent company Anchorman Holdings Inc BVI at an interest rate of 1% per annum.

5. **Sales Income**

a) the Company has received the amount of €420,201.71 for the sale of the property-villa 1A and is due to receive balance of €19,798.29 on completion.

b) the Company has fulfilled its obligations in relation to the liability (with sale option-villa 5) amounting to €850,000. Therefore, the amount of €850,000 has been cleared off from balance sheet and recorded in the P&L statement as a sales income.

6. The Company is not subject to Income Tax in the British Virgin Islands.

The Company declared €112,356.33 tax asset as a result of prepaid tax during the construction of show properties on the land owned by the Company.

Anchorman Kavac Limited

Financial Statements

31st December 2015

Incorporated in the British Virgin Islands - Company Number: 1803916

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
SWORN COURT INTERPRETER FOR THE ENGLISH LANGUAGE
BUDVA

Anchorman Kavac Limited

COMPANY INFORMATION

DIRECTORS

Sovereign Directors Ltd and Sovereign Managers Limited

SECRETARY

Sovereign Registrars (IOM) Limited

INCORPORATION NUMBER

1684052

REGISTERED OFFICE

Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085
Road Town, Tortola, British Virgin Islands

DATE OF INCORPORATION

5th December 2011

PLACE OF INCORPORATION

The British Virgin Islands

Anchorman Kavac Limited

CONTENTS

Anchorman Kavac Limited

PROFIT AND LOSS ACCOUNT
For the period ended 31/12/2015

– in EUR –

	01.01.-31.12.2013	01.01.-31.12.2014	01.01.-31.12.2015
Sales	-	439 991	850 000
OPERATING REVENUE		*439 991*	*850 000*
Cost of sale	58 914	29 544	38 922
Wages, salaries & other employee benefits	-	-	-
Cost of depreciation & provisions	-	-	-
Other operating expenses	88 864	3 572	10 975
OPERATING EXPENSES	*147 778*	*33 116*	*49 897*
OPERATING PROFIT (LOSS)	**(147 778)**	**406 874**	**800 103**
Financial income	4 220	9 833	11 890
Financial expenses	1 095	-	-
FINANCIAL PROFIT (LOSS)	**3 125**	**9 833**	**11 890**
Other income	-	11	112 356
Other expenses	-	-	-
OTHER PROFIT	-	**11**	**112 356**
PROFIT BEFORE TAXES	**(144 652)**	**416 719**	**924 349**
Income tax expense	-	-	-
NET PROFIT (LOSS) FOR THE YEAR	**(144 652)**	**416 719**	**924 349**

There is no difference between the profit on ordinary activities stated above and its historical cost equivalent.

There are no recognised gains or losses other than those stated above and hence no statement of total recognised gains and losses is presented. All activities are continuing.

Anchorman Kavac Limited

BALANCE SHEET
as at 31/12/2015

– in EUR –

	31.12.2013	31.12.2014	31.12.2015
Cash and cash equivalents	3 768	14 252	2 154
Accounts receivable	-	330 000	19 798
VAT, prepaid costs & accrued income	-	-	112 356
Short-term loans - parent company	31 224	29 464	29 464
Short-term loans - associated companies	110 000	111 205	111 205
Short-term loans - other	-	5 180	5 180
Receivables for interests and finance costs	4 940	14 774	26 664
CURRENT ASSETS	**149 932**	**504 875**	**306 821**
Long-term investments	935 264	926 585	1 248 723
Intangibles	-	-	-
PP & E	750 000	720 456	681 534
LONG-TERM ASSETS	**1 585 264**	**1 647 041**	**1 930 257**
TOTAL ASSETS	**1 735 196**	**2 151 916**	**2 237 077**
Share capital	1 450 000	1 450 000	1 450 000
Positive revaluation reserves	-	-	-
Previous year's gains/losses	(420 151)	(564 804)	(148 084)
Current year profit/loss	(144 652)	416 719	924 349
EQUITY	**885 196**	**1 301 916**	**2 226 265**
Liabilities (sale option)	850 000	850 000	-
Liabilities to parent companies & subsidiaries	-	-	-
Long-term loans	-	-	-
LONG-TERM PROVISIONS & LIABILITIES	**850 000**	**850 000**	
Short-term financial liabilities	-	-	10 813
Liabilities from business operations	-		-
Liabilities for VAT & other taxes and contrib.	-	-	-
SHORT-TERM PROVISIONS & LIABILITIES	-	-	-
TOTAL EQUITY & LIABILITIES	**1 735 196**	**2 151 916**	**2 237 077**

The notes on pages 4 and 5 form part of these financial statements.
The financial statements on pages 2 and 3 were approved by the board of directors on 31st December 2015 and signed on their behalf by:

Anchorman Kavac Limited

NOTES TO THE FINANCIAL STATEMENTS
for the period ending 31st December 2015

1. Principal Accounting Policies

The financial statements have been prepared in accordance with applicable accounting standards in the United Kingdom. The following accounting policies have been consistently applied in dealing with items that are considered material in relation to the financial statements of the company.

Basis of Accounting
The financial statements have been prepared using the historic cost basis and in accordance with accounting standards.

Depreciation
There is no provision for depreciation on property.

Revaluation
Investments are stated at their historic cost.

Foreign Currency
Assets and liabilities in foreign currencies are translated at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

Turnover
Turnover is detailed net of VAT.

2. Share Capital

in -EUR -

	Number of Shares	Price per Share	Paid-in Capital
Class A Shares	500	1,00	-
Class B Shares	14 250	100,00	1 425 000,00
As at 31st December 2013			**1 425 000,00**
Class A Shares	500	1,00	-
Class B Shares	14 500	100,00	1 450 000,00
As at 31st December 2014			**1 450 000,00**
Class A Shares	500	1,00	-
Class B Shares	14 500	100,00	1 450 000,00
As at 31st December 2015			**1 450 000,00**

3. Reconciliation of shareholder funds:

in -EUR -

	Share Capital	Profit (Loss)	TOTAL
As at 31st December 2012	**1 425 000**	(420 159)	**1 004 849**
Increase of share capital	25 000	-	25 000
Profit (loss) for the period	-	(143 653)	(144 653)
Dividends	-	-	-
As at 31st December 2013	**1 450 000**	**(564 804)**	**885 196**
Increase of share capital	-	-	-
Profit (loss) for the period	-	416 719	416 719
Dividends	-	-	-
As at 31st December 2014	**1 450 000**	(148 085)	**1 301 915**
Increase of share capital	-	-	-
Profit (loss) for the period	-	924 349	924 349
Dividends	-	-	-
As at 31st December 2015	**1 450 000**	776 265	**2 226 265**

4. Short-term loans:

a) The Company has a loan agreement with Anchorman Holdings Inc (Montenegro) Kotor doo (a wholly owned company by parent company Anchorman Holdings Inc BVI) for an amount up to € 1,000,000 with an interest rate of 1% per annum. The Company has loaned out €1,248,722.79 in total to date. The funds were used to design, secure planning and build show properties on the land owned by the company.

b) The Company has loaned out €111,205.00 in total to associated company Boka Golf Development BVI on a short-term basis with an interest rate of 1% per annum.

c) The Company has loaned out €29,463.75 in total to its parent company Anchorman Holdings Inc BVI at an interest rate of 1% per annum.

5. Sales Income

a) the Company has received the amount of €420,201.71 for the sale of the property-villa 1A and with remaining balance of €19,798.29 to be received on handover of the property.

b) the Company has fulfilled its obligations in relation to the liability (with sale option-villa 5) amounting to €850,000. Therefore, the amount of €850,000 has been cleared off from balance sheet and recorded in the P&L statement as a sales income.

6. The Company is not subject to Income Tax in the British Virgin Islands.

The Company declared €112,356.33 tax asset as a result of prepaid tax during the construction of show properties on the land owned by the Company.

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
COURT INTERPRETER FOR THE ENGLISH LANGUAGE
BUDVA

Anchorman Kavac Limited

Finansijski izvještaji

31. decembar 2015

Osnovano na Britanskim Djevičanskim Ostrvima – Broj kompanije:1803916

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav ...vić
BUDVA

Anchorman Kavac Limited

INFORMACIJE O KOMPANIJI

DIREKTORI

Sovereign Directors Ltd i Sovereign Managers Limited

SEKRETAR

Sovereign Registrars (IOM) Limited

BROJ OSNIVANJA

1684052

SJEDIŠTE

Mill Mall Suite 6, Wickhams Cay 1, PO Box 3085
Road Town, Tortola, Britanska Djevičanska Ostrva

DATUM OSNIVANJA

5. decembar 2011.

MJESTO OSNIVANJA

Britanska Djevičanska Ostrva

Anchorman Kavac Limited

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
COURT INTERPRETER FOR THE ENGLISH LANGUAGE
BUDVA

Anchorman Kavac Limited

BILANS USPJEHA
Za period koji se završava 31. 12. 2015.

-u EURIMA-

	01.01.-31.12.2013	01.01.- 31.12.2014	01.01.-31.12.2015
Prodaja	-	439 991	850 000
POSLOVNI PRIHOD	-	*439 991*	*850 000*
Troškovi prodaje	58 914	29 544	38 922
Plate i ostali doprinosi za zaposlene	-	-	-
Troškovi amortizacije i rezervisanja	-	-	-
Ostali poslovni izdaci	88 864	3 572	10 975
IZDACI POSLOVANJA	*147 778*	*33 116*	*49 897*
PROFIT (GUBITAK) POSLOVANJA	(147 778)	**406 874**	**800 103**
Finansijski prihod	4 220	9 833	11 890
Finansijski izdaci	1 095	-	-
FINANSIJSKI PROFIT (GUBITAK)	**3 125**	**9 833**	**11 890**
Ostali prihodi	-	11	112 356
Ostali izdaci	-	-	-
OSTALI PROFIT	-	**11**	**112 356**
PROFIT PRIJE OPOREZIVANJA	**(144 652)**	**416 719**	**924 349**
Izdaci poreza na prihod	-	-	-
NETO PROFIT (GUBITAK) ZA GODINU	**(144 652)**	**416 719**	**924 349**

Ne postoji razlika između profita na redovne aktivnosti gore navedenih i njegovog ekvivalenta istorijskog troška.

Ne postoje priznati dobici ili gubici osim onih koji su iznad navedeni i prema tome nije predstavljen izvještaj ukupnih priznatih dobitaka i gubitaka. Sve aktivnosti se nastavljaju.

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav ...ović
BUDVA

Anchorman Kavac Limited
BILANS STANJA
na 31. 12. 2015.

-u eurima-

	31.12.2013	31.12.2014	31.12.2015
Gotovina i gotovinski ekvivalenti	3 768	14 252	2 154
Potraživanja	-	330 000	19 798
PDV, pripejd troškovi i obračunati prihod	-	-	112 356
Kratkoročni krediti – matična kompanija	31 224	29 464	29 464
Kratkoročni krediti – povezane kompanije	110 000	111 205	111 205
Kratkoročni krediti - ostalo	-	5 180	5 180
Potraživanja kamate i finansijskih troškova	4 940	14 774	26 664
TRENUTNA AKTIVA	**149 932**	**504 875**	**306 821**
Dugoročne investicije	935 264	926 585	1 248 723
Nematerijalna ulaganja	-	-	-
Imovina, postrojenja i oprema	750 000	720 456	681 534
DUGOROČNA AKTIVA	**1 585 264**	**1 647 041**	**1 930 257**
UKUPNA AKTIVA	**1 735 196**	**2 151 916**	**2 237 077**
Dionički kapital	1 450 000	1 450 000	1 450 000
Pozitivne revalorizacione rezerve	-	-	-
Dobici/gubici od prethodne godine	(420 151)	(564 804)	(148 084)
Dobici/gubici od tekuće godine	(144 652)	416 719	924 349
KAPITAL	**885 196**	**1 301 916**	**2 226 265**
Obaveze (opcija prodaje)	850 000	850 000	-
Obaveze prema matičnim preduzećima i podružnicama	-	-	-
Dugoročni krediti	-	-	-
DUGOROČNA REZERVISANJA I OBAVEZE	**850 000**	**850 000**	-
Kratkoročne finansijske obaveze	-	-	10 813
Obaveze iz poslovanja		-	-
Obaveze za PDV i drugi porezi i doprinosi	-	-	-
KRATKOROČNA REZERVISANJA I OBAVEZE	-	-	-
UKUPNI KAPITAL I OBAVEZE	**1 735 196**	**2 151 916**	**2 237 077**

Napomene na stranama 4 i 5 čine dio ovih finansijskih izvještaja.
Finansijski izvještaji na stranama 2 i 3 su odobreni od stane borda direktora 31. decembra 2015. i potpisani u njihovo ime od strane:
(potpisano)
Okrugli pečat: Anchorman Kavac Limited,
Br. reg. na BDO 1684052

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
COURT INTERPRETER FOR THE ENGLISH LANGUAGE
BUDVA

Anchorman Kavac Limited

NAPOMENE UZ FINANSIJSKE IZVJEŠTAJE
za period koji se završava 31. decembra 2015.

1. Glavni principi obračuna

Finansijski izvještaji su pripremljeni u skladu sa važećim računovodstvenim standardima u Ujedinjenom Kraljevstvu. Sljedeći principi obračuna se konsistentno primjenjivani prilikom rada sa stavkama koje se smatraju materijalnim u vezi sa finansijskim izvještajima kompanije.

Osnova obračuna
Finansijski izvještaji su pripremljeni korištenjem osnove istorijskih troškova i u skladu sa standardima računovodstva.

Amortizacija
Ne postoji rezervisanje za amortizaciju imovine

Revalorizacija
Investicije su navedene po svom istorijskom trošku.

Strana valuta
Aktiva i pasiva u stranoj valuti se preračunava po kursu koji važi na datum bilansa stanja. Transakcije u stranim valutama se preračunavaju po stopi razmjene koja važi na datum transakcije. Razlike u kursu se uzimaju u obzir prilikom stizanja u profit iz poslovanja.

Promet
Promet je naveden neto PDV.

2. Dionički kapital

	Broj dionica	Cijena po dionici	Uplaćeni kapital
Dionice klase A	500	1,00	-
Dionice klase B	14 250	100,00	1 425 000,00
31. decembra 2013			**1 425 000,00**
Dionice klase A	500	1,00	-
Dionice klase B	14 500	100,00	1 450 000,00
31. decembra 2014			**1 450 000,00**
Dionice klase A	500	1,00	-
Dionice klase B	14 500	100,00	1 450 000,00
31. decembra 2015			**1 450 000,00**

3. **Usklađivanje dioničkih sredstava:**

U eurima

	Dionički kapital	Profit (gubitak)	UKUPNO
31. decembra 2012	**1 425 000**	**(420 159)**	**1 004 849**
Povećanje dioničkog kapitala	25 000	-	25 000
Profit (gubitak) za period	-	(143 653)	(144 653)
Dividende	-	-	-
31. decembra 2013	**1 450 000**	**(564 804)**	**885 196**
Povećanje dioničkog kapitala	-	-	-
Profit (gubitak) za period	-	416 719	416 719
Dividende	-	-	-
31. decembra 2014	**1 450 000**	**(148 085)**	**1 301 915**
Povećanje dioničkog kapitala	-	-	-
Profit (gubitak) za period	-	924 349	924 349
Dividende	-	-	-
31. decembra 2015	**1 450 000**	**776 265**	**2 226 265**

4. **Kratkoročni krediti:**

a) Kompanija ima kreditni ugovor sa Anchorman Hodings Inc (Montenegro) Kotor d.o.o. (kompanije u punom vlasništvu matične kompanije Anchorman Holdings Inc (BVI) na iznos od 1.000.000€ sa kamatom od 1% na godišnjem nivou. Kompanija je dala u zajam ukupno 1.248.722,79€ do današnjeg datuma. Sredstva su korištena da se projektuje, obezbijedi planiranje i sagrade nepokretnosti na zemljištu koje je u vlasništvu kompanije.

b) Kompanija je dala u zajam ukupno 111.205,00€ pridruženoj kompaniji Boka Golf Development BVI na kratkoročnoj osnovi sa kamatom od 1% na godišnjem nivou.

c) Kompanija je pozajmila ukupno 29.463,75 svojoj matičnoj kompaniji Anchorman Holdings Inc (BVI) po kamatnoj stopi od 1% na godišnjem nivou.

5. **Prihod od prodaje**

a) Kompanija je primila iznos od 420.201,71€ za prodaju nepokretnosti – vile 1A a preostali iznos od 19.798,29€ treba da se primi prilikom primopredaje nepokretnosti.

b) Kompanija je ispunila svoje obaveze u vezi sa obavezom (opcija prodaje – vila 5) u iznosu od 850.000€. Prema tome iznos od 850.000€ je uklonjen iz bilansa stanja i zabilježen u bilansu uspjeha kao prihod od prodaje.

6. Kompanija nije podložna porezu na dohodak na Britanskim Djevičanskim Ostrvima

Kompanija je prijavila porez od 112.356,33€ kao rezultat pretplate poreza tokom izgradnje nepokretnosti na zemljištu koje posjeduje kompanija.

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... av Pantović,
Branislav Pantović,

Stalni sudski tumač
Permanent Court Interpreter
____ engleski ____ jezik
____ English ____ language
postavljen rješenjem ministra pravde
br. 03-6500/06 od 05.07.2007.
Appointed by the Resolution of the Ministry of Justice No. 03-6500/06 of July 05th, 2007.
Potvrđujem da je ovaj prevod vjeran originalu
Certify that this is a correct and true translation
koji je sastavljen na engleskom jeziku.
made up in English language.
Troškovi prevoda iznose ____ €
Translation expenses amount to ____ €
Budva dana 26.07.2016.
Potpis

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MEMORANDUM & ARTICLES OF ASSOCIATION

OF

ANCHORMAN KAVAC LIMITED

A COMPANY INCORPORATED UNDER THE LAWS OF
THE BRITISH VIRGIN ISLANDS

Incorporation number: 1684052 Date: 05/12/2011

SOVEREIGN

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TERRITORY OF THE BRITISH VIRGIN ISLANDS
THE BVI BUSINESS COMPANIES ACT 2004 (the 'Act')
PRIVATE COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF

Anchorman Kavac Limited

---

1. Name.

The name of the Company is **Anchorman Kavac Limited**.

2. Incorporation.

The Company is incorporated as a company limited by shares.

3. Registered Office.

The first registered office of the Company shall be situated at **Mill Mall, Suite 6, Wickhams Cay 1, P.O. Box 3085, Road Town, Tortola, British Virgin Islands**.

4. Registered Agent.

The first Registered Agent of the Company shall be **SOVEREIGN CORPORATE (BVI) LIMITED of Mill Mall, Suite 6, Wickhams Cay 1, P.O. Box 3085, Road Town, Tortola, British Virgin Islands**.

5. General Objects and Powers.

(1) The object of the Company is to engage in any act or activity that is not prohibited under the Act or any other law for the time being in force in the British Virgin Islands.

(2) The Company shall have all such powers as are permitted by law for the time being in force in the British Virgin Islands, irrespective of corporate benefit, to perform all acts and engage in all activities which are necessary or conducive to the conduct, promotion or attainment of the objects of the Company.

(3) The Company shall have all powers to settle its assets or property or any part thereof in trust or transfer the same to any other company whether for the protection of its assets or not.

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(4) The directors may by resolution of directors exercise all the powers of the Company to borrow money and to mortgage or charge its undertakings and Property, or any part thereof, to issue debenture stock and other securities whenever money is borrowed or as security for any debt, liability or obligation of the Company or of any third party.

6. Limitation of Liability.

The liability of the members is limited.

7. Limitations on Power.

The Company has no power to:-

(1) carry on business with persons resident in the British Virgin Islands;

(2) own an interest in real property situate in the British Virgin Islands, other than a lease referred to in paragraph (5) of clause 8 of this Memorandum of Association;

(3) carry on banking or trust business, unless it is licensed under the Banks and Trust Companies Act 1990;

(4) carry on business as an insurance or a reinsurance company, insurance agent or insurance broker, unless it is licensed under an enactment authorising it to carry on that business;

(5) carry on business of company management unless it is licensed under the Company Management Act 1990; or

(6) carry on the business of providing the registered office or the registered agent for companies incorporated in the British Virgin Islands.

8. Exceptions to Limitations.

For the purposes of paragraph (1) of clause 7 of this Memorandum of Association the company shall not be treated as carrying on business with persons resident in the British Virgin Islands by reason only that:-

(1) it makes or maintains deposits with a person carrying on banking business within the British Virgin Islands;

(2) it makes or maintains professional contact with solicitors, barristers, accountants, bookkeepers, trust companies, administration companies, investment advisers or other similar persons carrying on business within the British Virgin Islands;

(3) it prepares or maintains books and records within the British Virgin Islands;

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(4) it holds, within the British Virgin Islands, meetings of its directors or members;

(5) it holds a lease of property for use as an office from which to communicate with members or where books and records of the Company are prepared or maintained;

(6) it holds shares, debt obligations or other securities in a company incorporated under the Act or under the Companies Act;

(7) Its shares, debt obligations or other securities in the Company are owned by any person resident in the British Virgin Islands or by any company incorporated under the Act or under the Companies Act.

9. Shares.

(1) Shares shall be issued in the Euro currency.

(2) The Company shall be authorized to issue a maximum of 25,000 shares.

(3) The shares shall be divided into such number of classes and series as the directors shall by resolution from time to time determine and shall initially comprise two classes of shares namely (i) 500 Class A Shares of €1.00 each and (ii) 20,000 Class B Shares of €100.00 each. The Class A shareholders shall have the right to vote at meetings of the Company. The Class B shareholders shall not have the right to vote at meetings of the Company but shall be entitled the Profits of the Company winding up until they have received a return of 50% (Fifty Percent) of the par value of their shares. Any remaining profits of the company following the payment to Class B Shareholders of 50% (Fifty Percent) of the pare value of their shares shall then be divided between Class A and Class B Shareholders, with Class A Shareholders entitled to receive 60% (Sixty Percent) and the Class B Shareholders entitled to receive 40% (Forty Percent) of the remaining profits.

(4) The directors shall not issue any dividends prior to the winding up of the company.

(5) The directors shall by resolution have the power to issue any class or series of shares that the Company is authorized to issue, originally or as increased, with or subject to any designations, powers, preferences, rights, qualifications, limitations and restrictions, subject to Paragraph 11 clause (1).

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(6) The Company shall not be authorized to issue bearer shares, convert registered shares to bearer shares, or exchange registered shares for bearer shares.

10. Private Company.

The Company is a private company and accordingly:-

(1) the Company is prohibited from making any offer of shares to the public and may not be registered on any stock exchange or quoted publicly anywhere in the world; and

(2) the Company may not have more than 50 members.

11. Amendment of Memorandum and Articles of Association.

The Company may by resolution of the members or by a resolution of directors amend this Memorandum of Association and the Articles of Association of the Company.

(1) Amendments to this Memorandum of Association and to the Articles of Association may include changing the name of the Company; and increasing or decreasing the number of shares which the Company is authorised to issue, subject to Paragraph 9 clause (5).

(2) No amendment may be made by a Resolution of Directors:

(i) to restrict the rights or powers of members to amend the Memorandum of Association or the Articles of Association;

(ii) to change the percentage of members required to pass a resolution of members to amend the Memorandum of Association or Articles of Association;

(iii) to prohibit members from amending the Memorandum of Association or Articles of Association; or

(3) Where a resolution is passed to amend the Memorandum or Articles of Association, the Company shall file for registration with the Registrar of Corporate Affairs:

(i) a notice of amendment in the approved form; or
(ii) a restated Memorandum or Articles of Association incorporating the amendment made.

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We, SOVEREIGN CORPORATE (BVI) LIMITED, Mill Mall, Suite 6, Wickhams Cay 1, P.O. Box, 3085, Road Town, Tortola, British Virgin Islands for the purpose of incorporating a BVI Business Company under the laws of the British Virgin Islands hereby sign this **Memorandum of Association the 5th day of December , 2011**.

Incorporator

Brenda-Lee Winchester-Charlemagne
(Authorised Signatory)
SOVEREIGN CORPORATE (BVI) LIMITED
Mill Mall, Suite 6,
Wickhams Cay 1,
P.O. Box 3085,
Road Town, Tortola,
British Virgin Islands.

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TERRITORY OF THE BRITISH VIRGIN ISLANDS
THE BVI BUSINESS COMPANIES ACT 2004
PRIVATE COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION
OF

Anchorman Kavac Limited

These Articles shall constitute the regulations ("the Regulations") of the Company.

1. Interpretation.

In these Regulations unless there be something in the subject or context inconsistent therewith –

"the Act" means the BVI Business Companies Act 2004 or any statutory modification thereto;

"Auditor" means the person for the time being performing the duties of auditor of the company and includes any individual or partnership;

"the Company" means the Company for which these Regulations are approved and confirmed;

"Debenture" means debenture stock, mortgages, bonds and any other such securities of the Company whether constituting a charge on the assets of the Company or not;

"Directors" means the directors for the time being of the Company;

"Member" means the person or corporation or body corporate or partnership registered in the Register as the holder of shares in the Company and, when two or more persons are so registered as joint holders of shares, means the person whose name stands first in the Register as one of such holders;

"Month" means calendar month;

"Notice" means written notice unless otherwise specifically stated;

"Paid-up" means paid up and credited as paid-up;

"Register" means the register of members to be kept pursuant to the Act;

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"Registered Office" means the registered office for the time being of the Company;

"Resolution of Directors" means (a) a resolution approved at a duly constituted meeting of directors of the Company or of a committee of directors of the Company by the affirmative vote of a simple majority or such larger majority as may be specified in these Regulations of the directors present at the meeting who voted and did not abstain; or (b) a resolution consented to in writing by a simple majority or such large majority as may be specified in these Regulations of all the Directors or of all the members of the committee of directors, as the case may be, except that where a director is given more than one vote, he shall be counted by the number of votes he casts for the purposes of establishing majorities;

"Resolution of Members" means

(a) a resolution approved at a duly constituted meeting of the members of the Company by the affirmative vote of -

(i) a simple majority, or such larger majority as may be specified in these Regulations, of the votes of the shareholders entitled to vote who were present at the meeting and who voted and did not abstain, or

(ii) a simple majority, or such larger majority as may be specified in these Regulations, of the votes of the shareholders of each class or series of shares who were present at the meeting and entitled to vote thereon as a class or series and who voted and did not abstain and of a simple majority as may be specified in these Regulations of the votes of the remaining shareholders entitled to vote thereon who were present at the meeting and who voted and did not abstain, or

(b) a resolution consented to in writing by -

(i) a simple majority, or such larger majority as may be specified in these Regulations, of the shareholders entitled to vote thereon, or

(ii) a simple majority, or such larger majority as may be specified in these Regulations, of the votes of the shareholders entitled to vote thereon as a class or series and of an absolute majority, or such larger majority as may be specified in these Regulations of the votes of the holders of the remaining shares entitled to vote thereon;

"Seal" means the common seal of the company;

"Secretary" means the person appointed to perform the duties of secretary of the Company and includes any assistant or acting secretary;

"Shareholder" means a holder of one or more shares in the Company;

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"written and in writing" shall unless the contrary intention appears, be construed as including printing, lithography, photography, reproduction and other modes of representing words in a visible form;

Words importing the singular number only include the plural number, and vice versa;

Words importing the masculine gender only include the feminine gender;

Words importing persons include corporations.

2. The business of the Company may be commenced as soon after the incorporation of the Company as the Directors shall think fit and notwithstanding that only part of the shares may have been allotted.

3. The Directors may pay out of the capital or other monies of the Company, all expenses incurred in or about the formation and establishment of the Company including the expenses of registration.

4. The headings in these Articles of Association are for guidance purposes only and shall not affect their interpretation.

5. The Company is a private company and therefore:-

(1) the number of members of the Company shall not exceed 50 but where two or more persons hold one of more shares in the Company jointly they shall, for the purposes of this paragraph, be treated as a single member;

(2) any invitation to the public to subscribe for any shares or debentures or debenture stock of the Company is hereby prohibited;

(3) the right of transfer of shares shall be restricted as hereinafter provided.

6. Shares.

The shares shall be under the control of the Directors who, subject to Regulation 14 clause (2),
may allot or otherwise dispose of the same to such persons, on such terms and conditions, and at such times as the Directors think fit.

7.Certificates for Shares etc.

Save as herein otherwise provided, the Company shall be entitled to treat the registered holder of any share as the absolute owner thereof, and accordingly shall not, except as ordered by a court of competent jurisdiction, be bound to recognise any equitable or other claim to or interest in such share on the part of any other person.

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8. Notice of Trust.

(1) No notice of a trust, whether expressed, implied or constructive, shall be entered in the register of members.

(2) Except as required by law, no person shall be recognized by the Company as holding any share upon any trust, and the Company shall not be bound by or be compelled in any way to recognize (even when having notice thereof) any equitable, contingent, future, or partial interest in any share or any interest in any fractional part of a share.

9. Transfer of Shares.

(1) The instrument of transfer shall be in any form approved by the Directors. The transferor shall be deemed to remain the holder of a share until the share transfer is approved by the Directors.

(2) The Directors may decline to register a transfer of any share without assigning any reason therefor; provided that if the Directors refuse to register a transfer they shall notify the transferee within two months of such refusal.

(3) The Directors may decline to recognise any instrument of transfer unless it is accompanied by the certificate of the shares to which it relates, and by such other evidence as the Directors may reasonably require to show the right of the transferor to make the transfer.

(4) Without prejudice to the generality of the above the joint holders of a share may transfer such share to any one or more of such joint holders, and the joint holders of two or more shares may transfer such shares or any or either of them to one or more of such joint holders, and the surviving holder or holders of any share or shares previously held by them jointly with a deceased Shareholder may transfer any such share to the executors or administrators of such deceased Shareholder.

10. Transmission of Shares.

(1) The personal representatives of a deceased registered Shareholder (not being one of several joint holders) shall be the only person or persons recognised by the Company as having any title to the shares registered in the name of such deceased Shareholder and in case of the death of any one or more of the joint registered holders of any registered share, the survivors shall be the only persons recognised by the Company as having any title to or interest in such shares.

(2) Any person becoming entitled to a share in consequence of the death or bankruptcyof a Shareholder shall, upon such evidence being produced as may from time to time be properly required by the Directors, have the right either to be registered as a Shareholder in respect of the share or, instead of

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being registered himself, to make such transfer of the share as the deceased or bankrupt person could have made; but the Directors shall, in either case, have the same right to decline or suspend registration as they would have in the case of a transfer of the share by the deceased or bankrupt person before the death or bankruptcy.

11. Variation of Rights.

(1) If at any time share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may be varied with the unanimous consent in writing of all the Members of the Company.

(2) The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking *pari passu*, therewith.

12. Acquisition of own shares and redemption of shares.

(1) The directors may, in accordance with the Act, on behalf of the Company purchase, redeem, or otherwise acquire any of the Company's own shares for such consideration as they consider fit, and may either cancel or hold such shares as treasury shares.

(2) The directors may dispose of any shares held as treasury shares on such terms and conditions as they may from time to time determine. Shares may be purchased or otherwise acquired in exchange for newly issued shares in the Company.

(3) The directors may redeem any such share at a premium.

(4) Upon cancellation of a share, the amount included as capital of the Company with respect to that share shall be deducted from the capital of the Company.

13. Lien on Shares.

(1) The Company shall have a first and paramount lien and charge on all shares registered in the name of a Member (whether solely or jointly with others) for all debts, liabilities or engagements to or with the Company (whether presently payable or not) by such person or his estate, either alone or jointly with any other person, whether a Shareholder or not but the Directors may at any time declare any share to be wholly or in part exempt from the provisions of this Regulation. The registration of a transfer of any such share shall operate as a waiver of the Company's lien (if any) thereon. The Company's lien (if any) on a share shall extend to all dividends or other monies payable in respect thereof.

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(2) The Company may sell, in such manner as the Directors think fit, any shares on which the Company has a lien, but no sale shall be made unless a sum in respect of which the lien exists is presently payable, nor until the expiration of fourteen days after notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder or holders for the time being of the share, or the person, of which the Company has notice, entitled thereto by reason of his death or bankruptcy.

(3) To give effect to any such sale the Directors may authorise some person to transfer the shares sold to the purchaser thereof. The purchaser shall be registered as the holder of the shares comprised in any such transfer, and he shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.

(4) The proceeds of such sale shall be received by the Company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable and the residue, if any, shall (subject to a like lien for sums not presently payable as existed upon the shares before the sale) be paid to the person entitled to the shares at the date of the sale.

14. Shares to be fully Paid-up.

(1) No share in the Company may be issued until the consideration in respect of the share is fully Paid-up and when issued the share is for all purposes Paid-up and non-assessable save that a share issued for a promissory note, against a signed investment Agreement/ Contract or other written obligation for payment of a debt may be issued subject to forfeiture in the manner prescribed in Regulations herein.

(2) Each share in the Company may be issued for money, services rendered, personal property (including other shares, debt obligations or other securities in the company), an estate in real property, a promissory note or other binding obligation to contribute money or property, or any combination thereof and for such amount as may be determined from time to time by the Directors save that shares with par value shall not be issued for an amount less than the par value. The decision of the Directors as to the value of the consideration received by the Company in respect of the issue shall, in the absence of fraud, be conclusive. A share issued by the Company upon conversion of, or in exchange for, another share or a debt obligation or other security in the Company, shall be treated for all purposes as having been issued for money equal to the consideration received or deemed to have been received by the Company in respect of the other share, debt obligation or security.

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15. Forfeiture of Shares.

(1) If a Shareholder fails to make any payment required by the terms of a promissory note or other written binding obligation for payment of a debt the Directors may, at any time thereafter during such time as any part of the payment remains unpaid, give written notice specifying a date for payment to be made of the required payment together with any interest which may have accrued and all expenses or losses that have been incurred by the Company by reason of such non-payment.

(2) The written notice referred to in Regulation 15 shall specify a further date not earlier than the expiration of 14 days from the date of service of the notice on or before which the payment required by the notice is to be made and shall contain a statement that in the event of non-payment at or before the time named in the notice the shares, or any of them, in respect of which payment is not made will be liable to be forfeited.

(3) Where a notice has been issued under Regulation 15 and the requirements of the notice have not been complied with, the Directors may, at any time before tender of payment, by resolution of the Directors forfeit and cancel the shares to which the notice relates.

(4) The Company shall be under no obligation to refund any moneys to the Member whose shares have been cancelled pursuant to Regulation 15 clause (6) and that Member shall be discharged from any further obligation to the Company.

(5) A person whose shares have been forfeited shall cease to be a Shareholder in respect of the forfeited shares.

(6) A certificate in writing under the hand of one Director and the Secretary of a Company that a share in the Company has been duly forfeited on a date stated in the declaration shall be conclusive evidence of the fact therein stated as against all persons claiming to be entitled to the share.

(7) The provisions of these regulations as to forfeiture apply in the case of non-payment of any such sum which, by the terms of a promissory note or other written binding obligation for payment of a debt, becomes payable at a fixed time as if the same had been payable by virtue of a written notice duly served.

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16. Borrowing Powers.

The Directors may exercise all the powers of the Company to borrow, raise or secure money and to mortgage or charge its undertaking, property and capital, and to issue debentures and other securities, whether outright or as collateral security for any debt, liability or obligation of the Company or of any third party.

17. General Meetings.

(1) The Directors may whenever they think fit, and they shall on the requisition of Members of the Company holding at the date of the deposit of the requisition not less than thirty percent of the rights to voting at general meetings of the Company, proceed to convene a general meeting of the Company.

(2) When such proportion of the total Members who are entitled to vote at meetings of the Company as could have carried all the resolutions at a meeting of the Company sign the minutes of an ordinary or extraordinary general meeting the same shall be deemed to have been duly held notwithstanding that the Members have not actually come together or that there may have been technical defects in the proceedings, and a resolution in writing in one or more parts signed by such proportion of the total Members who are entitled to vote at meetings of the Company as could have carried the resolution at a meeting of the Company shall be as valid and effectual as if it had been passed at a meeting of the Members duly called and constituted.

18. Notice of General Meetings.

(1) At least seven days' notice (exclusive of the day on which the notice is served or deemed to be served, but inclusive of the day for which notice is given) specifying the place, the day and the hour of meeting and, in case of special business, the general nature of that business shall be given in manner hereinafter provided, or in such other manner (if any) as may be prescribed by the Company in general meeting, to such persons as are, under the regulations of the Company, entitled to receive such notices from the Company; but with the consent of all the Members entitled to receive notice of some particular meeting, that meeting may be convened by such shorter notice and in such manner as those Members may think fit.

(2) The accidental omission to give notice of a general meeting to, or the non-receipt of notice of a meeting by any person entitled to receive notice shall not invalidate the proceedings of that meeting.

(3) Save as provided by Regulation 17 (2) no business shall be transacted at any general meeting unless a quorum of Members is present at the time when the meeting proceeds to business: save as herein otherwise provided, one or more Members present personally or by proxy representing the majority of the voting rights of the Company shall be a quorum.

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(4) Save as provided by Regulation 17 (2) if within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of Members, shall be dissolved: in any other case it shall stand adjourned to the same day in the next week, at the same time and place, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the Members present shall be a quorum.

(5) Save as provided by Regulation 17 (2) the Chairman, if any, of the Board of Directors shall preside as Chairman at every general meeting of the Company or if there is no such Chairman, or if he shall not be present within fifteen minutes after the time appointed for the holding of the meeting, or is unwilling to act, the Directors present shall elect one of their number to be Chairman of the meeting. If there is only one director present and willing to act he shall be Chairman of the meeting and if there are no directors present, the Members present shall elect one of their number to be Chairman of the meeting.

(6) The Chairman may, with the consent of any general meeting duly constituted hereunder, and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a general meeting is adjourned for thirty days or more notice of the adjourned meeting shall be given as in the case of an original meeting; save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned general meeting.

(7) Save as provided by Regulation 17 (2) at any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is (before or on the declaration of the result of the show of hands) demanded by a Member or those Members together holding not less than fifteen per centum of the voting rights of the company, and, unless a poll is so demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book of the proceedings of the company, shall be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

(8) If a poll is demanded as aforesaid, it shall be taken in such manner and at such time and place as the Chairman of the meeting directs and either at once, or after an interval or adjournment, or otherwise, and the results of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The demand for a poll may be withdrawn. In case of any dispute as to the admission or rejection of a vote, the Chairman shall determine the same, and such determination made in good faith shall be final and conclusive.

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19. Votes of Members.

(1) Subject to any rights or restrictions for the time being attached to any class of membership, on a show of hands every Member present in person at a general meeting shall have one vote.

(2) Votes may be given either personally or by proxy.

(3) In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders; and for this purpose seniority shall be determined by the order in which the names stand in the register of Members.

(4) A Member of unsound mind, or in respect of whom an order has been made by any court, having jurisdiction in lunacy, may vote, whether on a show of hands on a poll, by his committee, receiver or legal representative, or other person in the nature of a committee, receiver or legal representative appointed by that court, and any such committee, receiver, legal representative or other person may on a poll, vote by proxy.

(5) No Member shall be entitled to vote at any general meeting unless he is registered as a Member of the Company on the date of such meeting nor unless all sums presently payable by him to the Company have been paid.

(6) No objection shall be raised to the qualification of any voter except at the general meeting or adjourned general meeting at which the vote objected to is given or tendered and every vote not disallowed at such general meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the Chairman of the general meeting whose decision shall be final and conclusive.

20. Proxies.

(1) The instrument appointing a proxy shall be in writing and shall be executed under the hand of the appointer or of his attorney duly authorised in writing, or if the appointer is a corporation, either under seal, or under the hand of an officer or attorney duly authorised in that behalf. A proxy need not be a Member of the Company.

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(2) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, shall be deposited at the Registered Office of the Company or at such other place as is specified for that purpose in the notice convening the general meeting not less than two hours before the time for holding the meeting, or adjourned meeting.

(3) The instrument appointing a proxy may be in any usual or common form and may be expressed to be for a particular meeting or any adjournment thereof or generally until revoked. An instrument appointing a proxy shall be deemed to include the power to demand or join or concur in demanding a poll.

(4) A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the proxy was executed or the transfer of membership rights in respect of which the proxy is given provided that no intimation in writing of such death, insanity, revocation or transfer as aforesaid shall have been received by the Company at the office before commencement of the general meeting, or adjourned general meeting, at which it is sought to use the proxy.

(i) Any corporation which is a Member of the Company may in accordance with its Articles or in the absence of such provisions by resolution of its Directors or other governing body authorise such person as it thinks fit to act as it representative at any meeting of the company or of any class of Members of the Company, and the person so authorised shall be entitled to exercise the same power on behalf of the corporation which he represents as the corporation could exercise if it were an individual Member of the Company.

(ii) A resolution which has been notified to all members for the time being entitled to vote and which has been approved by a majority of the votes of those members in the form of one or more documents in writing by telex, telegram, cable or other written electronic communication shall without the need for any notice, become effectual as the dates thereof as a resolution of the members.

(iii) If the Company shall have only one member the provisions herein contained for a meeting of the members shall not apply but such member shall have full power to represent and act for the company in all matters as are by the Act or the Memorandum or these Regulations required to be exercised by the members of the Company and in lieu of minutes of meeting shall record in writing and sign a note or memorandum of all matters requiring a resolution of members. Such note or memorandum shall constitute sufficient evidence of such resolution for all purposes.

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21. Directors.

(1) The business of the Company shall be managed and conducted by a board of Directors consisting of not less than one individual or corporation who shall hold office until their successors are elected or appointed and the Directors may meet for the transaction of business, adjourn and otherwise regulate their Meetings as they see fit.

(2) The first Directors of the Company shall be appointed by the registered agent. The minimum number of Directors shall be one (1) and the maximum number shall be seven (7)

(3) The Directors may appoint additional persons or bodies corporate to the board of Directors as they see fit.

(4) The Company may by Resolution of Directors or members remove any Director before the expiration of his period of office and may by Resolution of Directors or Members appoint any person to the office of Director.

(5) A meeting of the Directors may be convened by the Secretary or by any Director. The Secretary shall convene a Meeting of the Directors of which notice may be given by telephone or otherwise whenever he shall be required so to do by any Director.

(6) The members of the board of Directors may participate in a meeting by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time.

(7) Participation by such means shall constitute presence in person at a meeting.

(8) A Resolution in writing signed by a majority of the Directors for the time being entitled to receive notice of a meeting of the Directors shall be as valid and as affective as a Resolution passed at a meeting of the Directors duly convened and held. For the purpose of this Regulation, a Resolution signed by a duly appointed representative of a corporate Director shall be deemed to be signed by that corporate Director. The signature of any Director may be given by his alternate. Any such Resolution may be contained in one document or separate copies prepared and/or circulated for the purpose and signed by one or more of the Directors.

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(9) Provided that there shall be more than one (1) director, the quorum necessary for the transaction of the business of the Directors may be fixed by the Directors, and unless so fixed shall be a majority. If the Company shall have only one director, the provisions herein contained for a meeting of the directors shall not apply but such director shall have full power to represent and act for the Company in all matters as are by the Act or the Memorandum or these Regulations required to be exercised by the Directors of the Company and in lieu of minutes of a meeting shall record in writing and sign a note or memorandum of all matters requiring a resolution of directors. Such a note or memorandum shall constitute sufficient evidence of such resolution for all purposes.

(10) Any Director, or his firm, partner or company may act in a professional capacity for the Company, and he shall be entitled to remuneration for professional services as if he were not a Director; provided that nothing herein contained shall authorise a Director or his firm to act as auditor of the company.

(11) Subject to Regulation 64, the Directors may delegate any of their powers to a committee consisting of one or more directors. Every such committee shall hold such powers as the Directors may decide and shall conform to such directions as the Directors shall impose upon them. Additional members of the committee may be appointed by the Directors and any member of the committee may be removed or suspended from office by the Directors at any time.

(12) The Directors shall have no power to delegate the following powers to a committee:

(i) to amend the Memorandum and Articles of Association;

(ii) to designate committees;

(iii) to designate powers to a committee;

(iv) to appoint Directors;

(v) to appoint an agent;

(vi) to approve a merger, consolidation or arrangement;

(vii) to make a declaration of solvency or approve a liquidation plan.

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22. Alternate Directors.

Any Director may at any time appoint any other Director or any other person approved by the Directors to be an Alternate Director of the Company, and may at any time remove any Alternate Director so appointed by him. An Alternate Director so appointed shall not be entitled to receive any remuneration from the company, nor be required to hold any qualification but shall otherwise be subject to the provisions of these presents with regard to Directors. An Alternate Director shall (subject to his giving to the company an address in the Islands at which notices may be served upon him) be entitled to receive notice of all meetings of the board and to attend and vote as Director at any such meeting at which the Director appointing him is not personally present and where he is a Director to have a separate vote at meetings of Directors on behalf of each Director he represents in addition to his own vote and generally shall be entitled to perform all the functions of his appointer as a Director in the absence of such appointer. An Alternate Director shall *ipso facto* cease to be an Alternate Director, provided that if any Director retires but is re-elected by the meeting at which such retirement took effect any appointment made by him pursuant to this regulation which was in force immediately prior to his retirement shall continue to operate after his re-election as if he had not so retired. All appointments and removals of Alternate Directors shall be effected by writing under the hand of the Director making or revoking such appointment left at the Registered Office.

23. Powers and Duties of Directors.

(1) The business of the Company shall be managed by the Directors who may exercise all such powers of the Company as are not, by the Act or these regulations, required to be exercised by the Company in general meeting, subject, nevertheless, to any regulations, being not inconsistent with the aforesaid regulations or provisions as may be prescribed by the Company in general meeting but no regulation made by the Company in general meeting shall invalidate any prior act of the Directors which would have been valid if that regulation had not been made.

(2) The Directors may from time to time and at any time by power of attorney appoint any company, firm, person or body of persons, whether nominated directly or indirectly by the Directors, to be the attorney or attorneys of the Company for such purpose and with such powers, authorities and discretions (not exceeding those vested in or exercisable by the Directors under these regulations) and for such period and subject to such conditions as they may think fit, and any such powers of attorney may contain such provisions for the protection and convenience of persons dealing with any such attorney as the Directors may think fit and may also authorise any such attorney as the Directors may think fit to delegate all or any of the powers, authorities and discretions vested in him.

(3) The Directors may from time to time appoint one or more of their body to the office of Managing Director or manager for such terms and at such remuneration (whether by way of salary or commission or participation in

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profits, or partly in one way and partly in another) as they may think fit but his appointment shall be subject to determination *ipso facto* if he ceases from any cause to be a Director, or if the Company in general meeting resolves that his tenure of the office of Managing Director or manager be determined.

(4) All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments and all receipts for monies paid to the Company shall be signed, drawn, accepted, endorsed or otherwise executed as the case may be in such manner as the Directors shall from time to time by resolution determine.

(i) The Directors shall cause minutes to be made in books provided for the purpose–

a. of all appointments of officers made by the Directors;

b. of the names of the Directors present at each meeting of the Directors;

c. of all resolutions and proceedings at all meetings of the Company, and of the Directors and of committees of Directors; provided that any minutes of such meetings if purporting to be signed by the Chairman thereof or by the Chairman of the next succeeding meeting, shall be sufficient evidence of the proceedings without any further proof of the facts therein stated.

d. The Company shall duly comply with the provisions of the Act in regard to keeping a Register of Directors and Officers at its Registered Office and in regard to the filing with the Registrar General of The British Virgin Islands a copy of the Register of Directors and Officers and any amendments thereto in accordance with the said provisions.

24. Vacation of Office of a Director.

(1) The office of a Director shall be vacated:

(2) if he gives notice in writing to the Company that he resigns the office of Director;

(3) if he absents himself (without being represented by proxy or an Alternate Director appointed by him) from three consecutive meetings of the Board of Directors without special leave of absence from the Directors, and they pass a resolution that he has by reason of such absence vacated office;

(4) if he dies, becomes bankrupt or makes any arrangement or composition with his creditors generally; if he is found a lunatic or becomes of unsound mind;

(5) if he is removed from office in accordance with Regulation 21.

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25. Officers.

(1) The officers of the Company shall consist of a Secretary and such additional officers as the Directors shall from time to time determine.

(2) The Secretary and additional officers, if any, shall be appointed or elected by the Directors and shall hold office during the pleasure of the Directors and shall have such powers and responsibilities as the Directors shall from time to time determine.

26 Seal.

The Seal shall only be used by the authority of the Directors, or a Committee authorised by the Directors in that behalf and every instrument to which the Seal has been affixed shall be signed by one person who shall be either a Director, or a member of the Committee or person authorised by the Directors in that behalf and countersigned by another person who shall be either the Secretary or another Director or some person appointed by the Directors or the Committee authorised by the Directors in that behalf for the purpose: Provided that the Company may have for use in any territory district or place not in the Islands an official seal which shall be a facsimile of a common seal of the company: Provided further that a Director, Secretary or other officer may affix the Seal of the Company over his signature alone to any document of the Company required to be authenticated by him under seal.

27. Authentication of Deeds and Documents.

All deeds executed on behalf of the Company may be in such form and contain such powers, provisos, conditions, covenants, clauses and agreements as the Directors, or the Company in general meeting, shall think fit, and, in addition to being sealed with the seal, shall be signed by either a Director or a member of the Committee authorised by the Directors in that behalf or such other person as the Directors or the Committee authorised by the Directors in that behalf or the Company in general meeting shall from time to time appoint, and countersigned by the Secretary or an Assistant Secretary or such other person as the Directors or the Committee authorised by the Directors in that behalf or the Company in general meeting shall from time to time appoint.

28. Indemnity.

(1) The Company may indemnify against all expenses, including legal fees, and against all judgments, fines and amounts paid in settlement and reasonably incurred in connection with legal, administrative or investigative proceedings any person who:

(i) is or was a party or is threatened to be made party to any threatened, pending or completed proceedings, whether civil, criminal, administrative or investigative, by reason of the fact that the person is or was a director, an officer or a liquidator of the Company: or

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(ii) is or was, at the request of the Company serving as a director, officer of liquidator of or, in any other capacity, is or was acting for another company or partnership, joint venture, trust or other enterprise; provided that the person acted honestly and in good faith with a view to the best interests of the Company.

(2) The Company may purchase and maintain insurance in relation to any person who is or was a director an officer, representative or a liquidator of the Company, or who, at the request of the Company, is or was serving as a director, an officer or a liquidator of, or any other capacity is or was acting for, another company or a partnership, joint venture, or other enterprises, against any liabilities asserted against the person and incurred by the person in that capacity, whether or not the Company has or would have had the power to indemnify the person against the liability under Regulation 28.

29. Conflict of Interest.

No agreement or transaction between the Company and one or more of its directors or any person in which any director has a financial interest or to whom any director is related, including as a director of that other person, is void or voidable for this reason only or by reason only that the director is present at the meeting of Directors or at the meeting of the committee of Directors that approves the agreement or transaction or that the vote or consent of the Director is counted for the purpose. Such agreement or transaction shall be valid if the material facts of the interest of each Director in the agreement or transaction and his interest in or relationship to any other party to the agreement or transaction are disclosed in good faith or are known by the Members entitled to vote at a meeting of the Members and the agreement or transaction is ratified or approved by a Resolution of Members.

30. Dividends.

The Directors may declare a dividend to be paid to the Members, or any class of Members, who are entitled to receive distributions of such income out of the surplus or profits from the business of the Company and such dividend may be paid wholly or partly in specie in which event the sanction of the Company in General Meeting shall be obtained.

The Directors may from time to time before declaring a dividend set aside out of the surplus or profits of the Company such sums as they think proper as a reserve fund to be used to meet contingencies or for equalising dividends or for any other special purpose.

The Directors are authorised and empowered to lend to any officer, Director, representative or Member of the Company any sum or sums of money without restriction as to amount upon such terms and conditions as they in their absolute discretion may determine.

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31. Qualifications in Other Jurisdictions.

The Directors may cause the Company to be qualified or registered in any jurisdiction in which such qualification or registration is required by law or deemed advisable by the Directors. The Directors or any person duly authorized by the Directors shall execute, deliver and file and certificates or documents necessary for the Company to qualify to do business in a jurisdiction in which the Company may wish to do business.

32. Accounts and Financial Statements.

(1) The Directors shall cause true accounts to be kept of all transactions of the Company in such manner as to show the assets and liabilities of the Company for the time being.

(2) The financial year end of the Company shall be determined by resolution of the Directors and failing such resolution the financial year end shall be 31st December.

(3) As and when requested by the Members of the Company, a balance sheet made up for the financial year containing a summary of the assets and liabilities of the Company under convenient heads and a statement of income and expenditure for the period requested by the Members shall be laid before the Members in General Meeting.

(4) An independent representative of the Members entitled to vote at general meetings may be appointed by them as Auditor of the Accounts of the Company and such Auditor shall hold office until the Members shall appoint another Auditor. Such Auditor may be a Member but no Director or Officer of the Company shall during his continuance in office be eligible as an auditor of the Company.

(5) The duties and remuneration of the Auditor shall be fixed by the Company in General Meeting or in such manner as the Members may determine.

33. Notices.

(1) Unless otherwise herein or by law expressly provided, a notice may be served by the Company on any Member either personally or by telex or cable to his registered address or by sending it using air mail (if appropriate) through the post prepaid in an envelope addressed to such Member at his address as registered in the Register of Members.

(2) Any notice required to be given to the Members shall with respect to any membership rights held jointly by two or more persons be given to all such persons.

(3) Any notice shall be deemed to have been served at the time when the same would be delivered in the ordinary course of transmission, and in proving such

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service it shall be sufficient to prove that the notice was properly addressed and prepaid, if posted, and the time when it was posted or transmitted by telex or to the cable company as the case may be.

34. Winding Up.

If the Company shall be wound up the Liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the Members entitled to receive distributions in the event of such winding up in specie or kind the whole or any part of the assets of the Company (whether they shall consist of property of the same kind or not) and may for such purpose set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the Members or different classes of Members.

The Liquidators may with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories as the Liquidator, with the like sanction, shall think fit, but so that no Member shall be compelled to accept any shares or other securities whereon there is any liability.

35. Continuation.

The Company may by resolution of members or by resolution passed unanimously by all directors of the Company continue as a company incorporated under the laws of a jurisdiction outside the British Virgin Islands in the manner provided under those laws.

36. Amendment of Regulations.

Subject to the Act, the company may at any time and from time to time by Resolution of Directors or Resolution of Members alter or amend these Regulations in whole or in part subject to clause 11 of the Memorandum of Association.

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We, SOVEREIGN CORPORATE (BVI) LIMITED, Mill Mall, Suite 6, Wickhams Cay 1, P.O. Box 3085, Road Town, Tortola, British Virgin Islands for the purpose of incorporating a BVI Business Company under the laws of the British Virgin Islands hereby sign this Articles of Association the **5th day** of **December , 2011**.

Incorporator

Brenda-Lee Winchester-Charlemagne
(Authorised Signatory)
SOVEREIGN CORPORATE (BVI) LIMITED
Mill Mall, Suite 6
Wickhams Cay 1
P.O. Box 3085
Road Town, Tortola
British Virgin Islands

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ODLUKA O OSNIVANJU I STATUT

ANCHORMAN KAVAC LIMITED

KOMPANIJE OSNOVANE PO ZAKONIMA BRITANSKIH DJEVIČANSKIH OSTRVA

Broj osnivanja: 1684052 datum: 05.12.2011.

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TERITORIJA BRITANSKIH DJEVIČANSKIH OSTRVA
BVI ZAKON O KOMPANIJAMA 2004 („ZAKON“)
PRIVATNO DIONIČARSKO DRUŠTVO
ODLUKA O OSNIVANJU
Anchorman Kavac Limited

1. Ime

Ime kompanije je Anchorman Kavac Limited.

2. Osnivanje

Kompanija je osnovana kao dioničarsko društvo sa ograničenom odgovornošću.

3. Sjedište

Prvo sjedište kompanije biće na adresi **Mill Mall, Suite 6, Wickhams Cay 1, P.O.Box 3085, Road Town, Tortola, Britanska Djevičanska Ostrva.**

4. Registrovani agent

Prvi registrovani agent kompanije biće **SOVEREIGN CORPORATE (BVI) LIMITED Mill Mall, Suite 6, Wickhams Cay 1, P.O.Box 3085, Road Town, Tortola, Britanska Djevičanska Ostrva.**

5. Opšti ciljevi i ovlaštenja

(1) Cilj kompanije je da se angažuje za bilo koju radnju ili djelatnost koja nije zabranjena zakonom ili nekim drugim zakonom za vrijeme dok je snazi na Britanskim Djevičanskim Ostrvima.

(2) Kompanija će imati sva ovlaštenja dozvoljena zakonom za vrijeme dok je na snazi na Britanskim Djevičanskim Ostrvima, bez obzira na korporativnu korist, da obavlja sve radnje i da se angažuje u svim aktivnostima koje su obavezne ili pogodne za vođenje, promovisanje ili postignuće ciljeva kompanije.

(3) Kompanija će imati sva ovlaštenja da izmiruje svoja sredstva ili imovinu ili neki njen dio koji je deponovan ili da prenese iste na bilo koju drugu kompaniju bez obzira da li je za zaštitu njenih sredstava ili nije.

(4) Direktori mogu odlukom direktora izvršiti sva ovlaštenja kompanije da pozajme novac i da stave hipoteku ili da naplate njene obaveze ili svojinu, ili bilo koji njen dio, da izdaju obveznice i druge hartije od vrijednosti kad god je novac pozajmljen ili kao garanciju za bilo koji dug, novčanu obavezu ili obavezu kompanije ili neke treće strane.

6. Ograničenja odgovornosti

Odgovornost članova je ograničena.

7. Ograničenja ovlaštenja

Kompanija nema ovlaštenja da:

(1) Obavlja posao sa osobama koje borave na Britanskim Djevičanskim Ostrvima;

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(2) Posjeduje interes u nekretnini koja se na nalazi na Britanskim Djevičanskim Ostrvima, osim kao zakup u kojem se govori u paragrafu (5) člana 8 ove Odluke o osnivanju;
(3) Obavlja bankarski ili fiducijarni posao, osim ako je licencirana u okviru Zakona o bankama i fiducijama 1990;
(4) Obavlja poslovanje kao osiguravajuće ili reosiguravajuće društvo, osiguravajući agent ili osiguravajući broker, osim ako je licenciran po donešenom ovlaštenju da obavlja taj posao;
(5) Obavlja poslovanje o upravljanju kompanijama osim ako je licencirana po zakonu o Upravljanju kompanijama 1990, ili
(6) Obavlja posao obezbjeđivanja sjedišta kompanije ili registrovanog agenta za kompanije osnovane na Britanskim Djevičanskim Ostrvima.

8. Izuzeci ograničenja

U svrhu paragarafa (1) člana 7 ove Odluke o osnivanju neće se smatrati da kompanija obavlja posao sa osobama koje borave na Britanskim Djevičanski Ostrvima iz razloga ako:

(1) Sačinjava ili čuva depozite sa osobom koja obavlja bankarsko poslovanje na Britanskim Djevičanskim Ostrvima,
(2) sačinjava ili održava profesionalni kontakt sa advokatima, računovođama, knjigovođama, povjeriocima, administrativnim kompanijama, savjetnicima za investicije ili drugim sličnim osobama koje obavljaju poslovanje na Britanskim Djevičanskim Ostrvima;
(3) Priprema ili održava knjigovodstveno ili zapisnike na Britanskim Djevičanskim Ostrvima;
(4) Održava sastanke direktora ili članova na Britanskim Djevičanskim Ostrvima;
(5) Drži u zakup nekretninu da bi se koristila kao kancelarija iz koje komunicira sa članovima ili gdje se pripremaju i čuvaju knjige i zapisnici;
(6) Drži dionice, obveznice ili druge hartije od vrijednosti u kompaniji osnovanoj po Zakonu ili po Zakonu o privrednim društvima,
(7) Njene dionice, obveznice ili druge hartije od vrijednosti u kompaniji posjeduje osoba koja boravi na Britanskim Djevičanski ostrvima ili bilo koja kompanija osnovana po Zakonu ili po Zakonu o privrednim društvima.

9. Dionice

(1) Dionice će biti izdate u euro valuti.
(2) Kompanija će imati ovlaštenje da izda maksimu[redacted]
(3) Dionice će biti podijeljene u takav broj klasa i serija kako će direktori s vremena na vrije[redacted]
dioni[redacted]
Dioničari klase A će imati pravo da glasaju na sastancima kompanije. Dioničari klase B neće imati pravo da glasaju na sastancima kompanije ali će imati pravo na profit kompanije do likvidacije kompanije dok ne dobiju povraćaj od 50% (pedeset procenata) nominalne vrijednosti njihovih dionica. Preostali profit kompanije nakon plaćanja dioničarima klase B od 50% (pedeset procenata) nominalne vrijednosti njihovih dionica će biti podijeljen između dioničara klase A i klase B, gdje će [redacted]zdeset procenata) a dioničari klase B na 40% (četrdeset procenata) preostalog profita.
(4) Direktori neće izdati nikakve dividende prije likvidacije kompanije.

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(5) Direktori će odlukom imati pravo da izdaju bilo koju klasu ili seriju dionica za koju kompanija ima ovlaštenje da izda, prvobitne ili povećane, sa ili shodno namjeni, ovlaštenjima, prioritetima, pravima, kvalifikacijama, ograničenjima i restrikcijama, prema paragarafu 11 člana (1).
(6) Kompanija neće imati pravo da izdaje dionice na donosioca, da prebacuje registrovane na dionice na donosioca ili da mijenja registrovane dionice za dionice na donosioca.

10. Privatna kompanija

Kompanija je privatna kompanija i prema tome:
(1) Kompaniji je zabranjeno da pravi bilo kakvu ponudu dionica u javnosti i ne može biti registrovana na berzi ili ponuđena javno bilo gdje u svijetu; i
(2) Kompanije ne može imati više od 50 članova.

11. Izmjene Odluke o osnivanju i Statuta

Kompanija može odlukom članova ili odlukom direktora izmijeniti ovu Odluku o osnivanju i statut kompanije.
(1) Izmjene Odluke o osnivanju i Statuta mogu uključiti promjenu imena kompanije; povećanje ili smanjenje broja dionica koje kompanija ima pravo da izda, prema paragarfu 9 člana (5);
(2) Nema izmjena odlukom direktora:
  (i) Da ograniči prava ili ovlaštenja članova da mijenjaju Odluku o osnivanju ili Statut;
  (ii) Da promijeni procenat članova potrebnih da donesu odluku članova da izmijene Odluku o osnivanju ili Statut;
  (iii) Da zabrani članovima izmjenu Odluke o osnivanju ili Statuta; ili
(3) Ukoliko je donošena odluka da se izmijeni Odluka o osnivanju ili Statut, kompanija će tražiti registraciju kod voditelja registra privrednih društava:
  (i) Obavještenjem o izmjeni u odobrenom formularu; ili
  (ii) Prečišćenu Odluku o osnivanju ili Statut koji sadrži napravljenu izmjenu.

MI, SOVEREIGN CORPORATE (BVI) LIMITED, Mill Mall, Suite 6, Wickhams Cay 1, P.O. Box 3085, Road Town, Tortola, Britanska Djevičanska Ostrva u svrhu osnivanja BVI poslovne kompanije po zakonima Britanskih Djevičanskih Ostrva ovim potpisujemo **Odluku o osnivanju 5.decembra 2011.**

Osnivač:
Svojeručno potpiano
Brenda-Lee Winchester -Charlemagne
SOVEREIGN CORPORATE (BVI) LIMITED,
Mill Mall, Suite 6,
Wickhams Cay 1,
P.O. Box 3085,
Road Town, Tortola,
Britanska Djevičanska Ostrva

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK * PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE * BUDVA
Branislav Pantović

TERITORIJA BRITANSKIH DJEVIČANSKIH OSTRVA

ZAKON O PRIVREDNIM DRUŠTVIMA BDO, 2004

DRUŠTVO SA OGRANIČENOM ODGOVORNOŠĆU

STATUT

Anchorman Kavac Limited

Ovaj Statut će činiti odredbe („Odredbe“) Kompanije.

1. Tumačenje

U ovim odredbama, osim ako nešto nije u skladu sa predmetom ili kontekstom –

„Zakon“ znači Zakon o privrednim društvima BDO 2004 ili bilo kakvu zakonsku modifikaciju u vezi sa istim;

„Revizor“ znači osobu koja privremeno obavlja dužnosti revizora kompanije i uključuje bilo kojeg pojedinca ili partnerstvo;

„Kompanija“ znači Kompaniju za koju su ove odredbe odobrene i potvrđene;

„Obveznica“ znači dužničke akcije, hipoteke, zadužnice i druge hartije od vrijednosti Kompanije bilo da čine aktivu kompanije ili ne;

„Direktori“ znači direktore koji su trenutno direktori Kompanije;

„Član“ znači osobu ili korporaciju ili pravno lice ili partnerstvo registrovano u registru kao vlasnik dionica u Kompaniji i, kada su dva ili više lica registrovana kao zajednički vlasnici dionica, znači osobu čije se ime nalazi prvo u registru kao jedan od takvih vlasnika;

„Mjesec“ znači kalendarski mjesec;

„Obavještenje“ znači pisano obavještenje osim ako nije drugačije posebno navedeno;

„Uplaćen“ znači uplaćen i dodat kao uplaćen;

„Registar“ znači registar članova koji se održava u skladu sa zakonom;

„Sjedište“ znači trenutno sjedište društva;

„Odluka direktora“ znači (a) odluku odobrenu na valjano sazvanom sastanku direktora Kompanije ili odbora direktora Kompanije afirmativnim glasanjem proste većine ili takve većine kako može biti navedeno u ovim odredbama direktora koji su prisutni na sastanku a koji su glasali i nisu bili uzdržani; ili (b) odluku sa kojom se pismeno saglasila prosta većina ili takva većina kako može biti navedeno u ovim odredbama svih direktora ili svih članova

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK * PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE * Branislav Pantović * BUDVA odbora direktora, zavisno od slučaja, osim tamo gdje je direktoru dato više od jednog glasa, on će se računati po broju glasova koje ima u svrhu ustanovljavanja većine;

„Odluka članova“ znači

a) odluku koja je odobrena na valjano zakazanoj i održanoj skupštini dioničara kompanije potvrdim glasanjem

(i) proste većine dionica ili takve većine kako može biti navedeno u ovim odredbama koje imaju pravo glasa o tome a koji su bili prisutni na skupštini i glasali i nisu bili uzdržani, ili

(ii) proste većine, ili takve većine kako može biti navedeno u ovim odredbama, glasova dioničara takve kategorije ili serije dionica a koji su bili prisutni na skupštini i glasali kao kategorija ili serija i koji su glasali a nisu bili uzdržani ili proste većine kako može biti navedeno u ovim odredbama glasova preostalih dioničara koji imaju pravo glasa i koji su bilo prisutni na sastanku i koji su glasali a nisu bili uzdržani, ili

b) Odluka sa kojom su pismeno saglasni

(i) većina ili takva većina koja je definisana ovim odredbama, dioničara koji imaju pravo glasa o tome ili

(ii) proste većine, ili takve većine kako može biti navedeno u ovim odredbama, glasova dioničara koji imaju pravo glasa kao kategorija ili serija i apsolutne većine ili takve većine kako može biti navedeno u ovim odredbama glasova vlasnika preostalih dionica koje imaju pravo glasa;

„Pečat“ znači obični pečat kompanije;

„Sekretar“ znači osobu imenovanu da vrši dužnost sekretara Kompanije i uključuje bilo kakvog pomoćnika ili vršioca dužnosti sekretara;

„Dioničar“znači vlasnik jedne ili više dionica u Kompaniji;

„Pismeno ili u pismenoj formi“ tumačiće se, ukoliko ne bude drugačije namjere, kao riječi koje se kucaju, štampaju, slikaju, graviraju, litografski obrađuju, i reprodukuju bilo kojim načinom koji predstavlja riječi u vidljivoj formi.

Riječi koje označavaju jedninu uključuju množinu i obratno;

Riječi koje označavaju muški rod uključuju ženski;

Riječi koje uključuju lica uključuju korporacije.

2. Poslovanje kompanije može početi odmah nakon osnivanja kompanije onako kako direktori smatraju prikladnim i bez obzira na to da samo dio dionica može biti dodijeljen.
3. Direktori mogu plaćati iz kapitala ili drugih sredstava društva sve troškove koji se snose oko formiranja i osnivanja kompanije uključujući troškove registracije.
4. Naslovi u ovom statutu su samo radi lakšeg pregleda i neće uticati na njegovo tumačenje.
5. Kompanija je privatna kompanija i prema tome:

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(1) broj članova kompanije neće prelaziti 50 ali tamo gdje dvije ili više osoba imaju jednu ili više dionica kompanije zajednički oni će se, u svrhu ovog paragrafa, tretirati kao jedan član;
(2) bilo kakav poziv javnosti za upis bilo kakvih dionica ili obveznica ili zadužnica kompanije se ovim zabranjuje;
(3) pravo na prenos dionica je ograničeno kako je ovdje predviđeno.

6. Dionice

Dionice su pod kontrolom direktora koji, shodno odredbi 14 član (2),
mogu dodijeliti ili drugačije raspolagati istim onim osobama pod takvim uslovima i u takvo vrijeme kao direktori smatraju prikladnim.

7. Uvjerenja za dionice itd.

Osim ako je ovdje drugačije navedeno, kompanija ima pravo da postupa prema registrovanom vlasniku bilo kakvih dionica kao apsolutnom vlasniku istih i shodno tome će, osim ako to ne naloži nadležni sud, biti obavezna da prizna svako pravično ili drugo potraživanje ili interes u takvoj dionici od strane bilo kojeg drugog lica.

8. Obavještenje o povjereništvu

(1) Nikakvo obavještenje o povjereništvu, bilo eksplicitno, implicitno ili sa mogućnošću tumačenja, neće biti upisano u registar članova.
(2) Osim ukoliko se ne zahtijeva zakonom, nijednom licu neće biti priznato od strane kompanije da ima bilo kakvu dionicu u povjereništvu, i kompanija neće biti obavezna ili primorana na bilo koji način da prizna (čak i kada ima obavještenje u vezi sa tim) bilo kakav pravičan, potencijalni, budući ili djelimični interes u bilo kojoj dionici ili bilo kakav interes u bilo kakvoj dijelnoj dionici.

9. Prenos dionica

(1) Instrument prenosa će biti u bilo kojoj formi koju direktori odobre. Prenosilac će se smatrati vlasnikom dionice dok se prenos dionica ne odobri od strane direktora.
(2) Direktori mogu odbiti da registruju prenos dionice bez navođenja bilo kakvog razloga u vezi sa tim; ukoliko direktori odbiju da registruju prenos oni će obavijestiti primaoca o takvom odbijanju u roku od dva mjeseca.
(3) Direktori mogu odbiti da priznaju bilo koji instrument prenosa ukoliko nema uvjerenje o dionicama na koje se odnosi i neki drugi dokaz koji direktori mogu razumno zahtijevati a koji pokazuje pravo prenosioca da izvrši prenos.
(4) Bez obzira na uopštenost gore navedenog zajednički vlasnici dionice mogu prenijeti takvu dionicu na jednog ili više takvih zajedničkih vlasnika a nadživjeli vlasnik ili vlasnici bilo koje dionice ili dionica koje su prethodno držali zajedno sa preminulim dioničarem mogu prenijeti takvu dionicu izvršiocima ili upraviteljima takvog preminulog dioničara.

10. Prenos dionica u slučaju smrti

(1) Lični predstavnici preminulog registrovanog dioničara (ne jednog od više zajedničkih vlasnika) biće jedina osoba ili osobe koje Kompanija priznaje da imaju vlasništvo nad dionicama koje su registrovane na ime takvog preminulog vlasnika a u slučaju smrti bilo kojeg ili više zajedničkih registrovanih vlasnika bilo koje registrovane dionice, nadživjeli će biti jedine osobe koje kompanija priznaje da imaju pravo vlasništva ili interes u takvim dionicama.

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(2) Svako lice koje ima pravo na dionicu ili dionice u slučaju smrti, poslovne nesposobnosti ili bankrota člana, može, nakon prikazanog dokaza koje direktori mogu valjano zahtijevati, imati pravo ili da se registruje kao dioničar u pogledu dionice, ili, umjesto da se registruje sam, da izvrši takav prenos dionice koji bi preminuli i bankrotirani član mogao izvršiti; ali direktori mogu, u svakom slučaju, imati isto pravo da odbiju ili suspenduju registraciju kako bi mogli u slučaju prenosa dionice od strane preminule ili bankrotirane osobe prije smrti ili bankrota.

11. Varijacije prava

(1) Ukoliko se u bilo koje vrijeme dionički kapital podijeli u različite kategorije dionica, prava koja pripadaju bilo kojoj kategoriji (osim ako nije drugačije predviđeno uslovima izdavanja dionica te kategorije) mogu, bilo da je kompanija likvidirana ili ne, biti varirana uz pismenu saglasnost svih članova kompanije.

(2) Prava prenesena na vlasnike dionica bilo koje kategorije izdate sa preferencijalnim ili drugim pravima neće se, osim ako nije drugačije jasno predviđeno uslovima izdavanja dionica te kategorije, smatrati variranim kreiranjem ili izdavanjem daljih dionica rangiranih pari passu.

12. Sticanje vlastitih dionica i otkup dionica

(1) Shodno odredbama odluke u ovom smislu, direktori mogu, u ime Kompanije, kupiti, otkupiti ili na drugi način steći bilo koje vlastite dionice Kompanije za takvu nadoknadu koju oni smatraju prikladnom, i ili poništiti ili držati te dionice kao vlastite dionice.

(2) Direktori mogu raspolagati bilo kojim dionicama koje se drže kao vlastite dionice po takvim uslovima koje oni mogu povremeno odrediti. Dionice se mogu kupiti ili steći na drugi način u zamjenu za novoizdate dionice u kompaniji.

(3) Direktori mogu otkupiti bilo koju takvu dionicu po premijskoj cijeni.

(4) Nakon poništenja dionice iznos uključen kao kapital kompanije u pogledu te dionice biće oduzet od kapitala Kompanije.

13. Zalog na dionicama

(1) Kompanija ima prvo i najviše založno pravo i teret na svim dionicama koje su registrovane na ime člana (bilo da je samostalno ili zajedno sa drugima) za sve dugove, obaveze ili angažmane prema ili za kompaniju (bilo da su plativi sada ili ne) od strane takvog lica ili njegove zaostavštine, bilo samostalno ili zajedno sa bilo kojom drugom osobom, bilo da je dioničar ili ne ali direktori mogu povremeno proglasiti bilo koju dionicu da je u potpunosti ili djelimično izuzeta od ove odredbe. Registracija prenosa bilo koje takve dionice funkcionisaće kao odricanje od prava založnog prava Kompanije (ako ga ima) u vezi sa tim. Založno pravo kompanije (ako ga ima) na dionici će se proširiti na sve dividende ili druga sredstva plativa u vezi sa tim.

(2) Kompanija može prodati, na način kako direktori smatraju prikladnim, bilo koje dionice nad kojima kompanija ima založno pravo, ali neće se vršiti prodaja ukoliko nije suma u pogledu koje zalog postoji sada plativa niti do isteka četrnaest dana od pismenog obavještenja u kojem se navodi i zahtijeva plaćanje tog dijela iznosa u vezi sa kim zalog postoji kako je sada plativo, koje je dato registrovanom vlasniku ili

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(3) Da bi se izvršila bilo kakva prodaja direktori mogu ovlastiti neko lice da prenese dionice koje su prodate kupcu. Kupac će biti registrovan kao vlasnik dionica koje su sadržane u takvom prenosu, i on neće biti obavezan da se bavi primjenom novca za kupovinu niti će njegovo vlasništvo nad dionicama biti pogođeno bilo kakvom neregularnošću ili nevalidnošću u postupku u pogledu prodaje.

(4) Prihodi od takve prodaje će biti primljeni od strane kompanije i primijenjeni za plaćanje takvog dijela iznosa u pogledu kojeg zalog postoji kako je trenutno plativo a ostatak, ukoliko ga ima, će (shodno sličnom zalogu za iznose koji nisu trenutno plativi a postojali su na dionicama prije prodaje) biti plaćen osobi koja ima pravo na dionice na datum prodaje.

14. Dionice koje treba da budu u potpunosti uplaćene

(1) Nijedna dionica u kompaniji ne smije biti emitovana dok se ne izvrši naknada u pogledu toga da je dionica u potpunosti uplaćena i kada se emituje ona je u svaku svrhu uplaćena i neoporeziva osim dionice emitovane kao obveznica u vezi sa potpisanim investicionim ugovorom ili se druga pismena obaveza plaćanja duga može emitovati shodno gubitku na način kako je propisano u odredbama ovdje.

(2) Svaka dionica u kompaniji se može emitovati za novac, pružene usluge, ličnu imovinu (uključujući druge dionice, dužničke obaveze ili druge hartije od vrijednosti u kompaniji), zaostavštinu u nepokretnostima, obveznicu ili drugu vrstu obaveze da se doprinese u novcu ili imovini, ili bilo kakvu kombinaciju u vezi sa tim, i za takav iznos kako se može povremeno odrediti od strane direktora osim da se dionice sa nominalnom vrijednošću neće emitovati za iznos manji od nominalne vrijednosti. Odluka direktora u pogledu naknade primljene od strane kompanije u pogledu te dionice će, ukoliko nije u pitanju prevara, biti konačna. Dionica emitovana od strane kompanije nakon konverzije, ili zamjene, za drugu dionicu ili dužničku obavezu ili drugu hartiju od vrijednosti u kompaniji, smatraće se u svaku svrhu da je izdata za novac jednak naknadi koja je primljena ili se smatra primljenom od strane kompanije u pogledu druge dionice, dužničke obaveze ili hartije od vrijednosti.

15. Gubitak dionica

(1) Ukoliko dioničar ne izvrši plaćanje koje se zahtijeva uslovima obveznice ili drugog pisanog instrumenta koji obavezuje radi plaćanja duga direktori mogu, u bilo koje vrijeme nakon toga tokom vremena dok bilo koji dio plaćanja ostaje neplaćen, dati pismeno obavještenje navodeći datum za plaćanje koji se treba izvršiti zajedno sa bilo kakvom kamatom koja se može obračunati i svim troškovima i gubicima koje je snosila kompanija iz razloga takvog neplaćanja.

(2) Pismeno obavještenje o pozivu navedeno u odredbi 15 će odrediti dalji datum ne ranije od isteka 14 dana od obavještenja na datum na koji isplata koja je zahtijevana treba da se obavi ili prije i sadržaće izjavu da u slučaju neplaćanja tog datuma ili prije datuma navedenog u obavještenju, dionice u vezi sa kojima isplata nije izvršena biće podložne gubitku.

(3) Kad je izdato obavještenje poziva u skladu sa odredbom 15 i zahtjevi obavještenja nijesu ispunjeni, direktori mogu u bilo koje vrijeme prije tendera za plaćanje, odlukom direktora oduzeti i poništiti dionice na koje se odnosi obavještenje.

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(4) Kompanija nema nikakvih obaveza da dioničaru nadoknadi nikakav novac čije su dionice poništene u skladu sa odredbom 15, član 6 i taj dioničar biva oslobođen svake dalje obaveze prema kompaniji.
(5) Osoba čije su dionice oduzete prestaje da bude dioničar u pogledu oduzetih dionica.
(6) Pismeno uvjerenje potpisano rukom direktora i sekretara kompanije da je dionica u kompaniji valjano oduzeta na datum naveden u izjavi biće dovoljan dokaz činjenice u odnosu na sve osobe koje tvrde da imaju pravu na tu dionicu.
(7) Ove odredbe u pogledu gubitka dionica važe u slučaju neplaćanja bilo kojeg iznosa koji, uslovima obveznice ili drugog pismenog dokumenta u vezi sa plaćanjem duga, postaje plativ u određeno vrijeme kao da je isti bio plativ putem pismenog obavještenja koje je valjano dostavljeno.

16. Ovlaštenje za pozajmice

Direktori mogu imati sva ovlaštenja kompanije da pozajmljuju, prikupljaju ili obezbijede novac i da stave pod hipoteku ili opterete njenu imovinu i kapital i da izdaju zadužnice i druge hartije od vrijednosti, bilo potpuno ili kao kolateralno obezbjeđenje za bilo kakv dug ili obavezu kompanije ili bilo kojeg trećeg lica.

17. Opšta skupština

(1) Direktori mogu, kad god to smatraju prikladnim, i oni će to i uraditi na zahtjev članova kompanije na datum predaje zahtjeva ne manje od 30% sa pravom glasa na opštoj skupštini kompanije, postupiti u skladu sa tim i sazvati opštu skupštinu kompanije.
(2) Kada takav procenat ukupnih članova sa pravom glasa na skupštini kompanije koji su mogli donijeti sve odluke na skupštini kompanije potpiše zapisnik redovne ili vanredne skupštine ista će se smatrati valjano održanom bez obzira na to da članovi nisu u stvari došli zajedno ili da je moglo biti tehničkih nedostataka u postupku, a odluka u pisanoj formi u jednom ili više djelova potpisana od takvog procenta ukupnih članova sa pravom glasa na skupštini kompanije koja može donijeti odluke na skupštini biće jednako validna i efektivna kao da je donesena na skupštini članova koja je valjano sazvana.

18. Obavještenje o opštoj skupštini

(1) Obavještenje će biti dato najmanje sedam dana (isključujući dan na koji je obavještenje dostavljeno ili se smatra dostavljenim, ali uključujući dan za koji se obavještenje daje) navodeći mjesto, dan i sat skupštine i, u slučaju posebnog posla, opšta priroda takvog posla će se navesti na način kako je ovdje predviđeno, ili na neki drugi način (ukoliko ga ima) kako može biti propisano od strane kompanije na opštoj skupštini, takvim osobama koje, po propisima kompanije, imaju pravo da primaju obavještenje o nekoj određenoj skupštini, takva skupština se može sazvati putem takvog kraćeg obavještenja i na takav način kako ti članovi smatraju prikladnim.
(2) Slučajan propust da se da obavještenje o opštoj skupštini ili neprimanje obavještenja o skupštini od strane bilo kojeg lica koje ima pravo da primi obavještenje neće učiniti tu skupštinu nevalidnom.
(3) Osim kako je predviđeno odredbom 17 (2) neće se obavljati nikakvi poslovi na opštoj skupštini ukoliko nije prisutan kvorum u vrijeme kada skupštine počne sa radom;

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osim ako ovdje nije drugačije predviđeno, jedan ili više članova koji su prisutni lično ili putem zastupnika koji predstavljaju većinu prava glasa kompanije će činiti kvorum.

(4) Osim kako je predviđeno odredbom 17 (2) ukoliko u roku od pola sata od vremena kada je skupština zakazana nema kvoruma, skupština, ukoliko je zakazana na zahtjev članova, se raspušta; u svakom drugom slučaju ona ostaje odgođena za isti dan iduće sedmice u isto vrijeme i na istom mjestu, a ako na odgođenoj skupštini nema kvoruma u roku od pola sata od vremena kada je skupština zakazana članovi koji su prisutni činiće kvorum.

(5) Osim kako je predviđeno odredbom 17 (2) predsjedavajući, ukoliko ga ima, Odbora direktora predsjedavaće svakom opštom skupštinom kompanije ili ukoliko nema takvog predsjedavajućeg ili ukoliko nije prisutan u roku od petnaest minuta nakon vremena koje je predviđeno za održavanje skupštine, ili ne želi da to radi, prisutni direktori će izabrati jednog od njih da bude predsjedavajući skupštine. Ukoliko ima jedan prisutan direktor i ako je voljan da nastupi on će biti predsjedavajući skupštine a ukoliko nema prisutnih direktora, prisutni članovi će izabrati jednog od njih da bude predsjednik skupštine.

(6) Predsjedavajući može s vremena na vrijeme i sa mjesta na mjesto, uz saglasnost prisutnih, odložiti svaki sastanak, ali se na bilo kom odloženom sastanku ne smije obaviti nijedno poslovanje osim posla koji je ostao nedovršen na sastanku na kojem se odlaganje desilo. Kada se opšta skupština odlaže za trideset dana ili više daće se obavještenje o odgođenoj skupštini kao u slučaju prvobitne skupštine; osim kako je prethodno navedeno, neće biti potrebno davati bilo kakvo obavještenje o odlaganju ili o poslu koji treba da se obavi na odgođenoj skupštini.

(7) Osim kako je predviđeno odredbom 17 (2) na svakoj opštoj skupštini odluka koja se stavlja na glasanje biće donesena dizanjem ruku, osim ako se ne zahtijeva tajno glasanje (prije ili nakon proglašenja rezultata dizanjem ruku) od strane člana ili članova koji zajedno imaju ne manje od 15% prava glasa u kompaniji, i ukoliko nije zahtijevano tajno glasanje, proglašenje predsjedavajućeg da je odluka donesena dizanjem ruku ili donesena jednoglasno ili izgubljena, a upis te činjenice u zapisnik kompanije biće dovoljan dokaz činjenice, bez dokaza broja ili proporcije glasova koji su zabilježeni u korist ili protiv te odluke.

(8) Ukoliko se zahtijeva tajno glasanje kako je naprijed navedeno, ono će se održati na takav način i u takvo vrijeme i mjesto kako predsjedavajući skupštine odluči ili odmah ili nakon pauze ili odlaganja, ili drugačije, a rezultati tajnog glasanja smatraće se odlukom skupštine na kojoj je zahtijevano tajno glasanje. Zahtjev za tajnim glasanjem može biti povučen. U slučaju spora u pogledu prihvatanja ili odbijanja glasova, predsjedavajući će odrediti isto, a takvo određivanje koje je napravljeno sa dobrom namjerom biće konačno.

19. Glasanje članova

(1) Shodno pravima i ograničenjima koja trenutno važe za bilo koju kategoriju članstva, prilikom dizanja ruku svaki prisutni član na opštoj skupštini ima jedan glas.

(2) Glasovi mogu biti lično ili putem zastupnika.

(3) U slučaju zajedničkih vlasnika glas najstarijeg koji glasa, bilo lično ili putem zastupnika, biće prihvaćen isključujući glasove ostalih zajedničkih vlasnika; u ovu svrhu starešinstvo se određuje po redosledu po kojem imena stoje u registru članova.

(4) Član koji ima psihičke probleme i u vezi sa kim je sud dao nalog a koji ima nadležnost da utvrdi ludio, može glasati, bilo podizanjem ruku ili tajnim glasanjem, putem svog odbora, stečajnog upravnika ili pravnog zastupnika koga je taj sud

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imenovao a taj odbor, stečajni upravnik ili pravni zastupnik ili drugo lice mogu na tajnom glasanju glasati putem zastupnika.

(5) Nijedan član nema pravo da glasa na opštoj skupštini osim ako nije registrovan kao član kompanije na datum takvog glasanja i dok ne uplati sve iznose koji su trenutno plativi od strane njega kompaniji.

(6) Neće se davati primjedbe na kvalifikovanost bilo kojeg glasača osim na opštoj skupštini ili odloženoj skupštini na kojoj se glas na koji se daje prigovor koristi a svaki glas koji nije zabranjen na takvoj opštoj skupštini biće validan u svaku svrhu. Svaki takav blagovremeni prigovor biće razmotren od stane predsjedavajućeg opšte skupštine i njegova odluka će biti konačna.

20. Zastupnici

(1) Instrument kojim se imenuje zastupnik biće u pisanoj formi i biće potpisan rukom onoga koji imenuje ili njegovog ovlaštenog zastupnika ili, ukoliko je onaj koji imenuje korporacija, sa pečatom i potpisom službenika ili valjano ovlaštenog punomoćnika u njeno ime.

(2) Instrument kojim se imenuje zastupnik i punomoćje ili drugo ovlaštenje, ukoliko ga ima, koje je potpisano ili notarski ovjerena kopija takvog punomoćja, biće smještena u sjedištu kompanije ili na nekom drugom mjestu koje je navedeno u tu svrhu u obavještenju kojim se saziva opšta skupština ne manje od dva sata prije vremena održavanja skupštine ili odložene skupštine.

(3) Instrument kojim se imenuje zastupnik može biti u uobičajenoj formi i može biti za određenu skupštinu ili odlaganje iste ili opšte do opoziva. Smatraće se da instrument kojim se imenuje zastupnik uključuje ovlaštenje da se zahtijeva ili pridruži ili složi sa zahtijevanjem tajnog glasanja.

(4) Glasanje u skladu sa odredbama instrumenta o zastupanju biće validno bez obzira na prethodnu smrt ili ludilo vlastodavca ili opoziva zastupnika ili ovlaštenja po kojem je zastupnik imenovan ili prenosa prava članstva u pogledu kojeg se daje ovlaštenje za zastupanje pod uslovom da takva informacija u pisanoj formi o takvoj smrti, ludilu, opozivu ili prenosu kako je naprijed navedeno nije primljena od strane kompanije prije početka opšte skupštine ili odgođene opšte skupštine na kojoj se traži da se koristi zastupnik.

(i) Svaka korporacija koja je član kompanije može u skladu sa ovim statutom ili u odsustvu takvih odredbi odlukom direktora ili drugog upravnog tijela ovlastiti lice koje se smatra prikladnim da nastupa kao njen predstavnik na bilo kojem sastanku kompanije ili bilo koje kategorije članova kompanije, a osoba koja je tako ovlaštena ima pravo na ista ovlaštenja u ime korporacije koju predstavlja koja bi korporacija imala da je pojedinačni član kompanije.

(ii) Odluka o kojoj su obaviješteni svi članovi koji trenutno imaju pravo glasa i koja je odobrena većinom glasova članova u formi jednog ili više dokumenata u pisanoj formi putem teleksa, telegrama ili drugim pisanim sredstvom elektronske komunikacije će, bez potrebe za bilo kakvim obavještavanjem, postati validna na datum donošenja kao odluka članova.

(iii) ukoliko kompanija ima samo jednog člana odredbe koje su ovdje sadržane za skupštinu članova neće važiti ali taj član ima puno ovlaštenje da nastupa u ime kompanije po svim pitanjima koja se zahtijevaju zakonom, odlukom o osnivanju ili ovim odredbama a koje vrše članovi kompanije a umjesto zapisnika sa skupštine on će napisati i potpisati bilješku ili memorandum o svim pitanjima koja

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zahtijevaju odluku članova. Takva bilješka ili memorandum će sadržati dovoljno dokaza o takvoj odluci u svaku svrhu.

21. Direktori

(1) Poslovanjem kompanije će upravljati i vodiće ga odbor direktora koji se sastoji od ne manje od jednog pojedinca ili korporacije koji će vršiti dužnost dok se ne izaberu ili imenuju nasljednici a direktori se mogu sastati radi poslova, odložiti ili drugačije regulisati svoje sastanke kako oni smatraju prikladnim.
(2) Prvi direktori kompanije biće imenovani od strane registrovanog zastupnika. Minimalni broj direktora će biti jedan (1) a maksimalni broj sedam (7).
(3) Direktori mogu imenovati dodatna lica ili pravna lica u odbor direktora ako smatraju prikladnim.
(4) Kompanija može odlukom direktora ili članova razriješiti direktora prije isteka mandata i može odlukom direktora ili članova imenovati bilo koju osobu na funkciju direktora.
(5) Sastanak direktora može sazvati sekretar ili bilo koji direktor. Sekretar će sazvati sastanak direktora o čemu se obavještenje mora dati telefonom ili drugačije kad god to zatraži neki od direktora.
(6) Članovi odbora direktora mogu učestvovati na sastanku putem konferencijske veze telefonom ili sličnom komunikacionom opremom tako da sva lica koja učestvuju na sastanku mogu čuti jedno drugo u isto vrijeme.
(7) Učešće ovim putem predstavlja lično prisustvo na sastanku.
(8) Pismena odluka koju potpiše većina direktora koji trenutno imaju pravo da primaju obavještenje o sastanku direktora biće validna i efektivna kao odluka donesena na sastanku koji je valjano sazvan i održan. U svrhu ove odredbe, odluka koju potpiše valjano imenovani predstavnik direktora koji je pravno lice smatraće se da je potpisana od strane tog direktora koji je pravno lice. Potpis bilo kojeg direktora može izvršiti i njegov zamjenik. Bilo kakva takva odluka može se sadržati u jednom dokumentu ili odvojenim primjercima pripremljenim i/ili podijeljenim u tu svrhu i potpisanom od strane jednog ili više direktora.
(9) Pod uslovom da ima više od jednog (1) kvorum koji je potreban za vođenje posla direktora može biti utvrđen od strane direktora, i ukoliko nije tako utvrđen biće većina. Ukoliko kompanija ima samo jednog direktora, odredbe koju su ovdje sadržane za sastanak direktora neće važiti već će takav direktor imati puno ovlaštenje da predstavlja i nastupa za kompaniju po svim pitanjima koja se zahtijevaju zakonom ili odlukom o osnivanju ili ovim odredbama da ih vrše direktori kompanije a umjesto zapisnika sa skupštine on će napisati i potpisati bilješku ili memorandum o svim pitanjima koja zahtijevaju odluku direktora. Takva bilješka ili memorandum će sadržati dovoljno dokaza o takvoj odluci u svaku svrhu.
(10) Bilo koji direktor ili njegova firma, partner ili kompanija mogu profesionalno nastupati za Kompaniju i imaće pravo na nadoknadu za profesionalne usluge kao da nije direktor; pod uslovom da ništa što je ovdje sadržano neće ovlastiti direktora ili njegovu firmu da nastupa kao revizor kompanije.
(11) Shodno odredbi 64, direktori mogu prenijeti bilo koje od svojih ovlaštenja na odbor koji se sastoji od jednog ili više direktora. Svaki takav odbor će imati ovlaštenja kako direktori odluče i povinovaće se uputstvima koje mu direktori daju. Mogu se imenovati dodatni članovi odbora od strane direktora a svaki član odbora može biti razriješen ili suspendovan sa funkcije od strane direktora u bilo koje vrijeme.
(12) Direktori nemaju ovlaštenje da prenesu sljedeća ovlaštenja na odbor:

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(i) da mijenja Odluku o osnivanju i Statut;
(ii) da određuje odbor;
(iii) da daje ovlaštenja odboru;
(iv) da imenuje direktore;
(v) da imenuje zastupnika;
(vi) da odobri plan o spajanju, ujedinjavanju ili aranžmanima;
(vii) da dâ izjavu o solventnosti ili da odobri plan likvidacije;

22. Zamjenik direktora

Bilo koji direktor može u bilo koje vrijeme imenovati drugog direktora ili drugo lice za koje su direktori dali odobrenje da bude zamjenik direktora kompanije i može u bilo koje vrijeme razriješiti zamjenika direktora koga je imenovao. Zamjenik direktora koji je tako imenovan nema pravo da prima nikakvu naknadu od kompanije niti će se od njega zahtijevati da ima neke kvalifikacije ali će inače biti podložan ovom dokumentu u pogledu direktora. Zamjenik direktora (shodno tome što da kompaniji adresu na Ostrvima na koju mu se mogu dostavljati obavještenja) ima pravo da prima sva obavještenja o svim sastancima odbora i da prisustvuje i glasa kao direktor na bilo kojem takvom sastanku na kojem direktor koji ga imenovao nije lično prisutan i tamo gdje je on direktor da ima poseban glas na sastancima direktora u ime svakog direktora koga zastupa pored svog ličnog glasa i uopšte ima pravo da obavlja sve funkcije osobe koja ga je imenovala kao direktora u odsustvu te osobe koja ga je imenovala. Zamjenik direktora će *ipso facto* prestati da bude zamjenik direktora, pod uslovom da ukoliko se bilo koji direktor penzioniše ali je ponovo izabran od skupštine na kojoj je to penzionisanje stupilo na snagu bilo kakvo njegovo imenovanje u skladu sa ovom odredbom koja je bila na snazi neposredno prije njegovog penzionisanja nastaviće da važi nakon njegovog reizbora kao da se nije penzionisao. Svako imenovanje ili razrješenje zamjenika direktora će biti u pisanoj formi i potpisano od stane direktora koji izvršava ili opoziva takvo imenovanje i čuvaće se u sjedištu kompanije.

23. Ovlaštenja i dužnosti direktora

(1) Poslovanjem kompanije će upravljati direktori koji mogu imati takva ovlaštenja kompanije za koja se ne zahtijeva, zakonom ili ovim odredbama, da ih vrši kompanija na opštoj skupštini, shodno, ipak, bilo kakvim regulativama, koje nisu u suprotnosti sa gore navedenim odredbama ili regulativama koje kompanija donese na opštoj skupštini ali nijedna regulativa donesena od strane kompanije na opštoj skupštini neće učiniti nevalidnim bilo koji prethodni postupak direktora koji bi bio validan da regulativa nije donesena.
(2) Direktori mogu povremeno i u bilo koje vrijeme putem punomoćja imenovati bilo koju kompaniju, firmu, lice ili pravno lice, bilo da je nominovana direktno ili indirektno od strane direktora da budu punomoćnik ili punomoćnici kompanije u takvu svrhu i sa takvim ovlaštenjima (koja ne prelaze ona koja su dodijeljena direktorima ili koja oni vrše po ovim odredbama) i na takav period i pod takvim uslovima kako oni smatraju prikladnim i takva punomoćja mogu sadržati odredbe za zaštitu ili pogodnost osoba koje dolaze u kontakt sa takvim punomoćnikom kako direktori smatraju prikladnim i mogu takođe ovlastiti bilo kojeg takvog punomoćnika kako direktori smatraju prikladnim da prenese sva ili neka ovlaštenja koja su mu povjerena.
(3) Direktori mogu povremeno imenovati jednu ili više osoba od njih na funkciju generalnog direktora ili menadžera na takav period i za takvu naknadu (bilo putem

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK • PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE • Branislav Pantović • BUDVA plate, provizija ili učešća u profitu ili djelimično na jedan a djelimično na drugi način) kako oni smatraju prikladnim ali njegovo imenovanje će biti podložno određivanju *ipso facto* ako prestane iz bilo kojeg razloga da bude direktor ili ukoliko kompanija na opštoj skupštini odluči da je njegova funkcija generalnog direktora ili menadžera određena.

(4) Svi čekovi, mjenice i ostale hartije od vrijednosti i sve priznanice za sredstava plaćena kompaniji biće potpisana, prihvaćena endorsirana ili drugačije zaključena kako slučaj zahtijeva na takav način kako direktori povremeno odrede.

(i) Direktori će naložiti da se vodi zapisnik u knjigama namijenjenim u tu svrhu-

a. o svim imenovanjima službenika koja su izvršili direktori;
b. o imenima direktora koji su prisutni na svakom sastanku direktora;
c. o svim odlukama i postupcima na svim skupštinama kompanije i o direktorima i odborima direktora; pod ulovom da svaki zapisnik sa takvog sastanka ukoliko je potpisan od strane predsjedavajućeg ili predsjedavajućeg sljedećeg sastanka po redu će biti dovoljan dokaz o takvom postupku bez bilo kakvog dodatnog dokaza o činjenicama koje su tamo navedene.
d. Kompanija će poštovati odredbe zakona u pogledu vođenja registra direktora i službenika u svom sjedištu i shodno tome dostaviće glavnom voditelju registra Britanskih Djevičanskih Ostrva primjerak registra direktora i službenika i bilo koje dopune istog u skladu sa navedenim odredbama.

24. Upražnjena funkcija direktora

(1) Funkcija direktora će biti upražnjena:
(2) ukoliko da pismeno obavještenje kompaniji da daje ostavku na funkciju direktora;
(3) ukoliko bude odsutan (a da ga ne zastupa zastupnik ili zamjenik direktora) sa tri uzastopna sastanka odbora direktora bez posebne dozvole za odsustvo od strane direktora a oni donesu odluku da je on iz razloga takvog odsustva napustio funkciju;
(4) ukoliko umre, bankrotira ili napravi neki aranžman sa svojim kreditorima uopšte; ukoliko poludi ili postane mentalno nestabilan;
(5) ukoliko je razriješen funkcije u skladu sa odredbom 21.

25. Službenici

(1) Službenici kompanije će se sastojati od sekretara i dodatnih službenika kako direktori povremeno odrede.
(2) Sekretar i dodatni službenici, ako ih ima, biće imenovani ili izabrani od strane direktora i imaće funkciju onoliko koliko direktori odrede i imaće ovlaštenja onako kako direktori budu povremeno određivali.

26. Pečat

Pečat će se koristiti samo uz ovlaštenje direktora ili odbora koji je ovlašten od strane direktora u to ime i svaki instrument na koji se stavi pečat biće potpisan od strane jedne osobe koja će biti ili direktor ili član odbora ili osoba ovlaštena od strane direktora u tu svrhu i supotpisan od strane drugog lica koje je ili sekretar ili drugi direktor ili lice imenovano od strane direktora ili odbora ovlaštenog od strane direktora u to ime i u tu svrhu. Pod uslovom da kompanija može imati za upotrebu na bilo kojoj teritoriji, oblasti ili mjestu koje nije na Britanskim Djevičanskim Ostrvima službeni pečat koji će biti faksimil običnog pečata

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kompanije. Pod uslovom dalje da direktor, sekretar ili drugi službenik može staviti pečat kompanije samo uz svoj potpis na bilo koji dokument kompanije za koji se zahtijeva da se ovjeri pečatom.

27. Ovjera zvaničnih isprava i dokumenata

Sve isprave zaključene u ime kompanije moraju biti u takvoj formi i sadržati takva ovlaštenja, odredbe, uslove, sporazume, članove i sporazume kako direktori kompanije na opštoj skupštini smatraju prikladnim i pored ovjere pečatom biće potpisani od strane ili direktora ili člana odbora ovlaštenog od strane direktora u to ime ili drugog lica onako kako direktori ili odbor ovlašten od strane direktora u to ime ili koga kompanija na opštoj skupštini povremeno imenuje i supotpisane od strane sekretara ili pomoćnika sekretara ili drugog lica koga direktori ili odbor ovlašten od strane direktora u to ime ili kompanija na opštoj skupštini povremeno imenuje.

28. Obeštećenje

(1) Kompanija može obeštetiti od svih troškova, uključujući pravne honorare i od svih presuda, novčanih kazni i iznosa plaćenih za poravnanje a koji su razumno pretrpljeni u vezi sa pravnim, adminstrativnim ili istražnim postupkom, bilo koje lice koje:

(i) je ili je bilo ili je pod prijetnjom da bude u bilo kojem mogućem, tekućem ili završenom postupku, bilo da je građanski, krivični, administrativni ili istražni, iz razloga što je ta osoba direktor, službenik ili likvidator kompanije ili je to bila; ili

(ii) je ili je bilo, na zahtjev kompanije u službi direktora, službenika ili stečajnog upravnika iste ili u bilo kojoj drugoj funkciji ili nastupa ili je nastupalo za drugu kompaniju ili partnerstvo, zajedničko ulaganje (joint venture) trust ili drugo preduzeće; pod uslovom da je ta osoba nastupala pošteno i sa dobrom namjerom i u najboljem interesu kompanije.

(2) Kompanija može kupiti i održavati osiguranje u vezi sa bilo kojom osobom koja je ili je bila direktor, službenik, predstavnik ili likvidator kompanije, ili koja je na zahtjev kompanije bila ili jeste u službi direktora, službenika ili stečajnog upravnika kompanije ili je u bilo kojoj drugoj funkciji vršila ili vrši dužnost za drugu kompaniju ili partnerstvo, zajedničko ulaganje (joint venture) ili druga preduzeća, od svake odgovornosti protiv te osobe i koju je ta osoba imala u toj funkciji, bilo da kompanija ima ili je imala ovlaštenje da obešteti tu osobu od odgovornosti po odredbi 28.

29. Konflikt interesa

Nikakav sporazum između kompanije i jednog ili više njenih direktora ili bilo kojeg lica u kojem bilo koji direktor ima finansijski interes ili sa kojim je bilo koji direktor povezan, uključujući i kao direktor tog drugog lica, neće biti ništav samo iz ovog razloga ili samo iz razloga što je direktor prisutan na sastanku direktora ili na sastanku odbora direktora koji odobrava ugovor ili transakciju ili što se glas ili saglasnost direktora računa u tu svrhu. Takav ugovor ili transakcija će biti validni ukoliko materijalne činjenice interesa svakog direktora u ugovoru ili transakciji i njegov interes u ili odnos sa bilo kojom drugom stranom u ugovoru ili transakciji su izraženi sa dobrom namjerom ili su poznati članovima koji imaju pravo glasa na sastanku članova a ugovor ili transakcija su ratifikovani ili odobreni odlukom članova.

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30. Dividende

Direktori mogu proglasiti dividendu koja treba da se plati članovima, ili bilo kojoj kategoriji članova, koji imaju pravo da primaju raspodjele takvog prihoda iz viška profita od poslovanja kompanije i takva dividenda se može platiti potpuno ili djelimično u stvarnom obliku a u tom slučaju je potrebna mjera kompanije koja će se pribaviti na opštoj skupštini.

Direktori mogu povremeno prije proglašenja dividende izdvojiti iz viška ili profita kompanije takve iznose koje smatraju prikladnim kao rezervni fond koji će se koristiti da se ispune nepredviđeni slučajevi ili za ujednačavanje dividende ili u bilo koju drugu posebnu svrhu.

Direktori su ovlašteni da pozajme bilo kojem službeniku, direktoru, predstavniku ili članu kompanije bilo koji iznos ili iznose novca pod takvim odredbama i uslovima kako oni po svom apsolutnom nahođenju odrede.

31. Kvalifikovanost u drugim jurisdikcijama

Direktori mogu učiniti da se kompanija kvalifikuje ili registruje u nekoj drugoj jurisdikciji u kojoj je takva kvalifikacija ili registracija potrebna po zakonu ili je direktori smatraju preporučljivom. Direktori ili drugo lice valjano ovlašteno od strane direktora će potpisati, dostaviti i priložiti bilo kakve potvrde ili dokumente koji su potrebni da bi se kompanija kvalifikovala da obavlja posao u jurisdikciji u kojoj kompanija želi da obavlja posao.

32. Računi i finansijske izjave

(1) Direktori će naložiti da se vode stvarni računi svih transakcija kompanije na takav način da se prikaže aktiva i pasiva kompanije u datom trenutku.
(2) Kraj finansijske godine kompanije će se odrediti odlukom direktora i ukoliko ne bude takve odluke kraj finansijske godine biće 31. decembar.
(3) Kako i kada se bude zahtijevalo od strane članova kompanije članovima na glavnoj skupštini će se prikazati bilans stanja koji je sačinjen za finansijsku godinu a koji sadrži pregled aktive i pasive kompanije pod prikladnim naslovima i izjavu o prihodima i rashodima za traženi period koji su članovi zahtijevali.
(4) Nezavisni predstavnik članova koji ima pravo glasa na opštoj skupštini može biti imenovan od strane njih kao revizor računa kompanije i takav revizor će biti na funkciji dok članovi ne imenuju drugog revizora. Taj revizor može biti član ali nijedan direktor ili službenik kompanije tokom njegovog trajanja službe neće imati pravo da bude revizor kompanije.
(5) Dužnosti i nadoknada za revizora biće utvrđena od strane kompanije na opštoj skupštini ili na takav način kako članovi odluče.

33. Obavještenja

(1) Osim ako nije ovdje ili zakonom predviđeno obavještenje može biti uručeno od strane kompanije bilo kojem članu lično ili putem teleksa ili telegrama na njegovu adresu ili slanjem avionskom poštom (ukoliko je adekvatno) uz unaprijed plaćenu poštarinu u koverti adresiranoj na takvog člana i adresu koja je upisana u registru članova.
(2) Svako obavještenje koje treba dati članovima će u pogledu bilo kakvih prava članova koja imaju dva ili više lica biti dato svim takvim licima.

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(3) Svako obavještenje će se smatrati uručenim u vrijeme kada se isto uruči u redovnom toku prenosa a pri dokazivanju takve usluge biće dovoljno da se dokaže da je obavještenje valjano adresirano i poštarina plaćena unaprijed, ukoliko se šalje poštom, i vrijeme kada je poslato poštom ili teleksom ili telegramom zavisno od slučaja.

34. Likvidacija

Ukoliko kompanija treba da se likvidira, likvidator može, uz mjeru posebne odluke kompanije i drugom mjerom koja se zahtijeva zakonom, podijeliti među članovima koji imaju pravo da primaju raspodjelu u slučaju likvidacije u stvarnom obliku ili u naturi sva ili dio sredstava kompanije (bilo da se sastoje od imovine iste vrste ili ne) i u tu svrhu može odrediti takve vrijednosti kako smatra pravičnim u vezi sa imovinom koja treba da se podijeli kako je naprijed navedeno i može odrediti kako će se ta podjela izvršiti između članova ili različitih kategorija članova.

Likvidatori mogu istom mjerom, dodijeliti cijela ili dio takvih sredstava povjerenicima u takve trustove u korist korisnika onako kao likvidator sličnom mjerom smatra prikladnim, ali tako da nijedan član neće biti primoran da prihvati bilo kakve dionice ili druge hartije od vrijednosti na kojima ima neka obaveza.

35. Nastavak

Kompanija može odlukom članova ili odlukom jednoglasno donesenom od strane svih direktora kompanije nastaviti kao kompanija osnovana u jurisdikciji van Britanskih Djevičanskih Ostrva na način koji predviđen tim zakonima.

36. Izmjene odredbi

Shodno zakonu, kompanija može u bilo koje vrijeme i povremeno odlukom direktora ili odlukom članova promijeniti ili dopuniti ove odredbe u potpunosti ili djelimično shodno članu 11 Odluke o osnivanju.

****

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
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Mi, SOVEREIGN CORPORATE (BVI) LIMITED, na adresi Mill Mall Suite 6, Wickhams Cay 1 P.O. Box 3085, Road Town, Tortola, Britanska Djevičanska Ostrva, u svrhu osnivanja poslovne kompanije na Britanskim Djevičanskim Ostrvima po zakonima Britanskih Djevičanskih Ostrva ovim potpisujem ovaj statut **05. decembra 2011.**

Osnivač

____

(potpisano)
Brenda-Lee Winchester-Charlemagne
(ovlašteni potpisnik)
SOVEREIGN CORPORATE (BVI) LIMITED
Mill Mall Suite 6,
Wickhams Cay 1
P.O. Box 3085,
Road Town, Tortola,
Britanska Djevičanska Ostrva

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
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BUDVA

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

Ja, Branislav Pantović,
I, Branislav Pantović,

Stalni sudski tumač
Permanent Court Interpreter

Za __________ engleski __________ jezik
For __________ English __________ language

Postavljen rješenjem ministra pravde
br. 03-6500/06 od 05.07.2007.
Appointed by the Resolution of the Ministry of
Justice No. 03-6500/06 of July 05th, 2007.

Potvrđujem da je ovaj prevod vjeran originalu
Certify that this is a correct and true translation
koji je sastavljen na engleskom jeziku.
made up in __________ language.

Troškovi prevoda iznose __________ €
Translation expenses amount to __________ €

U Budvi dana 17.07.2016

Crna Gora
MINISTARSTVO FINANSIJA - PORESKA UPRAVA
CENTAR ZA USLUGE I REGISTRACIJU
ODSJEK ZA CENTRALNI REGISTAR PRIVREDNIH SUBJEKATA
Broj 08/21-7271/1-16
Podgorica, 03. 08. 2016 god.

ZAHTJEV ZA DOPUNU DOKUMENTACIJE

Drobnjak

Dana 29.07.2016. **podnešena je prijava**

(datum kada je podnijeta prijava)

za ~~DOO/AD~~ DSD „ANCHORMAN KAVAC LIMITED" KOTOR

(naziv privrednog društva)

sa dokumentacijom za OSNIVANJE

(osnivanje ili promjena)

pod brojem dosijea 240486

Molim da istu dopunite dokumentacijom predatom uz ovaj zahtjev kako bi bila potpuna.

Uz ovaj zahtjev dostavljamo:

1. ORIGINAL POSLEDNJEG FINANSIJSKOG IZVJEŠTAJA MATIČNOG DRUŠTVA

Podnosilac zahtjeva

Anchorman Kavac Limited

Financial Statements

31st December 2015

Incorporated in the British Virgin Islands - Company Number: 1803916

Anchorman Kavac Limited

COMPANY INFORMATION

DIRECTORS

Sovereign Directors Ltd and Sovereign Managers Limited

SECRETARY

Sovereign Registrars (IOM) Limited

INCORPORATION NUMBER

1684052

REGISTERED OFFICE

Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085
Road Town, Tortola, British Virgin Islands

DATE OF INCORPORATION

5th December 2011

PLACE OF INCORPORATION

The British Virgin Islands

Anchorman Kavac Limited

CONTENTS

Anchorman Kavac Limited

PROFIT AND LOSS ACCOUNT
For the period ended 31/12/2015

- in EUR -

	01.01.-31.12.2013	01.01.-31.12.2014	01.01.-31.12.2015
Sales	-	439 991	850 000
OPERATING REVENUE	-	*439 991*	*850 000*
Cost of sale	58 914	29 544	38 922
Wages, salaries & other employee benefits	-	-	-
Cost of depreciation & provisions	-	-	-
Other operating expenses	88 864	3 572	10 975
OPERATING EXPENSES	*147 778*	*33 116*	*49 897*
OPERATING PROFIT (LOSS)	**(147 778)**	**406 874**	**800 103**
Financial income	4 220	9 833	11 890
Financial expenses	1 095	-	-
FINANCIAL PROFIT (LOSS)	**3 125**	**9 833**	**11 890**
Other income	-	11	112 356
Other expenses	-	-	-
OTHER PROFIT	-	**11**	**112 356**
PROFIT BEFORE TAXES	**(144 652)**	**416 719**	**924 349**
Income tax expense	-	-	-
NET PROFIT (LOSS) FOR THE YEAR	**(144 652)**	**416 719**	**924 349**

There is no difference between the profit on ordinary activities stated above and its historical cost equivalent.

There are no recognised gains or losses other than those stated above and hence no statement of total recognised gains and losses is presented. All activities are continuing.

Anchorman Kavac Limited

BALANCE SHEET
as at 31/12/2015

- in EUR -

	31.12.2013	31.12.2014	31.12.2015
Cash and cash equivalents	3 768	14 252	2 154
Accounts receivable	-	330 000	19 798
VAT, prepaid costs & accrued income	-	-	112 356
Short-term loans - parent company	31 224	29 464	29 464
Short-term loans - associated companies	110 000	111 205	111 205
Short-term loans - other	-	5 180	5 180
Receivables for interests and finance costs	4 940	14 774	26 664
CURRENT ASSETS	**149 932**	**504 875**	**306 821**
Long-term investments	935 264	926 585	1 248 723
Intangibles	-	-	-
PP & E	750 000	720 456	681 534
LONG-TERM ASSETS	**1 585 264**	**1 647 041**	**1 930 257**
TOTAL ASSETS	**1 735 196**	**2 151 916**	**2 237 077**
Share capital	1 450 000	1 450 000	1 450 000
Positive revaluation reserves	-	-	-
Previous year's gains/losses	(420 151)	(564 804)	(148 084)
Current year profit/loss	(144 652)	416 719	924 349
EQUITY	**885 196**	**1 301 916**	**2 226 265**
Liabilities (sale option)	850 000	850 000	-
Liabilities to parent companies & subsidiaries	-	-	-
Long-term loans	-	-	-
LONG-TERM PROVISIONS & LIABILITIES	**850 000**	**850 000**	-
Short-term financial liabilities	-	-	10 813
Liabilities from business operations	-		-
Liabilities for VAT & other taxes and contrib.	-	-	-
SHORT-TERM PROVISIONS & LIABILITIES	-	-	-
TOTAL EQUITY & LIABILITIES	**1 735 196**	**2 151 916**	**2 237 077**

The notes on pages 4 and 5 form part of these financial statements.
The financial statements on pages 2 and 3 were approved by the board of directors on 31st December 2015 and signed on their behalf by:

ANCHORMAN KAVAC LTD
BVI REG No: 1684052

Anchorman Kavac Limited

NOTES TO THE FINANCIAL STATEMENTS
for the period ending 31st December 2015

1. Principal Accounting Policies

The financial statements have been prepared in accordance with applicable accounting standards in the United Kingdom. The following accounting policies have been consistently applied in dealing with items that are considered material in relation to the financial statements of the company.

Basis of Accounting
The financial statements have been prepared using the historic cost basis and in accordance with accounting standards.

Depreciation
There is no provision for depreciation on property.

Revaluation
Investments are stated at their historic cost.

Foreign Currency
Assets and liabilities in foreign currencies are translated at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

Turnover
Turnover is detailed net of VAT.

2. Share Capital

in -EUR -

	Number of Shares	Price per Share	Paid-in Capital
Class A Shares	500	1,00	-
Class B Shares	14 250	100,00	1 425 000,00
As at 31st December 2013			**1 425 000,00**
Class A Shares	500	1,00	-
Class B Shares	14 500	100,00	1 450 000,00
As at 31st December 2014			**1 450 000,00**
Class A Shares	500	1,00	-
Class B Shares	14 500	100,00	1 450 000,00
As at 31st December 2015			**1 450 000,00**

3. Reconciliation of shareholder funds:

in -EUR -

	Share Capital	Profit (Loss)	TOTAL
As at 31st December 2012	**1 425 000**	**(420 159)**	**1 004 849**
Increase of share capital	25 000	-	25 000
Profit (loss) for the period	-	(143 653)	(144 653)
Dividends	-	-	-
As at 31st December 2013	**1 450 000**	**(564 804)**	**885 196**
Increase of share capital	-	-	-
Profit (loss) for the period	-	416 719	416 719
Dividends	-	-	-
As at 31st December 2014	**1 450 000**	**(148 085)**	**1 301 915**
Increase of share capital	-	-	-
Profit (loss) for the period	-	924 349	924 349
Dividends	-	-	-
As at 31st December 2015	**1 450 000**	**776 265**	**2 226 265**

4. Short-term loans:

a) The Company has a loan agreement with Anchorman Holdings Inc (Montenegro) Kotor doo (a wholly owned company by parent company Anchorman Holdings Inc BVI) for an amount up to € 1,000,000 with an interest rate of 1% per annum. The Company has loaned out €1,248,722.79 in total to date. The funds were used to design, secure planning and build show properties on the land owned by the company.

b) The Company has loaned out €111,205.00 in total to associated company Boka Golf Development BVI on a short-term basis with an interest rate of 1% per annum.

c) The Company has loaned out €29,463.75 in total to its parent company Anchorman Holdings Inc BVI at an interest rate of 1% per annum.

5. Sales Income

a) the Company has received the amount of €420,201.71 for the sale of the property-villa 1A and with remaining balance of €19,798.29 to be received on handover of the property.

b) the Company has fulfilled its obligations in relation to the liability (with sale option-villa 5) amounting to €850,000. Therefore, the amount of €850,000 has been cleared off from balance sheet and recorded in the P&L statement as a sales income.

6. The Company is not subject to Income Tax in the British Virgin Islands.

The Company declared €112,356.33 tax asset as a result of prepaid tax during the construction of show properties on the land owned by the Company.

Apostille

(Hague Convention of 5 October 1961/Convention de la Haye du 5 Octobre 1961)

1. Country: Isle of Man
   Pays: l'Isle de Man
   This public document/Le présent acte public

2. has been signed by
   a été signé par .... PETER JOUGHIN CANNELL ....

3. acting in the capacity of
   agissant en qualité de .... NOTARY PUBLIC ....

4. bears the seal/stamp of
   est revêtu du sceau/timbre de ....

Certified/Attesté 26 MAY 2016

5. at Douglas/à Douglas 6. the/le ....

7. by His Excellency the Lieutenant Governor of the Isle of Man
   par son Excellence le Lieutenant Gouverneur de l'Isle de Man

8. Number/sous No **(M) IOM** 093126

9. Stamp:
   timbre:

10. Signature

LYNN KOSH
DEPUTY ASSISTANT CHIEF REGISTRAR
For His Excellency the Lieutenant Governor
Pour son Excellence le Lieutenant Gouverneur

The Isle of Man is an internally self-governing dependent territory of the British Crown. It is not part of the United Kingdom but the United Kingdom is responsible for its international relations.

If this document is to be used in a country which is not party to the Hague Convention of 5 October 1961, it should be presented to the consular section of the mission representing that country.

NOTARIAL CERTIFICATE

I PETER JOUGHIN CANNELL, NOTARY PUBLIC of 30 Ridgeway Street, Douglas, Isle of Man IM1 1EL hereby certify that the attached bears the signature of STEVEN UNDERWOOD which is known to me.

Douglas, this 26th day of May 2016

PETER JOUGHIN CANNELL
NOTARY PUBLIC

TERRITORY OF THE BRITISH VIRGIN ISLANDS
BVI BUSINESS COMPANIES ACT, 2004

CERTIFICATE OF INCORPORATION
(SECTION 7)

The REGISTRAR of CORPORATE AFFAIRS, of the British Virgin Islands HEREBY CERTIFIES, that pursuant to the BVI Business Companies Act, 2004, all the requirements of the Act in respect of incorporation having been complied with,

Anchorman Kavac Limited

BVI COMPANY NUMBER: **1684052**

is incorporated in the BRITISH VIRGIN ISLANDS as a BVI BUSINESS COMPANY, this 5th day of December, 2011.

REGISTRAR OF CORPORATE AFFAIRS
BVI FINANCIAL SERVICES COMMISSION
FSC

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 1 pages, is a true and faithful copy of the original.
Date: 24/05/2016
Signature:
Name: STEVEN UNDERWOOD
Position: LEGAL CONSULTANT
Company: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street
Douglas, Isle of Man
IM1 2AL

for **REGISTRAR OF CORPORATE AFFAIRS**
5th day of December, 2011

TERRITORY OF THE BRITISH VIRGIN ISLANDS
BVI BUSINESS COMPANIES ACT, 2004

E2519A68A8

CERTIFICATE OF GOOD STANDING
(SECTION 235)

The REGISTRAR OF CORPORATE AFFAIRS, of the British Virgin Islands HEREBY CERTIFIES that, pursuant to the BVI Business Companies Act, 2004 at the date of this certificate, the company,

Anchorman Kavac Limited

BVI COMPANY NUMBER: **1684052**

1. Is on the Register of Companies;

2. Has paid all fees and penalties due under the Act;

3. Has not filed articles of merger or consolidation that have not become effective;

4. Has not filed articles of arrangement that have not yet become effective;

5. Is not in voluntary liquidation;

6. Is not in liquidation under the Insolvency Act, 2003;

7. Is not in receivership under the Insolvency Act, 2003;

8. Is not in administrative receivership; and

9. Proceedings to strike the name of the company off the Register of Companies have not been instituted.

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 1 pages, is a true and faithful copy of the original.

Date: 24/05/2016

Signature:

Name: STEVEN UNDERWOOD

Position: LEGAL CONSULTANT

Company:

Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street
Douglas, Isle of Man
IM1 2AL

REGISTRAR OF CORPORATE AFFAIRS, BVI FINANCIAL SERVICES COMMISSION, FSC

REGISTRAR OF CORPORATE AFFAIRS
9th day of May, 2016

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Sovereign Managers Limited
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man IM1 2AL
Tel: +44 (0) 1624 699807 Fax: +44 (0) 1624 699801
iom@SovereignGroup.com www.SovereignGroup.com

CERTIFICATE OF INCUMBENCY

as at 24 May 2016

Name of Company	**Anchorman Kavac Limited** ("the Company")
Incorporated	5th December 2011, British Virgin Islands
Incorporation Number	1684052
Registered Office Address	Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands
Registered Agent	Sovereign Corporate (BVI) Limited Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands
Directors	Sovereign Directors Ltd Sovereign House 14-16 Nelson Street Douglas Isle of Man IM1 2AL Sovereign Managers Limited Sovereign House 14-16 Nelson Street Douglas Isle of Man IM1 2AL
Issued capital	500 Ordinary Shares of EUR 1.00 14,500 Class B Shares of EUR 100.00
Shareholders	Anchorman Holdings Inc Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands (500 Ordinary Shares of EUR 1.00) Ashridge 1 Limited ORBS Unit 2, Mortson House Princes Court Nantwich Cheshire CW5 6GD (1,250 Class B Shares of EUR 100.00)

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 2 pages, is a true and faithful copy of the original.

Date: 24/05/2016

Signature:

Name: STEVEN UNDERWOOD

Position: LEGAL CONSULTANT

Company: Sovereign (Isle of Man) Limited
Sovereign House
14-16 Nelson Street
Douglas, Isle of Man
IM1 2AL

Sovereign Managers Limited
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David Lyndon Barraclough and Sally Irene Barraclouth as Corporate Trustess of the Toiletry Sales Limited Directors Pension Scheme
(1,500 Class B Shares of EUR 100.00)

DC3 Pen Limited SSAS
Unit 2, Morston House, Princes Court
Nantwich Cheshire CW5 6GD
(250 Class B Shares of EUR 100.00)

Stewart Kelvin & June Patricia Hughes
3 Hardy Close, Barton Under Needwood
Burton Upon Trent Staffordshire DE13 8HG UK
(500 Class B Shares of EUR 100.00)

Remkis Investments Limited
Glen Falls, Birch Tree Lane
Newcastle United Kingdom ST5 5HE
(10,000 Class B Shares of EUR 100.00)

William James Toner and Tax Wealth Trustees LLP as Trustee of The WJT Limited ORBS Trust
Unit 2, Morston House, Princes Court
Nantwich Cheshire CW5 6GD
(1,000 Class B Shares of EUR 100.00)

Charges None: The Company is totally unencumbered

We hereby certify that the above information is true and correct and verify that since the incorporation of the Company, it remains in goodstanding as at the present date. It has not been struck off the register and is not in the process of being wound up.

For and on behalf of Sovereign Managers Limited
Director to the Company

Diane Dentith
Director

SOVEREIGN TRUST (ISLE OF MAN) LIMITED
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man, IM1 2AL
Tel: +44 1624 699 800 Fax: +44 1624 699 801 iom@SovereignGroup.com www.SovereignGroup.com

CERTIFICATE OF INCUMBENCY

As at 24 May 2016

Name of Company	Sovereign Managers Limited
Incorporated	1st November 2006, Isle of Man
Incorporation Number	000022V
Registered Office Address	Sovereign House 14-16 Nelson Street, Douglas Isle of Man IM1 2AL
Registered Agent	Sovereign Trust (Isle of Man) Limited Sovereign House 14-16 Nelson Street, Douglas Isle of Man IM1 2AL
Directors	Diane Dentith John Philip Dentith Gill Graham
Authorised signatories	Diane Dentith John Philip Dentith Gill Graham Sandra Elizabeth Grice Kerry Ann Scholes
Issued capital	1 Ordinary Share of GBP 1.00
Shareholders	Sovereign Trust (Isle of Man) Limited Sovereign House 14-16 Nelson Street Douglas Isle of Man IM1 2AL
Charges	None: The Company is totally unencumbered

We hereby certify that the above information is true and correct and verify that since the incorporation of the company, it remains in goodstanding as at the present date. It has not been struck off the register and is not in the process of being wound up.

For and on behalf of Sovereign Trust (Isle of Man) Limited
Registered Agent to the Company

Diane Dentith
Director

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 1 pages, is a true and faithful copy of the original.

Date: 24/05/2016
Signature:
Name: STEVEN UNDERWOOD
Position: LEGAL CONSULTANT
Company: Sovereign Trust (Isle of Man) Limited
Sovereign House
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RegisterAnAircraft.com
Tel: +350 200 76173
rana@SovereignGroup.com

RegisterAYacht.com
Tel: +350 200 51870
ray@SovereignGroup.com

Sovereign Accounting Services (Gibraltar) Limited
Tel: +350 200 42669
sasgib@SovereignGroup.com

Sovereign Asset Management Limited
Tel: +350 200 41054
sam@SovereignGroup.com

Sovereign Insurance Services Limited
Tel: +350 200 52908
sis@SovereignGroup.com

GUERNSEY
Tel: +44 1481 729 965
ci@SovereignGroup.com

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iom@SovereignGroup.com

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ml@SovereignGroup.com

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mu@SovereignGroup.com

THE NETHERLANDS
Tel: +31 20 428 1630
nl@SovereignGroup.com

PORTUGAL
Tel: +351 282 340 480
port@SovereignGroup.com

SEYCHELLES
Tel: +248 4321 000
sc@SovereignGroup.com

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Tel: +65 6222 3209
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Tel: +27 21 418 2170
sact@SovereignGroup.com

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Tel: +27 11 305 7480
sajb@SovereignGroup.com

SWITZERLAND
Tel: +41 21 971 1485
ch@SovereignGroup.com

TURKS & CAICOS ISLANDS
Tel: +1 649 946 2050
tci@SovereignGroup.com

UNITED KINGDOM
Tel: +44 20 7389 0555
uk@SovereignGroup.com

Directors
[illegible]

Company registered in the Isle of Man
Registration No. [illegible]

Licensed by the Isle of Man Financial Services Authority [illegible]

SOVEREIGN TRUST (ISLE OF MAN) LIMITED
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man, IM1 2AL
Tel: +44 1624 699 800 Fax: +44 1624 699 801 iom@SovereignGroup.com www.SovereignGroup.com

CERTIFICATE OF INCUMBENCY

As at 24 May 2016

Name of Company	Sovereign Directors Ltd
Incorporated	14th November 2012, Isle of Man
Incorporation Number	008993V
Registered Office Address	Sovereign House 14-16 Nelson Street, Douglas Isle of Man IM1 2AL
Registered Agent	Sovereign Trust (Isle of Man) Limited Sovereign House 14-16 Nelson Street, Douglas Isle of Man IM1 2AL
Directors	Diane Dentith John Philip Dentith Gill Graham
Authorised signatories	Diane Dentith John Philip Dentith Gill Graham Sandra Elizabeth Grice Kerry Ann Scholes
Issued capital	1 Ordinary Share of GBP 1.00
Shareholders	Sovereign Trust (Isle of Man) Limited Sovereign House 14-16 Nelson Street Douglas Isle of Man IM1 2AL
Charges	None: The Company is totally unencumbered

We hereby certify that the above information is true and correct and verify that since the incorporation of the company, it remains in goodstanding as at the present date. It has not been struck off the register and is not in the process of being wound up.

For and on behalf of Sovereign Trust (Isle of Man) Limited
Registered Agent to the Company

Diane ~~Dentith~~
Director

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 1 pages, is a true and faithful copy of the original.

Date: 24/05/2016
Signature:
Name: STEVEN UNDERWOOD
Position: LEGAL CONSULTANT
Company: Sovereign Trust (Isle of Man) Limited
~~Sovereign House~~
14-16 Nelson Street
Douglas, Isle of Man
IM1 2AL

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bh@SovereignGroup.com

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Tel: +350 200 76173
rana@SovereignGroup.com

RegisterAYacht.com
Tel: +350 200 51870
ray@SovereignGroup.com

Sovereign Accounting Services (Gibraltar) Limited
Tel: +350 200 48669
sasg@SovereignGroup.com

Sovereign Asset Management Limited
Tel: +350 200 41054
sam@SovereignGroup.com

Sovereign Insurance Services Limited
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sis@SovereignGroup.com

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ch@SovereignGroup.com

TURKS & CAICOS ISLANDS
Tel: +1 649 946 2050
tci@SovereignGroup.com

UNITED KINGDOM
Tel: +44 20 7389 0555
uk@SovereignGroup.com

Directors
D Dentith FCIS
J P Dentith
G Graham
B D Stetten FCIS

Company registered in the Isle of Man
Registration No. [illegible]

Licensed by the Isle of Man Financial Services Authority as a Corporate Service Provider (Licence No. [illegible]) and as a Trust Service Provider (Licence No. [illegible])

Apostil

(Haška konvencija od 5. oktobra 1961)

1. Zemlja: Ostrvo Man

Ovaj javni dokument je

2. potpisan od strane PETER JOUGHIN CANNELL

3. koja obavlja funkciju JAVNOG NOTARA

4. ima pečat / štambilj

Ovjereno

5. u Douglasu 6. 26. maj 2016.

7. od strane njegove ekselencije zamjenika guvernera Ostrva Man

8. Broj 093126

9. Pečat 10. Potpis

Lynn Kosh
Zamjenik glavnog voditelja registra
(potpisano)
....
Za njegovu ekselenciju zamjenika guvernera

Ostrvo Man je teritorija unutrašnje samouprave koja zavisi od britanske krune. Ono nije dio Ujedinjenog Kraljevstva ali je Ujedinjeno Kraljevstvo odgovorno za njegove međunarodne odnose.

Ako se ovaj dokument koristi u zemlji koja nije potpisnica Haške konvencije od 5. oktobra 1961, treba ga pokazati konzularnom odjeljenju misije koja predstavlja tu zemlju.

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

UVJERENJE NOTARA

JA, PETER JOUGHIN CANNELL, JAVNI NOTAR, na adresi 30 Ridgeway Street, Douglas, Ostrvo Man IM1 1EL ovim potvrđujem da dokumenti u prilogu imaju potpis osobe po imenu STEVEN UNDERWOOD koji mi je poznat.

Douglas, 26. maja 2016.

(potpisano)

PETER JOUGHIN CANNELL
JAVNI NOTAR

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

TERITORIJA BRITANSKIH DJEVIČANSKIH OSTRVA
ZAKON O POSLOVNIM KOMPANIJAMA BRITANSKIH DJEVIČANSKIH OSTRVA 2004

POTVRDA O OSNIVANJU
(ČLAN 7)

Voditelj Registra kompanija Britanskih Djevičanskih Ostrva OVIM POTVRĐUJE da su, shodno Zakonu o Poslovnim kompanijama Britanskih Djevičanskih Ostrva 2004, ispunjeni svi zahtjevi ovog Zakona u pogledu osnivanja,

Anchorman Kavac Limited

BROJ KOMPANIJE NA BRITANSKIM DJEVIČANSKIM OSTRVIMA: 1684052

je osnovana na Britanskim Djevičanskim Ostrvima kao Poslovna Kompanija Britanskih Djevičanskih Ostrva, 05. decembra 2011.

(potpisano)
VODITELJ REGISTRA KOMPANIJA
05. decembra 2011.

Pečat: Voditelj registra
korporativnih poslova
FSC Provizija za finansijske usluge BDO

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK * BUDVA * PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović

Nakon pregleda originala i ovog dokumenta,
ovim potvrđujem da je ovaj dokument koji se
sastoji od 1 strane vjerna kopija originala.
Datum: 24. 05. 2016.
Potpis: potpisano
Ime: STEVEN UNDERWOOD
Funkcija: Pravni konsultant
Kompanija: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street,
Douglas, Isle of Man IM1 2AL

TERITORIJA BRITANSKIH DJEVIČANSKIH OSTRVA
ZAKON O POSLOVNIM KOMPANIJAMA BDO 2004

UVJERENJE O BONITETU
(ČLAN 235)

VODITELJ REGISTRA KORPORATIVNIH POSLOVA za Britanska Djevičanska Ostrva OVIM POTVRĐUJE da u skladu sa Zakonom o poslovnim kompanijama BDO 2004 na dan izdavanja ovog uvjerenja, kompanija

Anchorman Kavac Limited

BROJ KOMPANIJE NA BDO: **1684052**

1. Se nalazi u Registru kompanija;
2. Platila je sve takse i kazne koje su dospjele po zakonu;
3. Nije pokrenula nikakve ugovore o pripajanju ili konsolidaciji koji nijesu postali valjani;
4. Nije pokrenula nikakve ugovore koji još nijesu postali valjani;
5. Nije u dobrovoljnoj likvidaciji;
6. Nije u procesu likvidacije u skladu sa Zakonom o stečaju 2003;
7. Nije pod stečajnom upravom u skladu sa Zakonom o stečaju 2003;
8. Nije pod upravnim stečajem; i
9. Postupak da se izbriše ime kompanije iz Registra kompanija nije pokrenut.

Nakon pregleda originala i ovog dokumenta,
ovim potvrdujem da je ovaj dokument koji se
sastoji od 1 strane vjerna kopija originala.
Datum: 24. 05. 2016.
Potpis: potpisano
Ime: STEVEN UNDERWOOD
Funkcija: Pravni konsultant
Kompanija: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street,
Douglas, Isle of Man IM1 2AL

Logo:
Voditelj registra korporativnih poslova (potpisano)
Komisija za finansijske usluge **VODITELJ REGISTRA KORPORATIVNIH POSLOVA**
09. maj 2016.

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

Sovereign Managers Limited
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iom@SovereignGroup.com www.SovereignGroup.com

UVJERENJE O OVLAŠTENJIMA

24. maj 2016.

Ime kompanije	**Anchorman Kavac Limited** („Kompanija“)
Osnovana	05. decembra 2011, Britanska Djevičanska Ostrva
Broj osnivanja	1684052
Adresa sjedišta	Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, Britanska Djevičanska Ostrva
Registrovani zastupnik	Sovereign Corporate (BVI) Limited Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, Britanska Djevičanska Ostrva
Direktori	Sovereign Directors Limited Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL Sovereign Managers Limited Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Emitovani kapital	500 običnih dionica od 1,00 EUR 14.500 dionica klase B od 100,00 EUR
Dioničari Nakon pregleda originala i ovog dokumenta, ovim potvrđujem da je ovaj dokument koji se sastoji od 1 strane vjerna kopija originala. Datum: 24. 05. 2016. Potpis: potpisano Ime: STEVEN UNDERWOOD Funkcija: Pravni konsultant Kompanija: Sovereign Trust (Isle of Man) Limited Sovereign House 14-16 Nelson Street,	Anchorman Holdings Inc Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, Britanska Djevičanska Ostrva (500 običnih dionica od 1,00 EUR) Ashridge 1 Limited ORBS Unit 2, Mortson House Princes Court Nantwich Cheshire CW5 6GD (1.250 dionica klase B od 100,00 EUR)

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK * PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE * BUDVA
Branislav Pantović

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Tel: +44(0)1624 699807 Fax: +44(0)1624 699801
iom@SovereignGroup.com www.SovereignGroup.com

	David Lyndon Barraclough i Sally Irene Barraclough kao korporativni povjerenici penzione sheme za direktore Toiletry Sales Limited DC3 Pen Limited SSAS Unit 2, Mortson House Princes Court Nantwich Cheshire CW5 6GD (250 dionica klase B od 100,00 EUR) Stewart Kelvin & June Patricia Hughes 3 Hardy Close, Barton Under Needwwod Burton Upon Trent Staffordshire DE13 8HG UK (500 dionica klase B od 100,00 EUR) Remkis Investment Limited Glen Falls, Birch Tree Lane Newcastle, Ujedninjeno Kraljevstvo ST5 5HE (10.000 dionica klase B od 100,00 EUR) William James Toner i Tax Wealth Trustees LLP kao povjerilac WJT Limited ORBS Trusta Unit 2, Mortson House Princes Court Nantwich Cheshire CW5 6GD (1.000 dionica klase B od 100,00 EUR)
Tereti	Napomena: Kompanija nema nikakvih tereta

Ovim potvrđujemo da je gore navedena informacija tačna i potvrđujemo da od osnivanja kompanije, ona ima dobar poslovni ugled do današnjeg dana. Nije izbrisana iz registra i nije u procesu likvidacije.

Za i u ime Sovereign Managers Limited
Direktor Kompanije
(potpisano)
Diane Dentith
Direktor

Registrovano na Ostrvu Man pod registarskim brojem: 000022V
Direktori: D. Dentith FCIS & J.P. Dentith & G. Graham

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

Sovereign Trust (Isle of Man) Limited
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iom@SovereignGroup.com www.SovereignGroup.com

UVJERENJE O OVLAŠTENJIMA

24. maj 2016.

Ime kompanije	**Sovereign Managers Limited**
Osnovana	01. novembar 2006, Ostrvo Man
Broj osnivanja	000022V
Adresa sjedišta	Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Registrovani zastupnik	Soverign Trust (Isle of Man) Limited Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Direktori	Diane Dentith John Philip Dentith Gill Graham
Ovlašteni potpisnici	Diane Dentith John Philip Dentith Gill Graham Sandra Elizabeth Grice Kerry Ann Scholes
Emitovani kapital	1 obična dionica od 1,00 GBP
Dioničari	Sovereign Trust (Isle of Man) Limited Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Tereti	Napomena: Kompanija nema nikakvih tereta.

Ovim potvrđujemo da je gore navedena informacija tačna i potvrđujemo da od osnivanja kompanije, ona ima dobar poslovni ugled do današnjeg dana. Nije izbrisana iz registra i nije u procesu likvidacije.

Za i u ime Sovereign Trust (Isle of Man) Limited
registrovanog zastupnika Kompanije
(potpisano)
Diane Dentith
Direktor

Nakon pregleda originala i ovog dokumenta,
ovim potvrđujem da je ovaj dokument koji se
sastoji od 1 strane vjerna kopija originala.
Datum: 24. 05. 2016.
Potpis: potpisano
Ime: STEVEN UNDERWOOD
Funkcija: Pravni konsultant
Kompanija: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street,
Douglas, Isle of Man IM1 2AL

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

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UVJERENJE O OVLAŠTENJIMA

24. maj 2016.

Ime kompanije	**Sovereign Directors Limited**
Osnovana	14. novembar 2012, Ostrvo Man
Broj osnivanja	008993V
Adresa sjedišta	Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Registrovani zastupnik	Sovereign Trust (Isle of Man) Limited Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Direktori	Diane Dentith John Philip Dentith Gill Graham
Ovlašteni potpisnici	Diane Dentith John Philip Dentith Gill Graham Sandra Elizabeth Grice Kerry Ann Scholes
Emitovani kapital	1 obična dionica od 1,00 GBP
Dioničari	Sovereign Trust (Isle of Man) Limited Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Tereti	Napomena. Kompanija nema nikakvih tereta.

Ovim potvrđujemo da je gore navedena informacija tačna i potvrđujemo da od osnivanja kompanije, ona ima dobar poslovni ugled do današnjeg dana. Nije izbrisana iz registra i nije u procesu likvidacije.

Za i u ime Sovereign Trust (Isle of Man) Limited
registrovanog zastupnika Kompanije
(potpisano)
Diane Dentith
Direktor

Nakon pregleda originala i ovog dokumenta, ovim potvrđujem da je ovaj dokument koji se sastoji od 1 strane vjerna kopija originala.
Datum: 24. 05. 2016.
Potpis: potpisano
Ime: STEVEN UNDERWOOD
Funkcija: Pravni konsultant
Kompanija: Sovereign Trust (Isle of Man) Limited
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Douglas, Isle of Man IM1 2AL

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

Ja, Branislav Pantović,
I, Branislav Pantović,

Stalni sudski tumač
Permanent Court Interpreter

Za ______________ **engleski** ______________ **jezik**
For ______________ **English** ______________ **language**

Postavljen rješenjem ministra pravde
br. 03-6500/06 **od** 05.07.2007.
Appointed by the Resolution of the Ministry of Justice No. 03-6500/06 of July 05th, 2007.

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U Budvi ______ dana ____22.06.2016____

Potpis
Signature

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

Notar
Kovačević Irena

MEMORANDUM & ARTICLES OF ASSOCIATION

OF

ANCHORMAN KAVAC LIMITED

A COMPANY INCORPORATED UNDER THE LAWS OF
THE BRITISH VIRGIN ISLANDS

Incorporation number: 1684052 Date: 05/12/2011

SOVEREIGN

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Notarska

TERRITORY OF THE BRITISH VIRGIN ISLANDS
THE BVI BUSINESS COMPANIES ACT 2004 (the 'Act')
PRIVATE COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
Anchorman Kavac Limited

1. Name.

The name of the Company is **Anchorman Kavac Limited**.

2. Incorporation.

The Company is incorporated as a company limited by shares.

3. Registered Office.

The first registered office of the Company shall be situated at **Mill Mall, Suite 6, Wickhams Cay 1, P.O. Box 3085, Road Town, Tortola, British Virgin Islands.**

4. Registered Agent.

The first Registered Agent of the Company shall be **SOVEREIGN CORPORATE (BVI) LIMITED of Mill Mall, Suite 6, Wickhams Cay 1, P.O. Box 3085, Road Town, Tortola, British Virgin Islands.**

5. General Objects and Powers.

(1) The object of the Company is to engage in any act or activity that is not prohibited under the Act or any other law for the time being in force in the British Virgin Islands.

(2) The Company shall have all such powers as are permitted by law for the time being in force in the British Virgin Islands, irrespective of corporate benefit, to perform all acts and engage in all activities which are necessary or conducive to the conduct, promotion or attainment of the objects of the Company.

(3) The Company shall have all powers to settle its assets or property or any part thereof in trust or transfer the same to any other company whether for the protection of its assets or not.

(4) The directors may by resolution of directors exercise all the powers of the Company to borrow money and to mortgage or charge its undertakings and Property, or any part thereof, to issue debenture stock and other securities whenever money is borrowed or as security for any debt, liability or obligation of the Company or of any third party.

6. Limitation of Liability.

The liability of the members is limited.

7. Limitations on Power.

The Company has no power to:-

(1) carry on business with persons resident in the British Virgin Islands;

(2) own an interest in real property situate in the British Virgin Islands, other than a lease referred to in paragraph (5) of clause 8 of this Memorandum of Association;

(3) carry on banking or trust business, unless it is licensed under the Banks and Trust Companies Act 1990;

(4) carry on business as an insurance or a reinsurance company, insurance agent or insurance broker, unless it is licensed under an enactment authorising it to carry on that business;

(5) carry on business of company management unless it is licensed under the Company Management Act 1990; or

(6) carry on the business of providing the registered office or the registered agent for companies incorporated in the British Virgin Islands.

8. Exceptions to Limitations.

For the purposes of paragraph (1) of clause 7 of this Memorandum of Association the company shall not be treated as carrying on business with persons resident in the British Virgin Islands by reason only that:-

(1) it makes or maintains deposits with a person carrying on banking business within the British Virgin Islands;

(2) it makes or maintains professional contact with solicitors, barristers, accountants, bookkeepers, trust companies, administration companies, investment advisers or other similar persons carrying on business within the British Virgin Islands;

(3) it prepares or maintains books and records within the British Virgin Islands;

(4) it holds, within the British Virgin Islands, meetings of its directors or members;

(5) it holds a lease of property for use as an office from which to communicate with members or where books and records of the Company are prepared or maintained;

(6) it holds shares, debt obligations or other securities in a company incorporated under the Act or under the Companies Act;

(7) Its shares, debt obligations or other securities in the Company are owned by any person resident in the British Virgin Islands or by any company incorporated under the Act or under the Companies Act.

9. Shares.

(1) Shares shall be issued in the Euro currency.

(2) The Company shall be authorized to issue a maximum of 25,000 shares.

(3) The shares shall be divided into such number of classes and series as the directors shall by resolution from time to time determine and shall initially comprise two classes of shares namely (i) 500 Class A Shares of €1.00 each and (ii) 20,000 Class B Shares of €100.00 each. The Class A shareholders shall have the right to vote at meetings of the Company. The Class B shareholders shall not have the right to vote at meetings of the Company but shall be entitled the Profits of the Company winding up until they have received a return of 50% (Fifty Percent) of the par value of their shares. Any remaining profits of the company following the payment to Class B Shareholders of 50% (Fifty Percent) of the pare value of their shares shall then be divided between Class A and Class B Shareholders, with Class A Shareholders entitled to receive 60% (Sixty Percent) and the Class B Shareholders entitled to receive 40% (Forty Percent) of the remaining profits.

(4) The directors shall not issue any dividends prior to the winding up of the company.

(5) The directors shall by resolution have the power to issue any class or series of shares that the Company is authorized to issue, originally or as increased, with or subject to any designations, powers, preferences, rights, qualifications, limitations and restrictions, subject to Paragraph 11 clause (1).

(6) The Company shall not be authorized to issue bearer shares, convert registered shares to bearer shares, or exchange registered shares for bearer shares.

10. Private Company.

The Company is a private company and accordingly:-

(1) the Company is prohibited from making any offer of shares to the public and may not be registered on any stock exchange or quoted publicly anywhere in the world; and

(2) the Company may not have more than 50 members.

11. Amendment of Memorandum and Articles of Association.

The Company may by resolution of the members or by a resolution of directors amend this Memorandum of Association and the Articles of Association of the Company.

(1) Amendments to this Memorandum of Association and to the Articles of Association may include changing the name of the Company; and increasing or decreasing the number of shares which the Company is authorised to issue, subject to Paragraph 9 clause (5).

(2) No amendment may be made by a Resolution of Directors:

(i) to restrict the rights or powers of members to amend the Memorandum of Association or the Articles of Association;

(ii) to change the percentage of members required to pass a resolution of members to amend the Memorandum of Association or Articles of Association;

(iii) to prohibit members from amending the Memorandum of Association or Articles of Association; or

(3) Where a resolution is passed to amend the Memorandum or Articles of Association, the Company shall file for registration with the Registrar of Corporate Affairs:

(i) a notice of amendment in the approved form; or
(ii) a restated Memorandum or Articles of Association incorporating the amendment made.

We, SOVEREIGN CORPORATE (BVI) LIMITED, Mill Mall, Suite 6, Wickhams Cay 1, P.O. Box, 3085, Road Town, Tortola, British Virgin Islands for the purpose of incorporating a BVI Business Company under the laws of the British Virgin Islands hereby sign this **Memorandum of Association the <u>5th day</u> of <u>December , 2011</u>.**

Incorporator

Brenda-Lee Winchester-Charlemagne
(Authorised Signatory)
SOVEREIGN CORPORATE (BVI) LIMITED
Mill Mall, Suite 6,
Wickhams Cay 1,
P.O. Box 3085,
Road Town, Tortola,
British Virgin Islands.

TERRITORY OF THE BRITISH VIRGIN ISLANDS

THE BVI BUSINESS COMPANIES ACT 2004

PRIVATE COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

OF

Anchorman Kavac Limited

These Articles shall constitute the regulations ("the Regulations") of the Company.

1. Interpretation.

In these Regulations unless there be something in the subject or context inconsistent therewith –

"the Act" means the BVI Business Companies Act 2004 or any statutory modification thereto;

"Auditor" means the person for the time being performing the duties of auditor of the company and includes any individual or partnership;

"the Company" means the Company for which these Regulations are approved and confirmed;

"Debenture" means debenture stock, mortgages, bonds and any other such securities of the Company whether constituting a charge on the assets of the Company or not;

"Directors" means the directors for the time being of the Company;

"Member" means the person or corporation or body corporate or partnership registered in the Register as the holder of shares in the Company and, when two or more persons are so registered as joint holders of shares, means the person whose name stands first in the Register as one of such holders;

"Month" means calendar month;

"Notice" means written notice unless otherwise specifically stated;

"Paid-up" means paid up and credited as paid-up;

"Register" means the register of members to be kept pursuant to the Act;

"**Registered Office**" means the registered office for the time being of the Company;

"**Resolution of Directors**" means (a) a resolution approved at a duly constituted meeting of directors of the Company or of a committee of directors of the Company by the affirmative vote of a simple majority or such larger majority as may be specified in these Regulations of the directors present at the meeting who voted and did not abstain; or (b) a resolution consented to in writing by a simple majority or such large majority as may be specified in these Regulations of all the Directors or of all the members of the committee of directors, as the case may be, except that where a director is given more than one vote, he shall be counted by the number of votes he casts for the purposes of establishing majorities;

"**Resolution of Members**" means

(a) a resolution approved at a duly constituted meeting of the members of the Company by the affirmative vote of -

(i) a simple majority, or such larger majority as may be specified in these Regulations, of the votes of the shareholders entitled to vote who were present at the meeting and who voted and did not abstain, or

(ii) a simple majority, or such larger majority as may be specified in these Regulations, of the votes of the shareholders of each class or series of shares who were present at the meeting and entitled to vote thereon as a class or series and who voted and did not abstain and of a simple majority as may be specified in these Regulations of the votes of the remaining shareholders entitled to vote thereon who were present at the meeting and who voted and did not abstain, or

(b) a resolution consented to in writing by -

(i) a simple majority, or such larger majority as may be specified in these Regulations, of the shareholders entitled to vote thereon, or

(ii) a simple majority, or such larger majority as may be specified in these Regulations, of the votes of the shareholders entitled to vote thereon as a class or series and of an absolute majority, or such larger majority as may be specified in these Regulations of the votes of the holders of the remaining shares entitled to vote thereon;

"**Seal**" means the common seal of the company;

"**Secretary**" means the person appointed to perform the duties of secretary of the Company and includes any assistant or acting secretary;

"**Shareholder**" means a holder of one or more shares in the Company;

"written and in writing" shall unless the contrary intention appears, be construed as including printing, lithography, photography, reproduction and other modes of representing words in a visible form;

Words importing the singular number only include the plural number, and vice versa;

Words importing the masculine gender only include the feminine gender;

Words importing persons include corporations.

2. The business of the Company may be commenced as soon after the incorporation of the Company as the Directors shall think fit and notwithstanding that only part of the shares may have been allotted.

3. The Directors may pay out of the capital or other monies of the Company, all expenses incurred in or about the formation and establishment of the Company including the expenses of registration.

4. The headings in these Articles of Association are for guidance purposes only and shall not affect their interpretation.

5. The Company is a private company and therefore:-

(1) the number of members of the Company shall not exceed 50 but where two or more persons hold one or more shares in the Company jointly they shall, for the purposes of this paragraph, be treated as a single member;

(2) any invitation to the public to subscribe for any shares or debentures or debenture stock of the Company is hereby prohibited;

(3) the right of transfer of shares shall be restricted as hereinafter provided.

6. Shares.

The shares shall be under the control of the Directors who, subject to Regulation 14 clause (2),
may allot or otherwise dispose of the same to such persons, on such terms and conditions, and at such times as the Directors think fit.

7.Certificates for Shares etc.

Save as herein otherwise provided, the Company shall be entitled to treat the registered holder of any share as the absolute owner thereof, and accordingly shall not, except as ordered by a court of competent jurisdiction, be bound to recognise any equitable or other claim to or interest in such share on the part of any other person.

8. Notice of Trust.

(1) No notice of a trust, whether expressed, implied or constructive, shall be entered in the register of members.

(2) Except as required by law, no person shall be recognized by the Company as holding any share upon any trust, and the Company shall not be bound by or be compelled in any way to recognize (even when having notice thereof) any equitable, contingent, future, or partial interest in any share or any interest in any fractional part of a share.

9. Transfer of Shares.

(1) The instrument of transfer shall be in any form approved by the Directors. The transferor shall be deemed to remain the holder of a share until the share transfer is approved by the Directors.

(2) The Directors may decline to register a transfer of any share without assigning any reason therefor; provided that if the Directors refuse to register a transfer they shall notify the transferee within two months of such refusal.

(3) The Directors may decline to recognise any instrument of transfer unless it is accompanied by the certificate of the shares to which it relates, and by such other evidence as the Directors may reasonably require to show the right of the transferor to make the transfer.

(4) Without prejudice to the generality of the above the joint holders of a share may transfer such share to any one or more of such joint holders, and the joint holders of two or more shares may transfer such shares or any or either of them to one or more of such joint holders, and the surviving holder or holders of any share or shares previously held by them jointly with a deceased Shareholder may transfer any such share to the executors or administrators of such deceased Shareholder.

10. Transmission of Shares.

(1) The personal representatives of a deceased registered Shareholder (not being one of several joint holders) shall be the only person or persons recognised by the Company as having any title to the shares registered in the name of such deceased Shareholder and in case of the death of any one or more of the joint registered holders of any registered share, the survivors shall be the only persons recognised by the Company as having any title to or interest in such shares.

(2) Any person becoming entitled to a share in consequence of the death or bankruptcyof a Shareholder shall, upon such evidence being produced as may from time to time be properly required by the Directors, have the right either to be registered as a Shareholder in respect of the share or, instead of

being registered himself, to make such transfer of the share as the deceased or bankrupt person could have made; but the Directors shall, in either case, have the same right to decline or suspend registration as they would have in the case of a transfer of the share by the deceased or bankrupt person before the death or bankruptcy.

11. Variation of Rights.

(1) If at any time share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may be varied with the unanimous consent in writing of all the Members of the Company.

(2) The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking *pari passu*, therewith.

12. Acquisition of own shares and redemption of shares.

(1) The directors may, in accordance with the Act, on behalf of the Company purchase, redeem, or otherwise acquire any of the Company's own shares for such consideration as they consider fit, and may either cancel or hold such shares as treasury shares.

(2) The directors may dispose of any shares held as treasury shares on such terms and conditions as they may from time to time determine. Shares may be purchased or otherwise acquired in exchange for newly issued shares in the Company.

(3) The directors may redeem any such share at a premium.

(4) Upon cancellation of a share, the amount included as capital of the Company with respect to that share shall be deducted from the capital of the Company.

13. Lien on Shares.

(1) The Company shall have a first and paramount lien and charge on all shares registered in the name of a Member (whether solely or jointly with others) for all debts, liabilities or engagements to or with the Company (whether presently payable or not) by such person or his estate, either alone or jointly with any other person, whether a Shareholder or not but the Directors may at any time declare any share to be wholly or in part exempt from the provisions of this Regulation. The registration of a transfer of any such share shall operate as a waiver of the Company's lien (if any) thereon. The Company's lien (if any) on a share shall extend to all dividends or other monies payable in respect thereof.

(2) The Company may sell, in such manner as the Directors think fit, any shares on which the Company has a lien, but no sale shall be made unless a sum in respect of which the lien exists is presently payable, nor until the expiration of fourteen days after notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder or holders for the time being of the share, or the person, of which the Company has notice, entitled thereto by reason of his death or bankruptcy.

(3) To give effect to any such sale the Directors may authorise some person to transfer the shares sold to the purchaser thereof. The purchaser shall be registered as the holder of the shares comprised in any such transfer, and he shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.

(4) The proceeds of such sale shall be received by the Company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable and the residue, if any, shall (subject to a like lien for sums not presently payable as existed upon the shares before the sale) be paid to the person entitled to the shares at the date of the sale.

14. Shares to be fully Paid-up.

(1) No share in the Company may be issued until the consideration in respect of the share is fully Paid-up and when issued the share is for all purposes Paid-up and non-assessable save that a share issued for a promissory note, against a signed Investment Agreement/ Contract/or other written obligation for payment of a debt may be issued subject to forfeiture in the manner prescribed in Regulations herein.

(2) Each share in the Company may be issued for money, services rendered, personal property (including other shares, debt obligations or other securities in the company), an estate in real property, a promissory note or other binding obligation to contribute money or property, or any combination thereof and for such amount as may be determined from time to time by the Directors save that shares with par value shall not be issued for an amount less than the par value. The decision of the Directors as to the value of the consideration received by the Company in respect of the issue shall, in the absence of fraud, be conclusive. A share issued by the Company upon conversion of, or in exchange for, another share or a debt obligation or other security in the Company, shall be treated for all purposes as having been issued for money equal to the consideration received or deemed to have been received by the Company in respect of the other share, debt obligation or security.

15. Forfeiture of Shares.

(1) If a Shareholder fails to make any payment required by the terms of a promissory note or other written binding obligation for payment of a debt the Directors may, at any time thereafter during such time as any part of the payment remains unpaid, give written notice specifying a date for payment to be made of the required payment together with any interest which may have accrued and all expenses or losses that have been incurred by the Company by reason of such non-payment.

(2) The written notice referred to in Regulation 15 shall specify a further date not earlier than the expiration of 14 days from the date of service of the notice on or before which the payment required by the notice is to be made and shall contain a statement that in the event of non-payment at or before the time named in the notice the shares, or any of them, in respect of which payment is not made will be liable to be forfeited.

(3) Where a notice has been issued under Regulation 15 and the requirements of the notice have not been complied with, the Directors may, at any time before tender of payment, by resolution of the Directors forfeit and cancel the shares to which the notice relates.

(4) The Company shall be under no obligation to refund any moneys to the Member whose shares have been cancelled pursuant to Regulation 15 clause (6) and that Member shall be discharged from any further obligation to the Company.

(5) A person whose shares have been forfeited shall cease to be a Shareholder in respect of the forfeited shares.

(6) A certificate in writing under the hand of one Director and the Secretary of a Company that a share in the Company has been duly forfeited on a date stated in the declaration shall be conclusive evidence of the fact therein stated as against all persons claiming to be entitled to the share.

(7) The provisions of these regulations as to forfeiture apply in the case of non-payment of any such sum which, by the terms of a promissory note or other written binding obligation for payment of a debt, becomes payable at a fixed time as if the same had been payable by virtue of a written notice duly served.

16. Borrowing Powers.

The Directors may exercise all the powers of the Company to borrow, raise or secure money and to mortgage or charge its undertaking, property and capital, and to issue debentures and other securities, whether outright or as collateral security for any debt, liability or obligation of the Company or of any third party.

17. General Meetings.

(1) The Directors may whenever they think fit, and they shall on the requisition of Members of the Company holding at the date of the deposit of the requisition not less than thirty percent of the rights to voting at general meetings of the Company, proceed to convene a general meeting of the Company.

(2) When such proportion of the total Members who are entitled to vote at meetings of the Company as could have carried all the resolutions at a meeting of the Company sign the minutes of an ordinary or extraordinary general meeting the same shall be deemed to have been duly held notwithstanding that the Members have not actually come together or that there may have been technical defects in the proceedings, and a resolution in writing in one or more parts signed by such proportion of the total Members who are entitled to vote at meetings of the Company as could have carried the resolution at a meeting of the Company shall be as valid and effectual as if it had been passed at a meeting of the Members duly called and constituted.

18. Notice of General Meetings.

(1) At least seven days' notice (exclusive of the day on which the notice is served or deemed to be served, but inclusive of the day for which notice is given) specifying the place, the day and the hour of meeting and, in case of special business, the general nature of that business shall be given in manner hereinafter provided, or in such other manner (if any) as may be prescribed by the Company in general meeting, to such persons as are, under the regulations of the Company, entitled to receive such notices from the Company; but with the consent of all the Members entitled to receive notice of some particular meeting, that meeting may be convened by such shorter notice and in such manner as those Members may think fit.

(2) The accidental omission to give notice of a general meeting to, or the non-receipt of notice of a meeting by any person entitled to receive notice shall not invalidate the proceedings of that meeting.

(3) Save as provided by Regulation 17 (2) no business shall be transacted at any general meeting unless a quorum of Members is present at the time when the meeting proceeds to business: save as herein otherwise provided, one or more Members present personally or by proxy representing the majority of the voting rights of the Company shall be a quorum.

(4) Save as provided by Regulation 17 (2) if within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of Members, shall be dissolved: in any other case it shall stand adjourned to the same day in the next week, at the same time and place, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the Members present shall be a quorum.

(5) Save as provided by Regulation 17 (2) the Chairman, if any, of the Board of Directors shall preside as Chairman at every general meeting of the Company or if there is no such Chairman, or if he shall not be present within fifteen minutes after the time appointed for the holding of the meeting, or is unwilling to act, the Directors present shall elect one of their number to be Chairman of the meeting. If there is only one director present and willing to act he shall be Chairman of the meeting and if there are no directors present, the Members present shall elect one of their number to be Chairman of the meeting.

(6) The Chairman may, with the consent of any general meeting duly constituted hereunder, and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a general meeting is adjourned for thirty days or more notice of the adjourned meeting shall be given as in the case of an original meeting; save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned general meeting.

(7) Save as provided by Regulation 17 (2) at any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is (before or on the declaration of the result of the show of hands) demanded by a Member or those Members together holding not less than fifteen per centum of the voting rights of the company, and, unless a poll is so demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book of the proceedings of the company, shall be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

(8) If a poll is demanded as aforesaid, it shall be taken in such manner and at such time and place as the Chairman of the meeting directs and either at once, or after an interval or adjournment, or otherwise, and the results of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The demand for a poll may be withdrawn. In case of any dispute as to the admission or rejection of a vote, the Chairman shall determine the same, and such determination made in good faith shall be final and conclusive.

19. Votes of Members.

(1) Subject to any rights or restrictions for the time being attached to any class of membership, on a show of hands every Member present in person at a general meeting shall have one vote.

(2) Votes may be given either personally or by proxy.

(3) In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders; and for this purpose seniority shall be determined by the order in which the names stand in the register of Members.

(4) A Member of unsound mind, or in respect of whom an order has been made by any court, having jurisdiction in lunacy, may vote, whether on a show of hands on a poll, by his committee, receiver or legal representative, or other person in the nature of a committee, receiver or legal representative appointed by that court, and any such committee, receiver, legal representative or other person may on a poll, vote by proxy.

(5) No Member shall be entitled to vote at any general meeting unless he is registered as a Member of the Company on the date of such meeting nor unless all sums presently payable by him to the Company have been paid.

(6) No objection shall be raised to the qualification of any voter except at the general meeting or adjourned general meeting at which the vote objected to is given or tendered and every vote not disallowed at such general meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the Chairman of the general meeting whose decision shall be final and conclusive.

20. Proxies.

(1) The instrument appointing a proxy shall be in writing and shall be executed under the hand of the appointer or of his attorney duly authorised in writing, or if the appointer is a corporation, either under seal, or under the hand of an officer or attorney duly authorised in that behalf. A proxy need not be a Member of the Company.

(2) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, shall be deposited at the Registered Office of the Company or at such other place as is specified for that purpose in the notice convening the general meeting not less than two hours before the time for holding the meeting, or adjourned meeting.

(3) The instrument appointing a proxy may be in any usual or common form and may be expressed to be for a particular meeting or any adjournment thereof or generally until revoked. An instrument appointing a proxy shall be deemed to include the power to demand or join or concur in demanding a poll.

(4) A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the proxy was executed or the transfer of membership rights in respect of which the proxy is given provided that no intimation in writing of such death, insanity, revocation or transfer as aforesaid shall have been received by the Company at the office before commencement of the general meeting, or adjourned general meeting, at which it is sought to use the proxy.

(i) Any corporation which is a Member of the Company may in accordance with its Articles or in the absence of such provisions by resolution of its Directors or other governing body authorise such person as it thinks fit to act as it representative at any meeting of the company or of any class of Members of the Company, and the person so authorised shall be entitled to exercise the same power on behalf of the corporation which he represents as the corporation could exercise if it were an individual Member of the Company.

(ii) A resolution which has been notified to all members for the time being entitled to vote and which has been approved by a majority of the votes of those members in the form of one or more documents in writing by telex, telegram, cable or other written electronic communication shall without the need for any notice, become effectual as the dates thereof as a resolution of the members.

(iii) If the Company shall have only one member the provisions herein contained for a meeting of the members shall not apply but such member shall have full power to represent and act for the company in all matters as are by the Act or the Memorandum or these Regulations required to be exercised by the members of the Company and in lieu of minutes of meeting shall record in writing and sign a note or memorandum of all matters requiring a resolution of members. Such note or memorandum shall constitute sufficient evidence of such resolution for all purposes.

21. Directors.

(1) The business of the Company shall be managed and conducted by a board of Directors consisting of not less than one individual or corporation who shall hold office until their successors are elected or appointed and the Directors may meet for the transaction of business, adjourn and otherwise regulate their Meetings as they see fit.

(2) The first Directors of the Company shall be appointed by the registered agent. The minimum number of Directors shall be one (1) and the maximum number shall be seven (7)

(3) The Directors may appoint additional persons or bodies corporate to the board of Directors as they see fit.

(4) The Company may by Resolution of Directors or members remove any Director before the expiration of his period of office and may by Resolution of Directors or Members appoint any person to the office of Director.

(5) A meeting of the Directors may be convened by the Secretary or by any Director. The Secretary shall convene a Meeting of the Directors of which notice may be given by telephone or otherwise whenever he shall be required so to do by any Director.

(6) The members of the board of Directors may participate in a meeting by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time.

(7) Participation by such means shall constitute presence in person at a meeting.

(8) A Resolution in writing signed by a majority of the Directors for the time being entitled to receive notice of a meeting of the Directors shall be as valid and as affective as a Resolution passed at a meeting of the Directors duly convened and held. For the purpose of this Regulation, a Resolution signed by a duly appointed representative of a corporate Director shall be deemed to be signed by that corporate Director. The signature of any Director may be given by his alternate. Any such Resolution may be contained in one document or separate copies prepared and/or circulated for the purpose and signed by one or more of the Directors.

(9) Provided that there shall be more than one (1) director, the quorum necessary for the transaction of the business of the Directors may be fixed by the Directors, and unless so fixed shall be a majority. If the Company shall have only one director, the provisions herein contained for a meeting of the directors shall not apply but such director shall have full power to represent and act for the Company in all matters as are by the Act or the Memorandum or these Regulations required to be exercised by the Directors of the Company and in lieu of minutes of a meeting shall record in writing and sign a note or memorandum of all matters requiring a resolution of directors. Such a note or memorandum shall constitute sufficient evidence of such resolution for all purposes.

(10) Any Director, or his firm, partner or company may act in a professional capacity for the Company, and he shall be entitled to remuneration for professional services as if he were not a Director; provided that nothing herein contained shall authorise a Director or his firm to act as auditor of the company.

(11) Subject to Regulation 64, the Directors may delegate any of their powers to a committee consisting of one or more directors. Every such committee shall hold such powers as the Directors may decide and shall conform to such directions as the Directors shall impose upon them. Additional members of the committee may be appointed by the Directors and any member of the committee may be removed or suspended from office by the Directors at any time.

(12) The Directors shall have no power to delegate the following powers to a committee:

(i) to amend the Memorandum and Articles of Association;

(ii) to designate committees;

(iii) to designate powers to a committee;

(iv) to appoint Directors;

(v) to appoint an agent;

(vi) to approve a merger, consolidation or arrangement;

(vii) to make a declaration of solvency or approve a liquidation plan.

22. Alternate Directors.

Any Director may at any time appoint any other Director or any other person approved by the Directors to be an Alternate Director of the Company, and may at any time remove any Alternate Director so appointed by him. An Alternate Director so appointed shall not be entitled to receive any remuneration from the company, nor be required to hold any qualification but shall otherwise be subject to the provisions of these presents with regard to Directors. An Alternate Director shall (subject to his giving to the company an address in the Islands at which notices may be served upon him) be entitled to receive notice of all meetings of the board and to attend and vote as Director at any such meeting at which the Director appointing him is not personally present and where he is a Director to have a separate vote at meetings of Directors on behalf of each Director he represents in addition to his own vote and generally shall be entitled to perform all the functions of his appointer as a Director in the absence of such appointer. An Alternate Director shall *ipso facto* cease to be an Alternate Director, provided that if any Director retires but is re-elected by the meeting at which such retirement took effect any appointment made by him pursuant to this regulation which was in force immediately prior to his retirement shall continue to operate after his re-election as if he had not so retired. All appointments and removals of Alternate Directors shall be effected by writing under the hand of the Director making or revoking such appointment left at the Registered Office.

23. Powers and Duties of Directors.

(1) The business of the Company shall be managed by the Directors who may exercise all such powers of the Company as are not, by the Act or these regulations, required to be exercised by the Company in general meeting, subject, nevertheless, to any regulations, being not inconsistent with the aforesaid regulations or provisions as may be prescribed by the Company in general meeting but no regulation made by the Company in general meeting shall invalidate any prior act of the Directors which would have been valid if that regulation had not been made.

(2) The Directors may from time to time and at any time by power of attorney appoint any company, firm, person or body of persons, whether nominated directly or indirectly by the Directors, to be the attorney or attorneys of the Company for such purpose and with such powers, authorities and discretions (not exceeding those vested in or exercisable by the Directors under these regulations) and for such period and subject to such conditions as they may think fit, and any such powers of attorney may contain such provisions for the protection and convenience of persons dealing with any such attorney as the Directors may think fit and may also authorise any such attorney as the Directors may think fit to delegate all or any of the powers, authorities and discretions vested in him.

(3) The Directors may from time to time appoint one or more of their body to the office of Managing Director or manager for such terms and at such remuneration (whether by way of salary or commission or participation in

profits, or partly in one way and partly in another) as they may think fit but his appointment shall be subject to determination *ipso facto* if he ceases from any cause to be a Director, or if the Company in general meeting resolves that his tenure of the office of Managing Director or manager be determined.

(4) All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments and all receipts for monies paid to the Company shall be signed, drawn, accepted, endorsed or otherwise executed as the case may be in such manner as the Directors shall from time to time by resolution determine.

(i) The Directors shall cause minutes to be made in books provided for the purpose–

a. of all appointments of officers made by the Directors;

b. of the names of the Directors present at each meeting of the Directors;

c. of all resolutions and proceedings at all meetings of the Company, and of the Directors and of committees of Directors; provided that any minutes of such meetings if purporting to be signed by the Chairman thereof or by the Chairman of the next succeeding meeting, shall be sufficient evidence of the proceedings without any further proof of the facts therein stated.

d. The Company shall duly comply with the provisions of the Act in regard to keeping a Register of Directors and Officers at its Registered Office and in regard to the filing with the Registrar General of The British Virgin Islands a copy of the Register of Directors and Officers and any amendments thereto in accordance with the said provisions.

24. Vacation of Office of a Director.

(1) The office of a Director shall be vacated:

(2) if he gives notice in writing to the Company that he resigns the office of Director;

(3) if he absents himself (without being represented by proxy or an Alternate Director appointed by him) from three consecutive meetings of the Board of Directors without special leave of absence from the Directors, and they pass a resolution that he has by reason of such absence vacated office;

(4) if he dies, becomes bankrupt or makes any arrangement or composition with his creditors generally; if he is found a lunatic or becomes of unsound mind;

(5) if he is removed from office in accordance with Regulation 21.

25. Officers.

(1) The officers of the Company shall consist of a Secretary and such additional officers as the Directors shall from time to time determine.

(2) The Secretary and additional officers, if any, shall be appointed or elected by the Directors and shall hold office during the pleasure of the Directors and shall have such powers and responsibilities as the Directors shall from time to time determine.

26 Seal.

The Seal shall only be used by the authority of the Directors, or a Committee authorised by the Directors in that behalf and every instrument to which the Seal has been affixed shall be signed by one person who shall be either a Director, or a member of the Committee or person authorised by the Directors in that behalf and countersigned by another person who shall be either the Secretary or another Director or some person appointed by the Directors or the Committee authorised by the Directors in that behalf for the purpose: Provided that the Company may have for use in any territory district or place not in the Islands an official seal which shall be a facsimile of a common seal of the company, Provided further that a Director, Secretary or other officer may affix the Seal of the Company over his signature alone to any document of the Company required to be authenticated by him under seal.

27. Authentication of Deeds and Documents.

All deeds executed on behalf of the Company may be in such form and contain such powers, provisos, conditions, covenants, clauses and agreements as the Directors, or the Company in general meeting shall think fit, and, in addition to being sealed with the seal, shall be signed by either a Director or a member of the Committee authorised by the Directors in that behalf or such other person as the Directors or the Committee authorised by the Directors in that behalf or the Company in general meeting shall from time to time appoint, and countersigned by the Secretary or an Assistant Secretary or such other person as the Directors or the Committee authorised by the Directors in that behalf or the Company in general meeting shall from time to time appoint.

28. Indemnity.

(1) The Company may indemnify against all expenses, including legal fees, and against all judgments, fines and amounts paid in settlement and reasonably incurred in connection with legal, administrative or investigative proceedings any person who:

(i) is or was a party or is threatened to be made party to any threatened, pending or completed proceedings, whether civil, criminal, administrative or investigative, by reason of the fact that the person is or was a director, an officer or a liquidator of the Company: or

(ii) is or was, at the request of the Company serving as a director, officer of liquidator of or, in any other capacity, is or was acting for another company or partnership, joint venture, trust or other enterprise; provided that the person acted honestly and in good faith with a view to the best interests of the Company.

(2) The Company may purchase and maintain insurance in relation to any person who is or was a director an officer, representative or a liquidator of the Company, or who, at the request of the Company, is or was serving as a director, an officer or a liquidator of, or any other capacity is or was acting for, another company or a partnership, joint venture, or other enterprises, against any liabilities asserted against the person and incurred by the person in that capacity, whether or not the Company has or would have had the power to indemnify the person against the liability under Regulation 28.

29. Conflict of Interest.

No agreement or transaction between the Company and one or more of its directors or any person in which any director has a financial interest or to whom any director is related, including as a director of that other person, is void or voidable for this reason only or by reason only that the director is present at the meeting of Directors or at the meeting of the committee of Directors that approves the agreement or transaction or that the vote or consent of the Director is counted for the purpose. Such agreement or transaction shall be valid if the material facts of the interest of each Director in the agreement or transaction and his interest in or relationship to any other party to the agreement or transaction are disclosed in good faith or are known by the Members entitled to vote at a meeting of the Members and the agreement or transaction is ratified or approved by a Resolution of Members.

30. Dividends.

The Directors may declare a dividend to be paid to the Members, or any class of Members, who are entitled to receive distributions of such income out of the surplus or profits from the business of the Company and such dividend may be paid wholly or partly in specie in which event the sanction of the Company in General Meeting shall be obtained.

The Directors may from time to time before declaring a dividend set aside out of the surplus or profits of the Company such sums as they think proper as a reserve fund to be used to meet contingencies or for equalising dividends or for any other special purpose.

The Directors are authorised and empowered to lend to any officer, Director, representative or Member of the Company any sum or sums of money without restriction as to amount upon such terms and conditions as they in their absolute discretion may determine.

31. Qualifications in Other Jurisdictions.

The Directors may cause the Company to be qualified or registered in any jurisdiction in which such qualification or registration is required by law or deemed advisable by the Directors. The Directors or any person duly authorized by the Directors shall execute, deliver and file and certificates or documents necessary for the Company to qualify to do business in a jurisdiction in which the Company may wish to do business.

32. Accounts and Financial Statements.

(1) The Directors shall cause true accounts to be kept of all transactions of the Company in such manner as to show the assets and liabilities of the Company for the time being.

(2) The financial year end of the Company shall be determined by resolution of the Directors and failing such resolution the financial year end shall be 31st December.

(3) As and when requested by the Members of the Company, a balance sheet made up for the financial year containing a summary of the assets and liabilities of the Company under convenient heads and a statement of income and expenditure for the period requested by the Members shall be laid before the Members in General Meeting.

(4) An independent representative of the Members entitled to vote at general meetings may be appointed by them as Auditor of the Accounts of the Company and such Auditor shall hold office until the Members shall appoint another Auditor. Such Auditor may be a Member but no Director or Officer of the Company shall during his continuance in office be eligible as an auditor of the Company.

(5) The duties and remuneration of the Auditor shall be fixed by the Company in General Meeting or in such manner as the Members may determine.

33. Notices.

(1) Unless otherwise herein or by law expressly provided, a notice may be served by the Company on any Member either personally or by telex or cable to his registered address or by sending it using air mail (if appropriate) through the post prepaid in an envelope addressed to such Member at his address as registered in the Register of Members.

(2) Any notice required to be given to the Members shall with respect to any membership rights held jointly by two or more persons be given to all such persons.

(3) Any notice shall be deemed to have been served at the time when the same would be delivered in the ordinary course of transmission, and in proving such

service it shall be sufficient to prove that the notice was properly addressed and prepaid, if posted, and the time when it was posted or transmitted by telex or to the cable company as the case may be.

34. Winding Up.

If the Company shall be wound up the Liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the Members entitled to receive distributions in the event of such winding up in specie or kind the whole or any part of the assets of the Company (whether they shall consist of property of the same kind or not) and may for such purpose set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the Members or different classes of Members.

The Liquidators may with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories as the Liquidator, with the like sanction, shall think fit, but so that no Member shall be compelled to accept any shares or other securities whereon there is any liability.

35. Continuation.

The Company may by resolution of members or by resolution passed unanimously by all directors of the Company continue as a company incorporated under the laws of a jurisdiction outside the British Virgin Islands in the manner provided under those laws.

36. Amendment of Regulations.

Subject to the Act, the company may at any time and from time to time by Resolution of Directors or Resolution of Members alter or amend these Regulations in whole or in part subject to clause 11 of the Memorandum of Association.

We, SOVEREIGN CORPORATE (BVI) LIMITED, Mill Mall, Suite 6, Wickhams Cay 1, P.O. Box 3085, Road Town, Tortola, British Virgin Islands for the purpose of incorporating a BVI Business Company under the laws of the British Virgin Islands hereby sign this Articles of Association the **5th day** of **December , 2011**.

Incorporator

Brenda-Lee Winchester-Charlemagne
(Authorised Signatory)
SOVEREIGN CORPORATE (BVI) LIMITED
Mill Mall, Suite 6
Wickhams Cay 1
P.O. Box 3085
Road Town, Tortola
British Virgin Islands

REGISTRAR OF CORPORATE AFFAIRS

NOTAR
KOVAČEVIĆ IRENA
KOTOR

OVJERA FOTOKOPIJE IZVORNE ISPRAVE

Potvrđujem da sam upoređivanjem utvrdila da je ova fotokopija izvorne isprave "MEMORANDUM & ARTICLES OF ASSOCIATION OF ANCHORMAN KAVAC LIMITED NA STRANOM JEZIKU", istovjetna (identična) predočenoj ispravi.
Ovjeravam da je prednja fotokopirana isprava u svemu identična sa izvornom ispravom.
Ispisan je kompjuterskim štampačem, a ima 27 stranica i ovjerava se u 1 primjerku.
Izvorna isprava se po tvrdnji stranke nalazi kod stranke, a donijela ju je sa sobom stranka ĐINOVIĆ MARKO, KOTOR, JMB [redacted] KOTOR).

U skladu sa čl.61. stav 7. Zakona o notarima, notar ne odgovara za sadrzinu prednje isprave.
OVP-926/2016
U Kotoru, 27.07.2016. godine
Naknada za rad notara za ovjeru po tarifnom broju 7 NT u iznosu od 32,50 €, troškovi u iznosu od 6,40 € sa PDV-om od 7,39 €, što predstavlja ukupno 46,29 €, naplaćena je.

NOTAR
KOVAČEVIĆ IRENA
KOTOR

Notar
Kovačević Irena

„ANCHORMAN KAVAC LIMITED“ British Virgin Islands – Dio stranog društva Kotor
(u osnivanju)

O V L A Š Ć U J E

Društvo sa ograničenom odgovornošću "BENCOM" Herceg Novi, ul. Prizrenska br. 19, ispred koga, po odobrenju direktora društva, Steva Mišeljića, istupaju Novica Tadić, jmbg [redacted] Margarita Sekulić, jmbg [redacted] Igor Janjušević, jmbg [redacted] da u cjelosti zastupa u svim pravnim poslovima i preduzima sve potrebne pravne radnje u ime i za račun **„ANCHORMAN KAVAC LIMITED“ British Virgin Islands – Dio stranog društva Kotor.**

Takođe se ovlašćuje da predaje i preuzima dokumentaciju i obavlja sve potrebne radnje oko **registracije** dijela društva, zatvaranja firme, povećanja i smanjenja osnivačkog kapitala, promjena: izvršnog direktora, osnivača, ovlašćenog zastupnika, sjedišta i adrese, statuta, djelatnosti i ostale radnje vezane za CRPS u Podgorici.

Ovlašćenje se daje za vremenski neograničen period, a prestaje:
- opozivom davaoca ovlašćenja
- otkazom ovlašćenog lica
- u slučaju prestanka potrebe za obavljanjem pravnih poslova i radnji, zbog kojih je ovlašćenje dato.

Podgorica,
25.07.2016. godine

DAVALAC OVLAŠĆENJA:
„ANCHORMAN KAVAC LIMITED“ British Virgin Islands
– Dio stranog društva Kotor
(u osnivanju)

....
Direktor
Marko Djinović
jmbg [redacted]

....
Ovlašćeni zastupnik
Miloš Radmilović
[redacted]

Notar
Kovačević Irena
Adresa: Kotor, Stari Grad, Trg od oružja br. 436
Tel/fax: +382 32 322 161
Mob: +382 69 151 757, +382 67 656 190
E-mail: notar.irenakovacevic@t-com.me

CRNA GORA
NOTAR
KOVAČEVIĆ IRENA
KOTOR

OVJERA POTPISA

Potvrđujem da su dana 27.07.2016., 1. ĐINOVIĆ MARKO, KOTOR, JMBG [redacted], čiji sam identitet utvrdila uvidom u ličnu kartu br. 9[redacted] izdatu od FL KOTOR, u mom prisustvu svojeručno potpisao pismeno. Potpis na pismenu je istinit.
2. RADMILOVIĆ MILOŠ, ŠABAC, [redacted] čiji sam identitet utvrdila uvidom u pasoš br [redacted] izdatu od Mup R. Srbije, PU u Sapcu, u mom prisustvu svojeručno potpisao pismeno. Potpis na pismenu je istinit.
Potpisi su ovjereni na 2(dva) istovjetna primjerka prednje isprave.

U skladu sa čl.62. stav 4. Zakona o notarima, notar ne odgovara za sadrzinu prednje isprave (pravnog posla) na kojoj se nalazi prednji potpis.

OVP-928/2016
U Kotoru, 27.07.2016. godine
Naknada za rad notara za ovjeru po tarifnom broju 9 NT u iznosu od 10,00 €, i troškovi u iznosu od 3,80 € sa PDV-om od 2,62 €, što predstavlja ukupno 16,42 €, naplaćena je.

NOTAR
KOVAČEVIĆ IRENA
KOTOR

CRNA GORA
KOVAČEVIĆ IRENA
NOTAR
KOTOR

Notar
Kovačević Irena

Na osnovu čl. 80 Zakona o privrednim društvima ("Sl. list RCG", br. 06/02 od 08.02.2002, "Sl. list Crne Gore", br. 17/07 od 31.12.2007, 80/08 od 26.12.2008, 40/10 od 22.07.2010, 36/11 od 27.07.2011, 40/11 od 08.08.2011) i odredbi Statuta, Društvo **»Anchorman Kavac Limited«** sa adresom: Mill Mall, Suite 6, Wickhams Cay, PO Box 3085, Road Town, Tortola, Britanska Devičanska Ostrva , upisanog u "Registry of Company Affairs" na Britanskim Devičanskim Ostrvima, br. reg. 1684052, dana __.__.2015. godine, donosi

On the grounds of the Article 80 of the Law on Business Companies ("Official Gazette of Montenegro", no. 06/02 dated 08.02.2002, "Official Gazette of Montenegro ", no. 17/07 dated 31.12.2007, 80/08 from 26.12.2008, 40/10 from 22.07.2010, 36/11 dated 27.07.2011, 40/11 from 08.08.2011) and the provisions of the Memorandum and Articles of Association, the Company**Anchorman Kavac Limited**of Mill Mall, Suite 6, Wickhams Cay, PO Box 3085, Road Town, Tortola, British Virgin Islands, recorded in the "Registry of Company Affairs" on British Virgin Islands, Registration number: 1684052, on __.__.2015. adopted the

Odluku
O OSNIVANJU
»Anchorman Kavac Limited«Britanska Devičanska Ostrva

–

DIO STRANOG DRUŠTVA Kotor

Memorandum of
ASSOCIATION
Of **"Anchorman Kavac Limited"**Llc British Virgin islands

–

REPRESENTATIVE OFFICE OF FOREIGN COMPANYKotor

Član 1.

Osniva se Dio stranog društva, kao poseban dio društva **»Anchorman Kavac Limited«**sa adresom:Mill Mall, Suite 6, Wickhams Cay, PO Box 3085, Road Town, Tortola, BritanskaDevičanskaOstrva, upisanog u "Registry of Company Affairs" na Brutanskim Devičanskim Ostrvima, br. reg. 1684052.

Article 1

Separate business company, a Representative Office of the foreign company, **"Anchorman Kavac Limited"** LlcMill Mall, Suite 6, Wickhams Cay, PO Box 3085, Road Town, Tortola, British Vigin Islands, and registered in Registry of Company Affairs in The British Virgin with the reg. no.1684052

Član 2.

Naziv Dijela stranog društva je:
» Anchorman Kavac Limited« British Virgin Islands – DIO STRANOG DRUŠTVA KOTOR.

Article 2

A Representative Officeof the foreign company is registered as:
"» Anchorman Kavac Limited « British Virgin Islands - REPRESENTATIVE OFFICEOF THE FOREIGN COMPANYKOTOR.

Član 3.

Sjedište Dijela stranog društva i adresa za prijem službene pošte i glavnog mjesta poslovanja u Crnoj Gori je: P.C. Marinovic, Radanovici, 85318 Kotor.
Dio stranog društva ima svoj pečat sa nazivom matičnog društva i svojim nazivom.

Article 3

The registered seat of aRepresentative Officeof theforeign company and the address for receiving official mail and its headquarters in Montenegro are: P.C. Marinovic, Radanovici, 85318 Kotor.
Representative Office of theforeign companyshall have its own stamp with the

Član 4.

Dio stranog društva nema svojstvo pravnog lica, a istupa pod nazivom društva i svojim nazivom, ima pravo da u prometu sa trećim licima istupa pod nazivom društva i svojim nazivom i da zaključuje poslove i preduzima druge pravne radnje.

Dio stranog društva ima sva ovlašćenja u pravnom prometu u okviru upisanih djelatnosti, te istupa u ime i za račun društva, sa svojim računom u banci.

Član 5.

Djelatnost dijela stranog društva je u okviru registrovanih djelatnosti stranog društva, pretežna djelatnost je:
41.20
Izgradnjastambenihinestambenihobjekata.

Član 6.

Stranodruštvopreuzimasveobaveze I odgovornostdijelastranogdruštva u pravnomprometusatrećimlicimacjelokupnomsvojomimovinom.

Član 7.

Radom dijelastranogdruštvarukovodi lice ovlašćenozazastupanjedijelastranogdruštva, kojiimaneograničenaovlašćenja u okviruregistrovanihdjelatnosti.

Član 8.

ZaDirektoradijelastranogdruštvaimenuje se **Marko Djinovic**, iz Kotora, jmbg [redacted].
Direktor dijela stranog društvaima neograničena ovlašćenja u prometu, a ovlašćen je da djeluje kolektivno sa ovlašćenim zastupnikom dijela stranog društva.
Za ovlašćenog zastupnika dijela stranog društva imenuje se Miloš Radmilović iz Šapca, [redacted] broj [redacted] zastupnik dijela stranog ima neograničena ovlašćenja u prometu, a ovlašćen

name of the parent company and its own name.

Article 4

Representative Office of the foreign companydoes not have a legal personality, and shall operate under the name of the company and its own name; it shall have the right to transact with third parties under the name of the company and its own name, and to conduct other legal actions.

Representative Office of theforeign companyshall have all powers in legal tansactions within the registered activities, and act in the name and on behalf of company, with its own Bank account.

Article 5

The activities of the Representative Office of the foreign company shall stay within the registered activities of theforeign company, with core activity being:
41.20 Construction of residential and non-residential buildings

Article 6

The foreign company shall be liable with all its assets for all obligations and responsibility of the Representative Office of the foreign company in legal transactions with third parties.

Article 7

The activities of the Representative Office of theforeign companyshall bemanaged by a person who is authorized to represent the Representative Office of the foreign company, and which shall have unlimited authoritywithin registered activities.

Article 8

Marko Djinovic, from Kotor, Personal Identification Numbe[redacted] ID Card №[redacted] is being appointed as a Director of the Representative Office of the je da djeluje kolektivno sa Direktorom dijela stranog društva.

Član 9.

Ova odlukastupa na snagudanomdonošenja.

U , dana __________.2016.godine.

M.P.

Za
»Anchorman Kavac Limited« Britanska Devičanska Ostrva

____

....

....

foreign company. The Director of the Representative Office has unlimited powers in trading but can act only collectively with the Authorised Representative of the Representative Office.Miloš radmilović from Šabac, Republic of Serbia jmbg: [redacted] passport number: [redacted] being appointed as an authorised representative of the Representative Office of the company.

The Authorised Representative of the Representative Office has unlimited powers in trading but can only act collectively with the Director of the Representative Office.

Article 9

This Memorandum shall enter into force on the day of its adoption.

In ISLE of MAN, on 12 JULY 2016

STAMP HERE

Anchorman Kavac Limited

On behalf of
" Anchorman Kavac Limited" British ~~Virgin~~ Islands

FOR AND ON BEHALF OF
SOVEREIGN MANAGERS
LIMITED

....

....

DECLARATION

I, **Diane Dentith**, being a Director of Sovereign Registrars (Isle of Man) Limited, as ... a company incorporated ... Registration ... Mall, Suit ... Virgin Isla ... documents ... conscientio ... the Eviden ...

1. Po...

Declared t...

Diane Der...

I, in my c...
Diane De...

....

Notary P...
Quinn Le...
30 Ridge...
Douglas
Isle of Man
IM1 1EL

Apostille

(Hague Convention of 5 October 1961/Convention de la Haye du 5 Octobre 1961)

1. Country: Isle of Man
   Pays: l'Isle de Man
   This public document/Le présent acte public
2. has been signed by
   a été signé par .... LOUISE CLEMO BYRNE
3. acting in the capacity of
   agissant en qualité de .... NOTARY PUBLIC
4. bears the seal/stamp of
   est revêtu du sceau/timbre de ....

Certified/Attesté

5. at Douglas/à Douglas
6. the/le .... 15 JUL 2016
7. by His Excellency the Lieutenant Governor of the Isle of Man
   par son Excellence le Lieutenant Gouverneur de l'Isle de Man
8. Number/sous No (M) IOM 093922
9. Stamp:
   timbre:
10. Signature

LYNN KOSH
DEPUTY ASSISTANT CHIEF REGISTRAR
For His Excellency the Lieutenant Governor
Pour son Excellence le Lieutenant Gouverneur

The Isle of Man is an internally self-governing dependent territory of the British Crown. It is not part of the United Kingdom but the United Kingdom is responsible for its international relations.

If this document is to be used in a country which is not party to the Hague Convention of 5 October 1961, it should be presented to the consular section of the mission representing that country.

Louise Byrne
Notary Public
Quinn Legal
30 Ridgeway Street
Douglas
Isle of Man
IM1 1EL

CRNA GORA
MINISTARSTVO FINANSIJA CRNE GORE
PORESKA UPRAVA
CENTRALNI REGISTAR PRIVREDNIH SUBJEKATA
Broj: 6 - 0013148 / 002
U Podgorici, dana 17.03.2017.godine

Poreska uprava - Centralni registar privrednih subjekata u Podgorici, na osnovu člana 83 i 86 Zakona o privrednim društvima ("Sl.list RCG", br.6/02 i "Sl.list", br.17/07 ... 40/11), rješavajući po prijavi za registraciju promjene dijela stranog društva "ANCHORMAN KAVAC LIMITED" BRITISH VIRGIN ISLANDS - DIO STRANOG DRUŠTVA KOTOR, broj 247845 podnijetoj dana 10.03.2017 u 13:52:17, preko

Ime i prezime: PREDRAG SEKULIĆ
JMBG ili [redacted]
Adresa: [redacted]

donosi

RJEŠENJE

Registruje se promjena podataka za privredni subjekat "ANCHORMAN KAVAC LIMITED" BRITISH VIRGIN ISLANDS - DIO STRANOG DRUŠTVA KOTOR - registarski broj **6 - 0013148**, PIB **03103340** , i to:

Lice ovlašćeno za zastupanje dijela stranog društva:

Briše se: MILOŠ RADMILOVIĆ
JMBG/BR.PASOŠA: [redacted]

Ovlašćenja - Direktor MARKO ĐINOVIĆ

Briše se: Kolektivno (sa ovlašćenim zastupnikom dijela stranog društva)
Registruje se - upisuje se: Pojedinačno

Obrazloženje

Podnosilac je dana 10.03.2017 u 13:52:17 podnio prijavu za registraciju promjene dijela stranog društva . Rješavajući po predmetnoj prijavi, obzirom da su ispunjeni Zakonom propisani uslovi, odlučeno je kao u dispozitivu rješenja.

Visina naplaćene naknade za registraciju propisana je članom 87 Zakona o privrednim društvima ("Sl.list RCG", br.6/02 i "Sl.list", br.17/07 ... 40/11).

Sam. savjetnik III Dijana Filipović	M.P.	Pomoćnik direktora Veljko Blagojević

Pravna pouka:

Protiv ovog rješenja može se izjaviti žalba Ministarstvu finansija CG u roku od 15 dana od dana prijema rješenja. Žalba se predaje preko ovog organa i taksira administrativnom taksom u iznosu od 8, 00 EUR, shodno Tarifnom broju 5 Taksene tarife za administrativne takse. Taksa se upućuje u korist računa 832-3161-26-Administrativna taksa.

CRNA GORA
MINISTARSTVO FINANSIJA CRNE GORE
PORESKA UPRAVA
CENTRALNI REGISTAR PRIVREDNIH SUBJEKATA
Broj: 6 - 0013148 / 002
U Podgorici, dana 17.03.2017.godine

Poreska uprava - Centralni registar privrednih subjekata u Podgorici, na osnovu člana 83 i 86 Zakona o privrednim društvima ("Sl.list RCG", br.6/02 i "Sl.list", br.17/07 ... 40/11), rješavajući po prijavi za registraciju promjene dijela stranog društva "ANCHORMAN KAVAC LIMITED" BRITISH VIRGIN ISLANDS - DIO STRANOG DRUŠTVA KOTOR, broj 247845 podnijetoj dana 10.03.2017 u 13:52:17, preko

Ime i prezime: PREDRAG SEKULIĆ
JMBG ili [redacted]
Adresa: [redacted]

donosi

RJEŠENJE

Registruje se promjena podataka za privredni subjekat "ANCHORMAN KAVAC LIMITED" BRITISH VIRGIN ISLANDS - DIO STRANOG DRUŠTVA KOTOR - registarski broj **6 - 0013148**, PIB **03103340** , i to:

<u>Lice ovlašćeno za zastupanje dijela stranog društva:</u>

Briše se:	MILOŠ RADMILOVIĆ JMBG/BR.PASOŠA: [redacted]

<u>Ovlašćenja - Direktor MARKO ĐINOVIĆ</u>

Briše se:	Kolektivno (sa ovlašćenim zastupnikom dijela stranog društva)
Registruje se - upisuje se:	Pojedinačno

Obrazloženje

Podnosilac je dana 10.03.2017 u 13:52:17 podnio prijavu za registraciju promjene dijela stranog društva . Rješavajući po predmetnoj prijavi, obzirom da su ispunjeni Zakonom propisani uslovi, odlučeno je kao u dispozitivu rješenja.

Visina naplaćene naknade za registraciju propisana je članom 87 Zakona o privrednim društvima ("Sl.list RCG", br.6/02 i "Sl.list", br.17/07 ... 40/11).

Sam. savjetnik III

Dijana Filipović

CRNA GORA · MINISTARSTVO FINANSIJA · PORESKA UPRAVA · M.P. · 9 · PODGORICA

Pomoćnik direktora

Veljko Blagojević

Pravna pouka:

Protiv ovog rješenja može se izjaviti žalba Ministarstvu finansija CG u roku od 15 dana od dana prijema rješenja. Žalba se predaje preko ovog organa i taksira administrativnom taksom u iznosu od 8, 00 EUR, shodno Tarifnom broju 5 Taksene tarife za administrativne takse. Taksa se upućuje u korist računa 832-3161-26-Administrativna taksa.

CRNA GORA
MINISTARSTVO FINANSIJA CRNE GORE

PORESKA UPRAVA
CENTRALNI REGISTAR PRIVREDNIH SUBJEKATA

Broj predmeta: 247845

POTVRDA O PREDATIM DOKUMENTIMA

Potvrđuje se da je PREDRAG SEKULIĆ dostavio-la dokument za Promjena dijela stranog društva – DSD - ANCHORMAN KAVAC LIMITED - DIO STRANOG DRUŠTVA iz KOTOR, registarski broj:60013148 sa sljedećim prilozima:

Odluka o promjeni ovlašćenog zastupnika.
Taksa za Poresku upravu
Punomoćje
Obrazac

Datum prijema dokumentacije: 10.3.2017. god.
Podneseno preko pošte: 9.3.2017

Podgorica, dana: 10.3.2017. god.

Dokument primio/la

Gorana Abramović, Samostalna referentkinja

M.P.

CRNA GORA
MINISTARSTVO FINANSIJA CRNE GORE

PORESKA UPRAVA
CENTRALNI REGISTAR PRIVREDNIH SUBJEKATA

Broj predmeta: 247845

POTVRDA O PREDATIM DOKUMENTIMA

Potvrđuje se da je PREDRAG SEKULIĆ dostavio-la dokument za Promjena dijela stranog društva – DSD - ANCHORMAN KAVAC LIMITED - DIO STRANOG DRUŠTVA iz KOTOR, registarski broj:60013148 sa sljedećim prilozima:

Odluka o promjeni ovlašćenog zastupnika.

Taksa za Poresku upravu

Punomoćje

Obrazac

Datum prijema dokumentacije: 10.3.2017. god.
Podnešeno preko pošte: 9.3.2017

Podgorica, dana: 10.3.2017. god.

Dokument primio/la

Gorana Abramović Samostalna referentkinja

M.P.

PORESKA UPRAVA - CRPS

PS-02b – **Promjena podataka – Dio stranog društva**

PODNOSILAC PRIJAVE

Prijava se podnosi preko:		[ ] **Zastupnika**	[X] **Punomoćnika**
JMB:	[redacted]	**Država:**	Crna Gora
Ime i prezime:	Predrag Sekulić	**Opština:**	Podgorica
Telefon:	[redacted]		
e-mail:	[redacted]	**Broj:**	9

[ ] **Označiti podatak koji se mijenja** — **PROMJENA PODATAKA [X]**

Privredni subjekt – Dio stranog društva

Matični broj:	03103340	**Registarski broj:**	60013148
Puni naziv:	"ANCHORMAN KAVAC LIMITED" BRITISH VIRGIN ISLANDS - DIO STRANOG DRUŠTVA KOTOR		

[ ] **1. PROMJENA OSNOVNIH PODATAKA**

1.1. Naziv/alternativni naziv dijela stranog društva:	

*ukoliko je promjen puni naziv izvršiće se i preregistracija u Poreskom registru

[ ] **2. PROMJENA PODATAKA O MATIČNOM DRUŠTVU**

2.1. Oblik organizovanja:	
2.2. Registarski broj:	
2.3. Matični broj:	
2.4. Naziv matičnog društva:	
2.5. Država matičnog društva:	
2.6. Mjesto matičnog društva:	

IZJAVA: Garantujem za tačnost unijetih podataka.

Potpis podnosioca: ____________________ **M.P.**

"ANCHORMAN KAVAC LIMITED" BRITISH VIRGIN ISLANDS-DIO STRANOG DRUŠTVA KOTOR

PORESKA UPRAVA - CRPS

PS-02b – **Promjena podataka – Dio stranog društva**

3. NOVA ADRESE UPRAVE - SJEDIŠTA

3.1. Opština | **3.2. Mjesto**

3.3. Ulica: | **3.4. Broj:**

4. NOVA ADRESA ZA PRIJEM SLUŽBENE POŠTE

4.1. Država

4.2. Opština | **4.3. Mjesto**

4.4. Ulica: | **4.5. Broj:**

5. NOVA ADRESA GLAVNOG MJESTA POSLOVANJA

5.1. Promjena opštine ☐ *ukoliko je označena promjena opštine izvršiće se i preregistracija u Poreskom registru

5.2. Opština | **5.3. Mjesto**

5.4. Ulica: | **5.5. Broj:**

6. NOVA PRETEŽNA DJELATNOST

☐☐ . ☐☐

7. PROMJENA KONTAKT INFORMACIJA

7.1. Telefon: +382 /
+382 /
+382 /

7.2. Fax: +382 /

7.3. E-mail:

7.4. Adresa internet strane: www.

IZJAVA: Garantujem za tačnost unijetih podataka.

Potpis podnosioca: M.P.

ISLANDS-DIO STRANOG DRUŠTVA "ANCHORMAN KAVAC LIMITED" KOTOR

8. PROMJENA ORGANA UPRAVLJANJA

- [ ] Odbor direktora
- [ ] Upravni odbor
- [ ] Skupština
- [ ] Drugo

*upisati naziv organa upravljanja ako je drugačiji

9. PROMJENA DIREKTORA I/ILI ORGANA UPRAVLJANJA

VRSTA PROMJENE

- [X] Prestanak
- [ ] Imenuje se
- [ ] Mijenja se obim ovlašćenja

9.1. Status

- [ ] Direktor
- [ ] Predsjednik organa upravljanja
- [ ] Član odbora direktora
- [ ] Član organa upravljanja
- [ ] Član upravnog odbora
- [ ] Sekretar društva
- [X] Ovlašćeni zastupnik
- [ ] Revizor
- [X] Drugo

* upisati status

9.2. JMB:

*za strano fizičko lice unijeti broj pasoša

9.3. Ime i prezime: Miloš Radmilović

9.4. Adresa:

Država

Opština

Mjesto: Šabac

Ulica:

Broj:

9.5. Ovlašćenja u prometu

- [ ] neograničena
- [ ] ograničena

*unijeti opis ograničenja

9.6. Ovlašćen da djeluje

- [ ] Pojedinačno
- [ ] Kolektivno

Upisati sa kim ako je kolektivno:

- [ ] Članovima organa upravljanja
- [ ] Sekretarom društva
- [ ] Direktorom društva
- [ ]

*upisati ako je drugačije od ponuđenog

Saglasnost sa imenovanjem:

Potpis: ______________________

IZJAVA: Garantujem za tačnost unijetih podataka.

Potpis podnosioca: ______________________

M.P.

VIRGIN ISLANDS-DIO STRANOG DRUŠTVA "ANCHOR... ...LIMITED" KOTOR

PORESKA UPRAVA - CRPS

PS-02b – Promjena podataka – Dio stranog društva

[ ] **10. PROMJENA ORGANA UPRAVLJANJA**

- [ ] Odbor direktora
- [ ] Upravni odbor
- [ ] Skupština
- [ ] Drugo

*upisati naziv organa upravljanja ako je drugačiji

[ ] **11. PROMJENA DIREKTORA I/ILI ORGANA UPRAVLJANJA**

VRSTA PROMJENE

[ ] Prestanak [ ] Imenuje se [X] Mijenja se obim ovlašćenja

11.1. Status

[x] Direktor [ ] Predsjednik organa upravljanja [ ] Član odbora direktora [ ] Član organa upravljanja [ ] Član upravnog odbora

[ ] Sekretar društva [ ] Ovlašćeni zastupnik [ ] Revizor [x] Drugo [redacted]

* upisati status

11.2. JMB: [redacted] *za strano fizičko lice unijeti broj pasoša

11.3. Ime i prezime: Marko Đinović

11.4. Adresa:

Država [redacted]

Opština [redacted] Mjesto: Škaljari

Ulica: [redacted] Broj: 11

11.5. Ovlašćenja u prometu

[X] neograničena [ ] ograničena

*unijeti opis ograničenja

11.6. Ovlašćen da djeluje

[X] Pojedinačno [ ] Kolektivno

Upisati sa kim ako je kolektivno:

- [ ] Članovima organa upravljanja
- [ ] Sekretarom društva
- [ ] Direktorom društva
- [ ]

*upisati ako je drugačije od ponuđenog

Saglasnost sa imenovanjem:

Potpis:

IZJAVA: Garantujem za tačnost unijetih podataka.

Potpis podnosioca:

M.P.

BRITISH VIRGIN ISLANDS-DIO STRANOG DRUŠTVA "ANCHORMAN KAVAC LIMITED" KOTOR

12. OSTALE REGISTRACIJE

Osim postojeće registracije u CRPS-u izvršiti i registracije u:

12.1. Carinski registar ☐

IZJAVA: Garantujem za tačnost unijetih podataka.

Potpis podnosioca: ______________________ **M.P.**

BRITISH VIRGIN ISLANDS-DIO STRANOG DRUŠTVA "ANCHORMAN KAVAC LIMITED" KOTOR

IZVOD IZ CENTRALNOG REGISTRA PRIVREDNIH SUBJEKATA PORESKE UPRAVE

Registarski broj **6 - 0013148 / 001** Datum registracije: 04.08.2016

PIB: **03103340**

"ANCHORMAN KAVAC LIMITED" BRITISH VIRGIN ISLANDS - DIO STRANOG DRUŠTVA KOTOR

Broj važeće registracije: /001

Telefon:

eMail:

Datum zaključivanja ugovora: 12.07.2016

Datum donošenja Odluke:

Datum izmjene Odluke:

Adresa obavljanja djelatnosti: P.C. MARINOVIĆ, RADANOVIĆI KOTOR

Adresa za prijem službene pošte: P.C. MARINOVIĆ, RADANOVIĆI KOTOR

Adresa sjedišta: P.C. MARINOVIĆ, RADANOVIĆI KOTOR

Pretežna djelatnost: 4120 Izgradnja stambenih i nestambenih zgrada

Stari registarski broj:

Matična kuća:

ANCHORMAN KAVAC LIMITED

Registarski broj: 000022V Matični broj: 1684052

Adresa: ROAD TOWN, TORTOLA, MILL MALL, SUITE 6, WICKHAMS CAY 1, PO BOX 3085 BRITANSKA DJEVIČANSKA OSTRVA

Lica u društvu:

Licni podaci:MILOŠ RADMILOVIĆ [redacted]

Adresa [redacted]

Uloga: Lice ovlašćeno za zastupanje dijela stranog društva - Neograničeno ()

Odgovornost: KOLEKTIVNO - Sa direktorom dijela stranog društva

Licni podaci:MARKO ĐINOVIĆ [redacted]

Adresa: [redacted]

Uloga: Direktor - Neograničeno ()

Odgovornost: KOLEKTIVNO - sa ovlašćenim zastupnikom dijela stranog društva

Izdato: 10.03.2017 godine u 13:54h MP

Pomoćnik direktora

Veljko Blagojević

Apostille

ɟue Convention of 5 October 1961/Convention de la Haye du 5 Octobre 1961)

Country: Isle of Man
Pays: l'Isle de Man

This public document/Le présent acte public

has been signed by
A été signé par AMY LOUISE COOLE

acting in the capacity of
Agissant en qualité de NOTARY PUBLIC

bears the seal/stamp of
Est revêtu du sceau/timbre de OF THE SAID NOTARY PUBLIC

Certified/Attesté

at Douglas/à Douglas 6. The/le 15 FEBRUARY 2017

by His Excellency the Lieutenenant Governor of the Isle of Man
Par son Excellence le Lieutenant Gouverneur de l'Isle de Man

Number/sous No **(M) IOM** 0098163

Stamp: 10. Signature

LYNN KOSH
DEPUTY ASSISTANT CHIEF REGISTRAR

For His Excellency the Lieutenant Governor

sle of Man is an internally self-governing dependent territory of the British Crown.
ıot part of the United Kingdom but the United Kingdom is responsible for its
ıational relations.

**is document is to be used in a country which is not party to the Hague
'ention of 5 October 1961 it should be presented to the consular section
e mission representing that country.**

10 February 2017

RE: ANCHORMAN KAVAC LIMITED

I, Diane Dentith, being a Director of Sovereign Registrars (Isle of Man) Limited, as Company Secretary of Anchorman Kavac Limited, a company incorporated in the British Virgin Islands on the 05 December 2011 with Registered number 1684052 and having its registered office situate at Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands hereby solemnly and sincerely declare that the attached document is a true copy of the original AND I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Evidence Act 1871:

1) Certified copy of a Power of Attorney in favour of Mr Predrag Sekulic.

Signed this 10th day of February, 2017

Mrs Diane Dentith
Director of Sovereign Registrars (Isle of Man) Limited
Company Secretary of Anchorman Kavac Limited

I, in my capacity as Notary Public, hereby verify the above signature to be that of Diane Dentith:

13/2/17

Notary Public
Simcocks Advocates Limited
Ridgeway Street
Douglas
Isle of Man
IM99 1PY

AMY L. COOLE
NOTARY PUBLIC
RIDGEWAY HOUSE
RIDGEWAY STREET
DOUGLAS
ISLE OF MAN IM99 1PY
TEL +44 (0)1624 690300
acoole@simcocks.com

#VPW:LTR8438#

POWER OF ATTORNEY

We, Anchorman Kavac Limited", being a company registered under the law of British Virgin Islands, under the Incorporation No. 1684052, with the registered office address at Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands (hereinafter referred to as: the Company), hereby authorize Mr. Predrag Sekulić, a citizen of Montenegro, holder of the Montenegrin passport No [redacted] personal identification number [redacted] to represent us in procedure of dismissal/removal of the authorized representative and the extension of scope of powers of the director of our representative office **„Anchorman Kavac Limited – British Virgin Islands" d.s.d. Kotor,** registered in Montenegro, under the Registration No. 60013148 and the Tax Identification No. 03103340, with registered address at P.C. Marinovic, Radanovici, Kotor, Montenegro, (hereinafter referred to as: the Representative Office). With this purpose, Mr. Predrag Sekulić is especially authorized to undertake the following legal steps on our behalf:

1. To compose, sign and if necessary to certify our Resolution on dismissal/removal of the authorized representative of the Representative Office of the Company and the extension of scope of powers of the registered director of the Representative Office of the Company, by which the registered authorized representative, Mr. Miloš Radmilović, citizen of Serbia, passport number 007868728, shall be dismissed and by which the registered director, Mr. Marko Đinović, citizen of Montenegro, passport No. L21FR5530, personal identification number 0505988230019, from Kotor, Novo naselje, no. 11, shall be given unlimited powers to act individually on a behalf of the Representative Office of the Company.
2. To compose, sign and submit the application to the Central Register of Commercial Subjects of the Tax Directorate of Montenegro (hereinafter referred to as: CRPS) for registration of dismissal of the authorized representative of the Representative Office of the Company and the extension of scope of powers of the registered director of the Representative Office of the Company.
3. To receive the decision and the new extract from CRPS on registration of dismissal of the authorized representative of the Representative Office of the Company and the extension of scope of powers of the director of the Representative Office of the Company.
4. To undertake all other legal steps and sign any document that he may find necessary for achieving the purpose of issuance of this power of attorney.

This power of attorney is valid until 1 September 2017.

Date: 10/2/17

On behalf of Sovereign Directors Ltd.
as the Director of Anchorman Kavac Limited
authorized representative: Diane Dentith

Anchorman Kavac Limited

(signature of the authorized representative of the director and seal of Anchorman Kavac Limited)

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 1 pages, is a true and faithful copy of the original.
Date: 10. 2. 17
Signature:
Name: DAITHI O'REGAN
Position: LEGAL CONSULTANT
Company: SOVEREIGN TRUST (IOM) LIMITED

1

U ime kompanije "Anchorman Kavač Limited" – British Virgin Islands, Dio stranog društva, Djelatnost izgradnja stambenih i nestambenih objekata, registrovano u Crnoj Gori pod registarskim brojem 60013148, PIB 03103340, sa sjedištem na adresi P.C. Marinović, Radanovići bb, 85318 Kotor, Crna Gora (u daljem tekstu: Dio stranog društva"), osnivač Dijela stranog društva, "ANCHORMAN KAVAČ LIMITED – BRITANSKA DJEVIČANSKA OSTRVA", kompanija registrovana pod brojem 175036, sa sjedištem na adresi Mill Mall, Suite 6, Wichams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands, dana 20.02.2017. godine, donosi

ODLUKU

O RAZRJEŠENJU OVLAŠĆENOG ZASTUPNIKA DIJELA STRANOG DRUŠTVA I PROMJENI OBIMA OVLAŠĆENJA DIREKTORA DIJELA STRANOG DRUŠTVA

1. Dosadašnji Ovlašćeni zastupnik Dijela stranog društva, Miloš Radmilović, br. pasoša [redacted] iz Šapca, Republika Srbija, razrješava se funkcije ovlašćenog zastupnika.
2. Dosadašnji Direktor Dijela stranog društva, Marko Đinović, JMB [redacted] iz Kotora, Novo Naselje br. 11, ovlašćuje se da ubuduće djeluje pojedinačno u ime Dijela stranog društva, sa neograničenim ovlašćenjima u prometu.
3. Ova odluka stupa na snagu danom registracije kod Centralnog registra privrednih subjekata (CRPS).

Za osnivača,

Predrag Sekulić, po punomoćju

BRITISH VIRGIN ISLANDS-DIO STRANOG DRUŠTVA
"ANCHORMAN
KAVAC
LIMITED"
KOTOR

Apostil

(Haška konvencija od 5. oktobra 1961)

1. Zemlja: Ostrvo Man

Ovaj javni dokument je

2. potpisan od strane AMY LOUSE COOLE

3. koja obavlja funkciju JAVNOG NOTARA

4. ima pečat / štambilj NAVEDENOG JAVNOG NOTARA

Ovjereno

5. u Douglasu 6. 15. 02. 2017.

7. od strane njegove ekselencije zamjenika guvernera Ostrva Man

8. Broj (M) IOM 0098163

9. Pečat 10. Potpis

Lynn Kosh
Zamjenik glavnog voditelja registra
(potpisano)
....
Za njegovu ekselenciju zamjenika guvernera

Ostrvo Man je teritorija unutrašnje samouprave koja zavisi od britanske krune. Ono nije dio Ujedinjenog Kraljevstva ali je Ujedinjeno Kraljevstvo odgovorno za njegove međunarodne odnose.

Ako se ovaj dokument koristi u zemlji koja nije potpisnica Haške konvencije od 5. oktobra 1961, treba ga pokazati konzularnom odjeljenju misije koja predstavlja tu zemlju.

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

10. februar 2017

PREDMET: ANCHORMAN KAVAC LIMITED

Ja, Diane Dentith, direktor kompanije Sovereign Registrars (Isle of Man) Limited, sekretara kompanije Anchorman Kavac Limited, kompanije osnovane na Britanskim Djevičanskim Ostrvima 05. decembra 2011, registarski broj 1684052 sa sjedištem na adresi Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, Britanska Djevičanska Ostrva, ovim svečano i iskreno izjavljujem da su dokumenti u prilogu vjerne kopije originala i dajem ovu izjavu savjesno sa uvjerenjem da je ista istinita u skladu sa odredbama Zakona o dokaznim sredstvima 1871.

1. Ovjerena kopija punomoćja za gospodina Predraga Sekulića

Izjava data 10. februara 2017.

.... (potpisano)
Diane Dentith
Direktor Sovereign Registrars (Isle of Man) Limited
Sekretar kompanije Anchorman Kavac Limited

Ja, u svojstvu javnog notara, ovim potvrđujem da je ovo vjeran potpis Diane Dentith:

.... (potpisano)

Javni notar
Simcocks Advocates Limited
Ridgeway Street
Douglas
Ostrvo Man
IM99 1PY

1312117

AMY L. COOLE
RIDGEWAY HOUSE
RIDGEWAY STREET
DOUGLAS
ISLE OF MAN IM99
1PY
TEL: +44(0)1624 690300

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

PUNOMOĆJE

Mi, Anchorman Kavac Limited, kompanija koja je registrovana i koja postoji u skladu sa zakonima Britanskih Djevičanskih Ostrva, registarski broj 1684052, sa sjedištem na adresi Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, Britanska Djevičanska Ostrva u daljem tekstu: Kompanija), ovim ovlašćujemo gospodina Predraga Sekulića, državljanina Crne Gore, pasoš broj [redacted] JMBG [redacted] da nas zastupa u postupku razrješenja ovlaštenog predstavnika i proširenja obima ovlaštenja direktora našeg predstavništva **„Anchorman Kavac Limited – British Virgin Islands" d.s.d. Kotor,** koje je registrovano u Crnoj Gori pod registarskim brojem 60013148, PIB 03103340, sa sjedištem na adresi P.C. Marinovic, Radanovici, Kotor, Montenegro (u daljem tekstu: Predstavništvo). U ovu svrhu gospodin Predrag Sekulić je posebno ovlašten da preduzme sljedeće pravne radnje u naše ime:

1. Da sačini, potpiše i ako je potrebno ovjeri odluku o razrješenju ovlaštenog predstavnika Predstavništva naše Kompanije i proširenja obima ovlaštenja registrovanog direktora predstavništva naše Kompanije, kojim će registrovani ovlašteni predstavnik, gospodin Miloš Radmilović, državljanin Srbije, broj pasoša [redacted], biti razriješen i kojim će registrovanom direktoru gospodinu Marku Đinoviću, državljaninu Crne Gore, broj pasoš [redacted] JMBG [redacted], iz Kotora, Novo naselje br 11, biti data neograničena ovlaštenja da nastupa pojedinačno u ime Predstavništva Kompanije.
2. Da sačini, potpiše i preda prijavu Centralnom Registru privrednih subjekata Crne Gore (u daljem tekstu: CRPS) radi registracije razrješenja ovlaštenog predstavnika Predstavništva Kompanije i proširenja obima ovlaštenja registrovanog direktora Predstavništva Kompanije.
3. Da primi odluku i novi izvod od CRPS-a o registraciji razrješenja ovlaštenog predstavnika Predstavništva Kompanije i proširenja ovlaštenja direktora Predstavništva Kompanije.
4. Da preduzme bilo koje druge pravne korake u naše ime koje može smatrati potrebnim da ostvari svrhu izdavanja ovog punomoćja.

Ovo punomoćje važi do 01. septembra 2017.

Datum: 10. 02. 2017.
U ime Sovereign Directors Limited
direktora Anchorman Kavac Limited
ovlašteni predstavnik Diane Dentith
Potpis (potpisano)
(potpis ovlaštenog predstavnika
direktora i pečat
Anchorman Kavac Limited)

Okrugli pečat:
Anchorman Kavac Limited

Pošto sam uporedio original i ovaj dokument, ovim potvrđujem da je ovaj dokument koji se sastoji od 1 strane vjerna kopija originala.
Datum: 10. 02. 17
Ime: D. O'Regan
Funkcija: Pravni savjetnik
Kompanija: Sovereign Trust (IOM) Limited

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

Ja, Branislav Pantović,
I, Branislav Pantović,

Stalni sudski tumač
Permanent Court Interpreter

Za ______ engleski ______ jezik
For ______ English ______ language

Postavljen rješenjem ministra pravde
br. 03-6500/06 od 05.07.2007.
Appointed by the Resolution of the Ministry of
Justice No. 03-6500/06 of July 05th, 2007.

Potvrđujem da je ovaj prevod vjeran originalu
Certify that this is a correct and true translation
koji je sastavljen na ___ engleskom ___ jeziku.
made up in ______ language.

Troškovi prevoda iznose ______ €
Translation expenses amount to ______ €

U Budvi ___ dana 07. 03. 2017

Potpis

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav
Pantović
BUDVA

Apostille

(Hague Convention of 5 October 1961/Convention de la Haye du 5 Octobre 1961)

1. Country: Isle of Man
   Pays: l'Isle de Man

   This public document/Le présent acte public

2. has been signed by AMY LOUISE COOLE
   A été signé par

3. acting in the capacity of NOTARY PUBLIC
   Agissant en qualité de

4. bears the seal/stamp of OF THE SAID NOTARY PUBLIC
   Est revêtu du sceau/timbre de

Certified/Attesté

5. at Douglas/à Douglas 6. The/le 15 FEBRUARY 2017

7. by His Excellency the Lieutenenant Governor of the Isle of Man
   Par son Excellence le Lieutenant Gouverneur de l'Isle de Man

8. Number/sous No **(M) IOM** 0098163

9. Stamp: 10. Signature

LYNN KOSH
DEPUTY ASSISTANT CHIEF REGISTRAR

For His Excellency the Lieutenant Governor

The Isle of Man is an internally self-governing dependent territory of the British Crown. It is not part of the United Kingdom but the United Kingdom is responsible for its international relations.

If this document is to be used in a country which is not party to the Hague Convention of 5 October 1961 it should be presented to the consular section of the mission representing that country.

10 February 2017

RE: ANCHORMAN KAVAC LIMITED

I, Diane Dentith, being a Director of Sovereign Registrars (Isle of Man) Limited, as Company Secretary of Anchorman Kavac Limited, a company incorporated in the British Virgin Islands on the 05 December 2011 with Registered number 1684052 and having its registered office situate at Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands hereby solemnly and sincerely declare that the attached document is a true copy of the original AND I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Evidence Act 1871:

1) Certified copy of a Power of Attorney in favour of Mr Predrag Sekulic.

Signed this 10th day of February, 2017

Mrs Diane Dentith
Director of Sovereign Registrars (Isle of Man) Limited
Company Secretary of Anchorman Kavac Limited

I, in my capacity as Notary Public, hereby verify the above signature to be that of Diane Dentith:

Amy Coole 13/2/17

Notary Public
Simcocks Advocates Limited
Ridgeway Street
Douglas
Isle of Man
IM99 1PY

AMY L. COOLE
NOTARY PUBLIC
RIDGEWAY HOUSE
RIDGEWAY STREET
DOUGLAS
ISLE OF MAN IM99 1PY
TEL +44 (0)1624 690300
acoole@simcocks.com

#VPW:LTR8438#

POWER OF ATTORNEY

We, Anchorman Kavac Limited", being a company registered under the law of British Virgin Islands, under the Incorporation No. 1684052, with the registered office address at Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands (hereinafter referred to as: the Company), hereby authorize Mr. Predrag Sekulić, a citizen of Montenegro, holder of the Montenegrin passport [redacted] personal identification number [redacted] to represent us in procedure of dismissal/removal of the authorized representative and the extension of scope of powers of the director of our representative office **„Anchorman Kavac Limited – British Virgin Islands" d.s.d. Kotor,** registered in Montenegro, under the Registration No. 60013148 and the Tax Identification No. 03103340, with registered address at P.C. Marinovic, Radanovici, Kotor, Montenegro, (hereinafter referred to as: the Representative Office). With this purpose, Mr. Predrag Sekulić is especially authorized to undertake the following legal steps on our behalf:

1. To compose, sign and if necessary to certify our Resolution on dismissal/removal of the authorized representative of the Representative Office of the Company and the extension of scope of powers of the registered director of the Representative Office of the Company, by which the registered authorized representative, Mr. Miloš Radmilović, citizen of Serbia, passport number 007868728, shall be dismissed and by which the registered director, Mr. Marko Đinović, citizen of Montenegro, passport No [redacted] personal identification num[redacted] from Kotor, Novo naselje, no. 11, shall be given unlimited powers to act individually on a behalf of the Representative Office of the Company.
2. To compose, sign and submit the application to the Central Register of Commercial Subjects of the Tax Directorate of Montenegro (hereinafter referred to as: CRPS) for registration of dismissal of the authorized representative of the Representative Office of the Company and the extension of scope of powers of the registered director of the Representative Office of the Company.
3. To receive the decision and the new extract from CRPS on registration of dismissal of the authorized representative of the Representative Office of the Company and the extension of scope of powers of the director of the Representative Office of the Company.
4. To undertake all other legal steps and sign any document that he may find necessary for achieving the purpose of issuance of this power of attorney.

This power of attorney is valid until 1 September 2017.

Date: 10/2/17
On behalf of Sovereign Directors Ltd,
as the Director of Anchorman Kavac Limited
authorized representative: Diane Dentith

Anchorman Kavac Limited

(signature of the authorized representative of the director
and seal of Anchorman Kavac Limited)

Having seen the original and the document simultaneously, I [illegible] composing 1 pages, is [illegible] original.
Date: 10.2.17
Signed: [illegible]
Name: DANIEL O'REGAN
Position: LEGAL CONSULTANT
Company: SOVEREIGN TRUST (IOM) LIMITED

2

Apostille

(Hague Convention of 5 October 1961/Convention de la Haye du 5 Octobre 1961)

1. Country: Isle of Man
   Pays: l'Isle de Man

   This public document/Le présent acte public

2. has been signed by
   A été signé par ALEXANDER DAVID SPENCER

3. acting in the capacity of
   Agissant en qualité de NOTARY PUBLIC

4. bears the seal/stamp of
   Est revêtu du sceau/timbre de THE SAID NOTARY PUBLIC

Certified/Attesté

5. at Douglas/à Douglas 6. The/le 17 FEBRUARY 2017

7. by His Excellency the Lieutenenant Governor of the Isle of Man
   Par son Excellence le Lieutenant Gouverneur de l'Isle de Man

8. Number/sous No **(M) IOM** 0098226

9. Stamp: 10. Signature

ALISON JANE KELLY
ASSISTANT CHIEF REGISTRAR

For His Excellency the Lieutenant Governor

The Isle of Man is an internally self-governing dependent territory of the British Crown. It is not part of the United Kingdom but the United Kingdom is responsible for its international relations.

If this document is to be used in a country which is not party to the Hague Convention of 5 October 1961 it should be presented to the consular section of the mission representing that country.

DECLARATION

I, **Diane Dentith**, being a Director of Sovereign Registrars (Isle of Man) Limited, as Secretary of **Anchorman Kavac Limited** a company incorporated in the Isle of Man on 5th day of December, 2011 with Registration Number 1684052 and having its registered office situate at Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands hereby solemnly and sincerely declare that the attached documents are true copies of the originals AND I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Evidence Act 1871.

1. Certificate of Goodstanding for Anchorman Kavac Limited
2. Certificate of Incumbency for Sovereign Managers Limited issued by its Registered Agent
3. Certificate of Incumbency for Sovereign Directors Ltd issued by its Registered Agent
4. Certificate of Incumbency for Sovereign Trust (Isle of Man) Limited as Registered Agent of Sovereign Directors Ltd and Sovereign Managers Limited
5. Certificate of Incumbency for Anchorman Kavac Limited
6. Certificate of Incorporation for Anchorman Kavac Limited

Declared this 16th day of February, 2017

....

Diane Dentith

I, in my capacity as Notary Public, hereby certify this to be the true signature of Diane Dentith by:

....

Notary Public
Simcocks Advocates Limited
Ridgeway Street
Douglas
Isle of Man
IM99 1PY

ALEXANDER D. SPENCER
NOTARY PUBLIC
RIDGEWAY HOUSE
RIDGEWAY STREET
DOUGLAS
ISLE OF MAN IM99 1PY
TEL +44 (0)1624 690300
aspencer@simcocks.com

#VPC:REP60255#

TERRITORY OF THE BRITISH VIRGIN ISLANDS
BVI BUSINESS COMPANIES ACT, 2004

4A19B80601

CERTIFICATE OF GOOD STANDING
(SECTION 235)

The REGISTRAR OF CORPORATE AFFAIRS, of the British Virgin Islands HEREBY CERTIFIES that, pursuant to the BVI Business Companies Act, 2004 at the date of this certificate, the company,

Anchorman Kavac Limited

BVI COMPANY NUMBER: **1684052**

1. Is on the Register of Companies;

2. Has paid all fees and penalties due under the Act;

3. Has not filed articles of merger or consolidation that have not become effective;

4. Has not filed articles of arrangement that have not yet become effective;

5. Is not in voluntary liquidation;

6. Is not in liquidation under the Insolvency Act, 2003;

7. Is not in receivership under the Insolvency Act, 2003;

8. Is not in administrative receivership; and

9. Proceedings to strike the name of the company off the Register of Companies have not been instituted.

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 1 pages, is a true and faithful copy of the original.
Date: 16/02/17
Signature:
Name: DAVE DEVITT
Position: DIRECTOR
Company: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street
Douglas, Isle of Man
IM1 2AL

REGISTRAR OF CORPORATE AFFAIRS ★ BVI FINANCIAL SERVICES COMMISSION FSC

REGISTRAR OF CORPORATE AFFAIRS
13th day of February, 2017

SOVEREIGN.
SOVEREIGN TRUST (ISLE OF MAN) LIMITED
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man, IM1 2AL
Tel: +44 1624 699 800 Fax: +44 1624 699 801 iom@SovereignGroup.com www.SovereignGroup.com

CERTIFICATE OF INCUMBENCY

As at 14 February 2017

Name of Company	Sovereign Managers Limited
Incorporated	1st November 2006, Isle of Man
Incorporation Number	000022V
Registered Office Address	Sovereign House 14-16 Nelson Street, Douglas Isle of Man IM1 2AL
Registered Agent	Sovereign Trust (Isle of Man) Limited Sovereign House 14-16 Nelson Street, Douglas Isle of Man IM1 2AL
Directors	Diane Dentith John Philip Dentith Gill Graham
Authorised signatories	Diane Dentith John Philip Dentith Gill Graham Sandra Elizabeth Grice Kerry Ann Scholes Steven Bradley Underwood Elsdon Mark Watson Charlotte Emily Robinson
Issued capital	1 Ordinary Share of GBP 1.00
Shareholders	Sovereign Trust (Isle of Man) Limited Sovereign House 14-16 Nelson Street Douglas Isle of Man IM1 2AL
Charges	None: The Company is totally unencumbered

We hereby certify that the above information is true and correct and verify that since the incorporation of the company, it remains in goodstanding as at the present date. It has not been struck off the register and is not in the process of being wound up.

For and on behalf of Sovereign Trust (Isle of Man) Limited
Registered Agent to the Company

Diane Dentith
Director
#VPC:REP59732#

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 1 pages, is a true and faithful copy of the original.

Date: 14/02/17
Signature:
Name: DIANE DENTITH
Position: DIRECTOR
Company: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street
Douglas, Isle of Man
IM1 2AL

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UNITED KINGDOM
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uk@SovereignGroup.com

Directors
D Dentith FCIS
K.A. Scholes LLB (Hons), TEP
B.D. Shelton FCIS
S.B. Underwood LLB

Company registered in the Isle of Man
Registration No. 093380C

Licensed by the Isle of Man Financial Services Authority as a Corporate Service Provider (Licence No. 43215) and as a Trust Service Provider (Licence No. 4352

SOVEREIGN.

SOVEREIGN TRUST (ISLE OF MAN) LIMITED
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man, IM1 2AL
Tel: +44 1624 699 800 Fax: +44 1624 699 801 iom@SovereignGroup.com www.SovereignGroup.com

CERTIFICATE OF INCUMBENCY

As at 14 February 2017

Name of Company	Sovereign Directors Ltd
Incorporated	14th November 2012, Isle of Man
Incorporation Number	008993V
Registered Office Address	Sovereign House 14-16 Nelson Street, Douglas Isle of Man IM1 2AL
Registered Agent	Sovereign Trust (Isle of Man) Limited Sovereign House 14-16 Nelson Street, Douglas Isle of Man IM1 2AL
Directors	Diane Dentith John Philip Dentith Gill Graham
Authorised signatories	Diane Dentith John Philip Dentith Gill Graham Sandra Elizabeth Grice Kerry Ann Scholes Steven Bradley Underwood Elsdon Mark Watson Charlotte Emily Robinson
Issued capital	1 Ordinary Share of GBP 1.00
Shareholders	Sovereign Trust (Isle of Man) Limited Sovereign House 14-16 Nelson Street Douglas Isle of Man IM1 2AL
Charges	None: The Company is totally unencumbered

We hereby certify that the above information is true and correct and verify that since the incorporation of the company, it remains in goodstanding as at the present date. It has not been struck off the register and is not in the process of being wound up.

For and on behalf of Sovereign Trust (Isle of Man) Limited
Registered Agent to the Company

Diane Dentith
Director

#VPC:REP59731#

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 1 pages, is a true and faithful copy of the original.

Date: 14.02.17
Signature:
Name: DIANE DENTITH
Position: DIRECTOR
Company: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street
Douglas, Isle of Man
IM1 2AL

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UNITED KINGDOM
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Directors
D. Dentith FCIS
J.P. Dentith
G. Graham
K.A. Scholes LLB (Hons) TEP
S.B. Underwood LLB

Company registered in the Isle of Man Registration No. [illegible]

Licensed by the Isle of Man Financial Services Authority as a Corporate Service Provider (Licence No. 43215) and as a Trust Service Provider (Licence No. [illegible])

SOVEREIGN

SOVEREIGN TRUST (ISLE OF MAN) LIMITED
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man, IM1 2AL
Tel: +44 1624 699 800 Fax: +44 1624 699 801 iom@SovereignGroup.com www.SovereignGroup.com

CERTIFICATE OF INCUMBENCY

as at 14 February 2017

Name of Company:	Sovereign Trust (Isle of Man) Limited
Incorporated:	19th October 1998, Isle of Man
Incorporation Number:	093380C
Registered Office Address:	Sovereign House, 14-16 Nelson Street Douglas Isle of Man IM1 2AL
Directors:	Diane Dentith The Poplars Victoria Road Douglas Isle of Man IM2 4AS John Philip Dentith The Poplars Victoria Road Douglas Isle of Man IM2 4AS Gill Graham 8 Africa Court Off Salisbury Street Douglas Isle of Man IM2 3GA Barbara Dian Skelton Ballamaria Bay View Road Port St Mary Isle of Man IM9 5AQ Kerry Ann Scholes 38 Picadilly Court Queens Promenade Douglas Isle of Man IM2 4NS

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 2 pages, is a true and faithful copy of the original.

Date: 14/02/17
Signature:
Name: DIANE DENTITH
Position: DIRECTOR
Company: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street
Douglas, Isle of Man
IM1 2AL

#VPC:REP59733#

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Tel: +350 200 76173
gib@SovereignGroup.com

RegisterAnAircraft.com
Tel: +350 200 76173
rana@SovereignGroup.com

RegisterAYacht.com
Tel: +350 200 51870
ray@SovereignGroup.com

Sovereign Accounting Services (Gibraltar) Limited
Tel: +350 200 48669
sasgib@SovereignGroup.com

Sovereign Asset Management Limited
Tel: +350 200 41054
sam@SovereignGroup.com

Sovereign Insurance Services Limited
Tel: +350 200 52908
sis@SovereignGroup.com

GUERNSEY
Tel: +44 1481 729 965
ci@SovereignGroup.com

HONG KONG
Tel: +852 2542 1177
hk@SovereignGroup.com

ISLE OF MAN
Tel: +44 1624 699 800
iom@SovereignGroup.com

MALTA
Tel: +356 21 228 411
ml@SovereignGroup.com

MAURITIUS
Tel: +230 403 0813
mu@SovereignGroup.com

THE NETHERLANDS
Tel: +31 20 428 1630
nl@SovereignGroup.com

PORTUGAL
Tel: +351 282 340 480
port@SovereignGroup.com

SEYCHELLES
Tel: +248 4321 000
sc@SovereignGroup.com

SINGAPORE
Tel: +65 6222 3209
sg@SovereignGroup.com

SOUTH AFRICA, CAPE TOWN
Tel: +27 21 418 2170
sact@SovereignGroup.com

SOUTH AFRICA, JOHANNESBUR
Tel: +27 11 305 7480
sajb@SovereignGroup.com

SWITZERLAND
Tel: +41 21 971 1485
ch@SovereignGroup.com

TURKS & CAICOS ISLANDS
Tel: +1 649 946 2050
tci@SovereignGroup.com

UNITED KINGDOM
Tel: +44 20 7389 0555
uk@SovereignGroup.com

Directors
D. Dentith FCIS
J.P. Dentith
G. Graham
K.A. Scholes LLB (Hons), TEP
B.D. Skelton FCIS
S.B. Underwood LLB

Company registered in the Isle of Man Registration No. 093380C

Licensed by the Isle of Man Financial Services Authority as a Corporate Service Provider (Licence No. 43215) and as a Trust Service Provider (Licence No. 4352

SOVEREIGN.

SOVEREIGN TRUST (ISLE OF MAN) LIMITED
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man, IM1 2AL
Tel: +44 1624 699 800 Fax: +44 1624 699 801 iom@SovereignGroup.com www.SovereignGroup.com

Steven Bradley Underwood
19 Royal Avenue West
Apartment 3
Onchan
Isle of Man IM3 1HB

Secretary:	John Philip Dentith The Poplars Victoria Road Douglas Isle of Man IM2 4AS 23/03/1958
Charges:	None: The company is totally unencumbered.

We hereby certify that the above information is true and correct and verify that since the incorporation of the company, it remains in goodstanding as at the present date. It has not been struck off the register and is not in the process of being wound up.

Yours sincerely
For Sovereign Trust (Isle of Man) Limited

Mrs Diane Dentith, FCIS
Director

#VPC:REP59733#

BAHAMAS
Tel: +1 242 322 5444
bh@SovereignGroup.com

BAHRAIN
Tel: +973 17 1515 71
bahrain@SovereignGroup.com

BRITISH VIRGIN ISLANDS
Tel: +1 284 495 3232
bvi@SovereignGroup.com

CAYMAN ISLANDS
Tel: +1 949 7555
cay@SovereignGroup.com

CHINA, BEIJING
Tel: +86 10 6582 0268
china@SovereignGroup.com

CHINA, SHANGHAI
Tel: +86 21 5211 0068
china@SovereignGroup.com

CURAÇAO
Tel: +599 9 465 2598
cu@SovereignGroup.com

CYPRUS
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DUBAI
Tel: +971 4 448 6010
dubai@SovereignGroup.com

GIBRALTAR
Tel: +350 200 76173
gib@SovereignGroup.com

RegisterAnAircraft.com
Tel: +350 200 76173
rana@SovereignGroup.com

RegisterAYacht.com
Tel: +350 200 51870
ray@SovereignGroup.com

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Sovereign Asset Management Limited
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sam@SovereignGroup.com

Sovereign Insurance Services Limited
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sis@SovereignGroup.com

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port@SovereignGroup.com

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sc@SovereignGroup.com

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sg@SovereignGroup.com

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sact@SovereignGroup.com

SOUTH AFRICA, JOHANNESBUR
Tel: +27 11 305 7480
sajb@SovereignGroup.com

SWITZERLAND
Tel: +41 21 971 1485
ch@SovereignGroup.com

TURKS & CAICOS ISLANDS
Tel: +1 649 946 2050
tci@SovereignGroup.com

UNITED KINGDOM
Tel: +44 20 7389 0555
uk@SovereignGroup.com

Directors
D. Dentith FCIS
J.P. Dentith
G. Graham
K.A. Scholes LLB (Hons), TEP
B.D. Skelton FCIS
S.B. Underwood LLB

Company registered
in the Isle of Man
Registration No. 093780C

Licensed by the Isle of Man Financial Services Authority as a Corporate Servic Provider (Licence No. 43215) and as a Trust Service Provider (Licence No. 4352

SOVEREIGN

Sovereign Registrars (Isle of Man) Limited
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man IM1 2AL
Tel: +44 (0) 1624 699807 Fax: +44 (0) 1624 699801
iom@SovereignGroup.com www.SovereignGroup.com

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 2 pages, is a true and faithful copy of the original.
Date: 14/02/17
Signature:
Name: DIANE DENTITH
Position: DIRECTOR
Company: Sovereign Trust (Isle of Man) Limited ~~Sovereign House~~ 14-16 Nelson Street Douglas, Isle of Man IM1 2AL

CERTIFICATE OF INCUMBENCY

as at 13 February 2017

Name of Company	**Anchorman Kavac Limited** ("the Company")
Incorporated	5th December 2011, British Virgin Islands
Incorporation Number	1684052
Registered Office Address	Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands
Registered Agent	Sovereign Corporate (BVI) Limited Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands
Directors	Sovereign Directors Ltd Sovereign House 14-16 Nelson Street Douglas Isle of Man IM1 2AL Sovereign Managers Limited Sovereign House 14-16 Nelson Street Douglas Isle of Man IM1 2AL
Secretary	Sovereign Registrars (Isle of Man) Limited Sovereign House 14-16 Nelson Street Douglas Isle of Man IM1 2AL
Issued capital	500 Ordinary Shares of EUR 1.00 14,500 Class B Shares of EUR 100.00
Shareholders	Anchorman Holdings Inc Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands (500 Class A Shares of EUR 1.00)

Registered in the Isle of Man with Registered Number: 105707C
Directors: H. T. D. Bilton (Barrister), D. Dentith FCIS & J. P. Dentith

SOVEREIGN

Sovereign Registrars (Isle of Man) Limited
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man IM1 2AL
Tel: +44 (0) 1624 699807 Fax: +44 (0) 1624 699801
iom@SovereignGroup.com www.SovereignGroup.com

Ashridge 1 Limited ORBS
Unit 2, Mortson House Princes
Court Nantwich Cheshire CW5 6GD
(1,250 Class B Shares of EUR 100.00)

David Lyndon Barraclough and Sally Irene Barraclouth as Corporate Trustess of the Toiletry Sales Limited Directors Pension Scheme
(1,500 Class B Shares of EUR 100.00)

DC3 Pen Limited SSAS
Unit 2, Morston House, Princes Court
Nantwich Cheshire CW5 6GD
(250 Class B Shares of EUR 100.00)

Stewart Kelvin & June Patricia Hughes
3 Hardy Close, Barton Under Needwood
Burton Upon Trent Staffordshire DE13 8HG UK
(500 Class B Shares of EUR 100.00)

Remkis Investments Limited
Glen Falls, Birch Tree Lane
Newcastle United Kingdom ST5 5HE
(10,000 Class B Shares of EUR 100.00)

William James Toner and Tax Wealth Trustees LLP as Trustee of The WJT Limited ORBS Trust
Unit 2, Morston House, Princes Court
Nantwich Cheshire CW5 6GD
(1,000 Class B Shares of EUR 100.00)

Charges None: The Company is totally unencumbered

We hereby certify that the above information is true and correct and verify that since the incorporation of the Company, it remains in goodstanding as at the present date. It has not been struck off the register and is not in the process of being wound up.

For and on behalf of Sovereign Registrars (Isle of Man) Limited

Diane Dentith
Director

TERRITORY OF THE BRITISH VIRGIN ISLANDS
BVI BUSINESS COMPANIES ACT, 2004

CERTIFICATE OF INCORPORATION
(SECTION 7)

The REGISTRAR of CORPORATE AFFAIRS, of the British Virgin Islands HEREBY CERTIFIES, that pursuant to the BVI Business Companies Act, 2004, all the requirements of the Act in respect of incorporation having been complied with,

Anchorman Kavac Limited

BVI COMPANY NUMBER: **1684052**

is incorporated in the BRITISH VIRGIN ISLANDS as a BVI BUSINESS COMPANY, this 5th day of December, 2011.

REGISTRAR OF CORPORATE AFFAIRS
BVI FINANCIAL SERVICES COMMISSION
FSC

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 1 pages, is a true and faithful copy of the original.

Date: 14/02/17

Signature:

Name: DIANE DENTITH

Position: DIRECTOR

Company: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street
Douglas, Isle of Man
IM1 2AL

for **REGISTRAR OF CORPORATE AFFAIRS**
5th day of December, 2011

Apostil

(Haška konvencija od 5. oktobra 1961)

1. Zemlja: Ostrvo Man

Ovaj javni dokument je

2. potpisan od strane ALEXANDER DAVID SPENCER

3. koja obavlja funkciju JAVNOG NOTARA

4. ima pečat / štambilj NAVEDENOG JAVNOG NOTARA

Ovjereno

5. u Douglasu 6. 17. 02. 2017.

7. od strane njegove ekselencije zamjenika guvernera Ostrva Man

8. Broj (M) IOM 0098226

9. Pečat 10. Potpis

Alison Jane Kelly
Zamjenik glavnog voditelja registra
(potpisano)
....
Za njegovu ekselenciju zamjenika guvernera

Ostrvo Man je teritorija unutrašnje samouprave koja zavisi od britanske krune. Ono nije dio Ujedinjenog Kraljevstva ali je Ujedinjeno Kraljevstvo odgovorno za njegove međunarodne odnose.

Ako se ovaj dokument koristi u zemlji koja nije potpisnica Haške konvencije od 5. oktobra 1961, treba ga pokazati konzularnom odjeljenju misije koja predstavlja tu zemlju.

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

IZJAVA

Ja, **Diane Dentith**, direktor kompanije Sovereign Registrars (Isle of Man) Limited, sekretara kompanije **Anchorman Kavac Limited**, kompanije osnovane na Britanskim Djevičanskim Ostrvima 05. decembra 2011, registarski broj 1684052 sa sjedištem na adresi Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, Britanska Djevičanska Ostrva, ovim svečano i iskreno izjavljujem da su dokumenti u prilogu vjerne kopije originala i dajem ovu izjavu savjesno sa uvjerenjem da je ista istinita u skladu sa odredbama Zakona o dokaznim sredstvima 1871.

1. Uvjerenje o bonitetu za Anchorman Kavac Limited
2. Uvjerenje o ovlaštenjima za Sovereign Managers Limited izdato od strane registrovanog zastupnika
3. Uvjerenje o ovlaštenjima za Sovereign Directors Ltd izdato od strane registrovanog zastupnika
4. Uvjerenje o ovlaštenjima za Sovereign Trust (Isle of Man) Limited kao registrovanog zastupnika Sovereign Directors Ltd i Sovereign Managers Limited.
5. Uvjerenje o ovlaštenjima za Anchorman Kavac Limited
6. Uvjerenje o osnivanju za Anchorman Kavac Limited

Izjava data 16. februara 2017.

.... (potpisano)
Diane Dentith

Ja, u svojstvu javnog notara, ovim potvrđujem da je ovo vjeran potpis Diane Dentith:

.... (potpisano)

Javni notar
Simcocks Advocates Limited
Ridgeway Street
Douglas
Ostrvo Man
IM99 1PY

ALEXANDER D. SPENCER
JAVNI NOTAR
RIDGEWAY HOUSE
RIDGEWAY STREET
DOUGLAS
ISLE OF MAN IM99 1PY
TEL: +44(0)1624 690300
aspencer@simcocks.com

#VPC:REP60255#

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

TERITORIJA BRITANSKIH DJEVIČANSKIH OSTRVA
ZAKON O POSLOVNIM KOMPANIJAMA BDO 2004

UVJERENJE O BONITETU
(ČLAN 235)

VODITELJ REGISTRA KORPORATIVNIH POSLOVA za Britanska Djevičanska Ostrva OVIM POTVRĐUJE da u skladu sa Zakonom o poslovnim kompanijama BDO 2004 na dan izdavanja ovog uvjerenja, kompanija

Anchorman Kavac Limited

BROJ KOMPANIJE NA BDO: **1684052**

1. Se nalazi u Registru kompanija;
2. Platila je sve takse i kazne koje su dospjele po zakonu;
3. Nije pokrenula nikakve ugovore o pripajanju ili konsolidaciji koji nijesu postali valjani;
4. Nije pokrenula nikakve ugovore koji još nijesu postali valjani;
5. Nije u dobrovoljnoj likvidaciji;
6. Nije u procesu likvidacije u skladu sa Zakonom o stečaju 2003;
7. Nije pod stečajnom upravom u skladu sa Zakonom o stečaju 2003;
8. Nije pod upravnim stečajem; i
9. Postupak da se izbriše ime kompanije iz Registra kompanija nije pokrenut.

Nakon pregleda originala i ovog dokumenta, ovim potvrđujem da je ovaj dokument koji se sastoji od 1 strane vjerna kopija originala.
Datum: 16. 02. 2017.
Potpis: potpisano
Ime: DIANE DENTITH
Funkcija: Direktor
Kompanija: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street,
Douglas, Ostrvo Man IM1 2AL

Logo:
Voditelj registra korporativnih poslova (potpisano)
Komisija za finansijske usluge **VODITELJ REGISTRA KORPORATIVNIH POSLOVA**
13. 02. 2017.

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

Sovereign Trust (Isle of Man) Limited
Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Tel: +44(0)1624 699800 Fax: +44(0)1624 699801
iom@SovereignGroup.com www.SovereignGroup.com

UVJERENJE O OVLAŠTENJIMA

14. februar 2017.

Ime kompanije	**Sovereign Managers Limited**
Osnovana	01. novembar 2006, Ostrvo Man
Broj osnivanja	000022V
Adresa sjedišta	Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Registrovani zastupnik	Soverign Trust (Isle of Man) Limited Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Direktori	Diane Dentith John Philip Dentith Gill Graham
Ovlašteni potpisnici	Diane Dentith John Philip Dentith Gill Graham Sandra Elizabeth Grice Kerry Ann Scholes Steven Bradley Underwood Elsdon Mark Watson Charlotte Emily Robinson
Emitovani kapital	1 obična dionica od 1,00 GBP
Dioničari	Sovereign Trust (Isle of Man) Limited Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Tereti	Kompanija nema nikakvih tereta.

Ovim potvrđujemo da je gore navedena informacija tačna i potvrđujemo da od osnivanja kompanije, ona ima dobar poslovni ugled do današnjeg dana. Nije izbrisana iz registra i nije u procesu likvidacije.

Za i u ime Sovereign Trust (Isle of Man) Limited
registrovanog zastupnika Kompanije
(potpisano)
Diane Dentith
Direktor

Nakon pregleda originala i ovog dokumenta, ovim potvrdujem da je ovaj dokument koji se sastoji od 1 strane vjerna kopija originala.
Datum: 14. 02. 2017.
Potpis: potpisano
Ime: DIANE DENTITH
Funkcija: DIREKTOR
Kompanija: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street,
Douglas, Isle of Man IM1 2AL

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
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Tel: +44(0)1624 699800 Fax: +44(0)1624 699801
iom@SovereignGroup.com www.SovereignGroup.com

UVJERENJE O OVLAŠTENJIMA

14. februar 2017.

Ime kompanije	**Sovereign Directors Limited**
Osnovana	14. novembar 2012, Ostrvo Man
Broj osnivanja	008993V
Adresa sjedišta	Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Registrovani zastupnik	Soverign Trust (Isle of Man) Limited Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Direktori	Diane Dentith John Philip Dentith Gill Graham
Ovlašteni potpisnici	Diane Dentith John Philip Dentith Gill Graham Sandra Elizabeth Grice Kerry Ann Scholes Steven Bradley Underwood Elsdon Mark Watson Charlotte Emily Robinson
Emitovani kapital	1 obična dionica od 1,00 GBP
Dioničari	Sovereign Trust (Isle of Man) Limited Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Tereti	Kompanija nema nikakvih tereta.

Ovim potvrđujemo da je gore navedena informacija tačna i potvrđujemo da od osnivanja kompanije, ona ima dobar poslovni ugled do današnjeg dana. Nije izbrisana iz registra i nije u procesu likvidacije.

Za i u ime Sovereign Trust (Isle of Man) Limited
registrovanog zastupnika Kompanije
(potpisano)
Diane Dentith
Direktor

Nakon pregleda originala i ovog dokumenta, ovim potvrđujem da je ovaj dokument koji se sastoji od 1 strane vjerna kopija originala.
Datum: 14. 02. 2017.
Potpis: potpisano
Ime: DIANE DENTITH
Funkcija: DIREKTOR
Kompanija: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street,
Douglas, Isle of Man IM1 2AL

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
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iom@SovereignGroup.com www.SovereignGroup.com

UVJERENJE O OVLAŠTENJIMA

14. februar 2017.

Ime kompanije	**Sovereign Trust (Isle of Man) Limited**
Osnovana	19. oktobar 1998, Ostrvo Man
Broj osnivanja	093380C
Adresa sjedišta	Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Direktori	Diane Dentith The Poplars, Victoria Road Douglas, Ostrvo Man, IM2 4AS
	John Philip Dentith The Poplars, Victoria Road Douglas, Isle of Man, IM2 4AS
	Gill Graham 8 Africa Court, Off Salisbury Street, Douglas, Ostrvo Man, IM2 2AL
	Barbara Dian Skelton Ballamaria Bay View Road Port St Mary Ostrvo Man IM9 5AQ
	Kerry Ann Scholes 38 Picadilly Court Queens Promenade Douglas Ostrvo Man IM2 4NS
	Steven Bradley Underwood 19 Royal Avenue West Apartment 3 Onchan Ostrvo Man IM3 1HB
Sekretar	John Philip Dentith The Poplars, Victoria Road Douglas, Ostrvo Man, IM2 4AS 23/03/1958
Tereti	Kompanija nema nikakvih tereta.

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

Ovim potvrđujemo da je gore navedena informacija tačna i potvrđujemo da od osnivanja kompanije, ona ima dobar poslovni ugled do današnjeg dana. Nije izbrisana iz registra i nije u procesu likvidacije.

Za i u ime Sovereign Trust (Isle of Man) Limited
registrovanog zastupnika Kompanije
(potpisano)
Diane Dentith
Direktor

Nakon pregleda originala i ovog dokumenta, ovim potvrđujem da je ovaj dokument koji se sastoji od 1 strane vjerna kopija originala.
Datum: 14. 02. 2017.
Potpis: potpisano
Ime: DIANE DENTITH
Funkcija: DIREKTOR
Kompanija: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street,
Douglas, Isle of Man IM1 2AL

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

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Tel: +44(0)1624 699807 Fax: +44(0)1624 699801
iom@SovereignGroup.com www.SovereignGroup.com

UVJERENJE O OVLAŠTENJIMA

13. februar 2017.

Ime kompanije	**Anchorman Kavac Limited** („Kompanija“)
Osnovana	05. decembra 2011, Britanska Djevičanska Ostrva
Broj osnivanja	1684052
Adresa sjedišta	Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, Britanska Djevičanska Ostrva
Registrovani zastupnik	Sovereign Corporate (BVI) Limited Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, Britanska Djevičanska Ostrva
Direktori	Sovereign Directors Limited Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL Sovereign Managers Limited Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Sekretar	Sovereign Registrars (Isle of Man) Limited Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Emitovani kapital	500 običnih dionica od 1,00 EUR 14.500 dionica klase B od 100,00 EUR
Dioničari Nakon pregleda originala i ovog dokumenta, ovim potvrđujem da je ovaj dokument koji se sastoji od 1 strane vjerna kopija originala. Datum: 14. 02. 2017. Potpis: potpisano Ime: DIANE DENTITH Funkcija: DIREKTOR Kompanija: Sovereign Trust (Isle of Man) Limited Sovereign House 14-16 Nelson Street,	Anchorman Holdings Inc Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, Britanska Djevičanska Ostrva (500 običnih dionica od 1,00 EUR) Ashridge 1 Limited ORBS Unit 2, Mortson House Princes Court Nantwich Cheshire CW5 6GD (1.250 dionica klase B od 100,00 EUR)

#VPC:REP59276#

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

Sovereign Managers Limited
Sovereign House, 14-16 Nelson Street, Douglas, Ostrvo Man IM1 2AL
Tel: +44(0)1624 699807 Fax: +44(0)1624 699801
iom@SovereignGroup.com www.SovereignGroup.com

	David Lyndon Barraclough i Sally Irene Barraclough kao korporativni povjerenici penzione sheme za direktore Toiletry Sales Limited (1.500 dionica klase B od 100,00 EUR) DC3 Pen Limited SSAS Unit 2, Mortson House Princes Court Nantwich Cheshire CW5 6GD (250 dionica klase B od 100,00 EUR) Stewart Kelvin & June Patricia Hughes 3 Hardy Close, Barton Under Needwood Burton Upon Trent Staffordshire DE13 8HG UK (500 dionica klase B od 100,00 EUR) Remkis Investment Limited Glen Falls, Birch Tree Lane Newcastle, Ujedninjeno Kraljevstvo ST5 5HE (10.000 dionica klase B od 100,00 EUR) William James Toner i Tax Wealth Trustees LLP kao povjerilac WJT Limited ORBS Trusta Unit 2, Mortson House Princes Court Nantwich Cheshire CW5 6GD (1.000 dionica klase B od 100,00 EUR)
Tereti	Kompanija nema nikakvih tereta

Ovim potvrđujemo da je gore navedena informacija tačna i potvrđujemo da od osnivanja kompanije, ona ima dobar poslovni ugled do današnjeg dana. Nije izbrisana iz registra i nije u procesu likvidacije.

Za i u ime Sovereign Registrars (Isle of Man) Limited
Direktor Kompanije
(potpisano)
Diane Dentith
Direktor

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

TERITORIJA BRITANSKIH DJEVIČANSKIH OSTRVA
ZAKON O POSLOVNIM KOMPANIJAMA BRITANSKIH DJEVIČANSKIH OSTRVA 2004

POTVRDA O OSNIVANJU
(ČLAN 7)

Voditelj Registra kompanija Britanskih Djevičanskih Ostrva OVIM POTVRĐUJE da su, shodno Zakonu o Poslovnim kompanijama Britanskih Djevičanskih Ostrva 2004, ispunjeni svi zahtjevi ovog Zakona u pogledu osnivanja,

Anchorman Kavac Limited

BROJ KOMPANIJE NA BRITANSKIM DJEVIČANSKIM OSTRVIMA: 1684052

je osnovana na Britanskim Djevičanskim Ostrvima kao Poslovna Kompanija Britanskih Djevičanskih Ostrva, 05. decembra 2011.

(potpisano)
VODITELJ REGISTRA KOMPANIJA
05. decembra 2011.

Pečat: Voditelj registra
korporativnih poslova
FSC Provizija za finansijske usluge BDO

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK * PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE * BUDVA
Branislav Pantović

Nakon pregleda originala i ovog dokumenta, ovim potvrđujem da je ovaj dokument koji se sastoji od 1 strane vjerna kopija originala.
Datum: 14. 02. 2017.
Potpis: potpisano
Ime: DIANE DENTITH
Funkcija: DIREKTOR
Kompanija: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street,
Douglas, Isle of Man IM1 2AL

Ja, Branislav Pantović,
I, Branislav Pantović,

Stalni sudski tumač
Permanent Court Interpreter

Za________ engleski ________ jezik
For________ English ________ language.

Postavljen rješenjem ministra pravde br. 03-6500/06 od 05.07.2007.
Appointed by the Resolution of the Ministry of Justice No. 03-6500/06 of July 05th, 2007.

Potvrđujem da je ovaj prevod vjeran originalu
Certify that this is a correct and true translation
koji je sastavljen na engleskom jeziku.
made up in ________ language.

Troškovi prevoda iznose ________ €
Translation expenses amount to ________ €

U Budvi dana 07.03.2017

STALNI SUDSKI TUMAČ ZA ENGLESKI JEZIK
PERMANENT COURT INTERPRETER FOR THE ENGLISH LANGUAGE
Branislav Pantović
BUDVA

Apostille

(Hague Convention of 5 October 1961/Convention de la Haye du 5 Octobre 1961)

1. Country: Isle of Man
   Pays: l'Isle de Man

   This public document/Le présent acte public

2. has been signed by
   A été signé par ALEXANDER DAVID SPENCER

3. acting in the capacity of
   Agissant en qualité de NOTARY PUBLIC

4. bears the seal/stamp of
   Est revêtu du sceau/timbre de THE SAID NOTARY PUBLIC

Certified/Attesté

5. at Douglas/à Douglas

6. The/le 17 FEBRUARY 2017

7. by His Excellency the Lieutenenant Governor of the Isle of Man
   Par son Excellence le Lieutenant Gouverneur de l'Isle de Man

8. Number/sous No **(M) IOM** 0098226

9. Stamp:

10. Signature

ALISON JANE KELLY
ASSISTANT CHIEF REGISTRAR
For His Excellency the Lieutenant Governor

The Isle of Man is an internally self-governing dependent territory of the British Crown. It is not part of the United Kingdom but the United Kingdom is responsible for its international relations.

If this document is to be used in a country which is not party to the Hague Convention of 5 October 1961 it should be presented to the consular section of the mission representing that country.

DECLARATION

I, **Diane Dentith**, being a Director of Sovereign Registrars (Isle of Man) Limited, as Secretary of **Anchorman Kavac Limited** a company incorporated in the Isle of Man on 5th day of December, 2011 with Registration Number 1684052 and having its registered office situate at Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands hereby solemnly and sincerely declare that the attached documents are true copies of the originals AND I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Evidence Act 1871.

1. Certificate of Goodstanding for Anchorman Kavac Limited
2. Certificate of Incumbency for Sovereign Managers Limited issued by its Registered Agent
3. Certificate of Incumbency for Sovereign Directors Ltd issued by its Registered Agent
4. Certificate of Incumbency for Sovereign Trust (Isle of Man) Limited as Registered Agent of Sovereign Directors Ltd and Sovereign Managers Limited
5. Certificate of Incumbency for Anchorman Kavac Limited
6. Certificate of Incorporation for Anchorman Kavac Limited

Declared this 16th day of February, 2017

....
Diane Dentith

I, in my capacity as Notary Public, hereby certify this to be the true signature of Diane Dentith by:

....

Notary Public
Simcocks Advocates Limited
Ridgeway Street
Douglas
Isle of Man
IM99 1PY

ALEXANDER D. SPENCER
NOTARY PUBLIC
RIDGEWAY HOUSE
RIDGEWAY STREET
DOUGLAS
ISLE OF MAN IM99 1PY
TEL +44 (0)1624 690300
aspencer@simcocks.com

#VPC:REP60255#

TERRITORY OF THE BRITISH VIRGIN ISLANDS
BVI BUSINESS COMPANIES ACT, 2004

4A19B80601

CERTIFICATE OF GOOD STANDING
(SECTION 235)

The REGISTRAR OF CORPORATE AFFAIRS, of the British Virgin Islands HEREBY CERTIFIES that, pursuant to the BVI Business Companies Act, 2004 at the date of this certificate, the company,

Anchorman Kavac Limited

BVI COMPANY NUMBER: **1684052**

1. Is on the Register of Companies;

2. Has paid all fees and penalties due under the Act;

3. Has not filed articles of merger or consolidation that have not become effective;

4. Has not filed articles of arrangement that have not yet become effective;

5. Is not in voluntary liquidation;

6. Is not in liquidation under the Insolvency Act, 2003;

7. Is not in receivership under the Insolvency Act, 2003;

8. Is not in administrative receivership; and

9. Proceedings to strike the name of the company off the Register of Companies have not been instituted.

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 1 pages is a true and faithful copy of the original.

Date: 16/02/17

Signature:

Name: DIANE DEAUTHI

Position: DIRECTOR

Company: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street
Douglas, Isle of Man
IM1 2AL

REGISTRAR OF CORPORATE AFFAIRS
BVI FINANCIAL SERVICES COMMISSION
FSC

REGISTRAR OF CORPORATE AFFAIRS
13th day of February, 2017

SOVEREIGN.

SOVEREIGN TRUST (ISLE OF MAN) LIMITED
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man, IM1 2AL
Tel: +44 1624 699 800 Fax: +44 1624 699 801 iom@SovereignGroup.com www.SovereignGroup.com

CERTIFICATE OF INCUMBENCY

As at 14 February 2017

Name of Company	Sovereign Managers Limited
Incorporated	1st November 2006, Isle of Man
Incorporation Number	000022V
Registered Office Address	Sovereign House 14-16 Nelson Street, Douglas Isle of Man IM1 2AL
Registered Agent	Sovereign Trust (Isle of Man) Limited Sovereign House 14-16 Nelson Street, Douglas Isle of Man IM1 2AL
Directors	Diane Dentith John Philip Dentith Gill Graham
Authorised signatories	Diane Dentith John Philip Dentith Gill Graham Sandra Elizabeth Grice Kerry Ann Scholes Steven Bradley Underwood Elsdon Mark Watson Charlotte Emily Robinson
Issued capital	1 Ordinary Share of GBP 1.00
Shareholders	Sovereign Trust (Isle of Man) Limited Sovereign House 14-16 Nelson Street Douglas Isle of Man IM1 2AL
Charges	None: The Company is totally unencumbered

We hereby certify that the above information is true and correct and verify that since the incorporation of the company, it remains in goodstanding as at the present date. It has not been struck off the register and is not in the process of being wound up.

For and on behalf of Sovereign Trust (Isle of Man) Limited
Registered Agent to the Company

Diane Dentith
Director

#VPC:REP59732#

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 1 pages, is a true and faithful copy of the original.

Date: 14/02/17
Signature:
Name: DIANE DENTITH
Position: DIRECTOR
Company: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street
Douglas, Isle of Man
IM1 2AL

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RegisterAnAircraft.com
RegisterAYacht.com
Sovereign Accounting Services (Gibraltar) Limited
Sovereign Asset Management Limited
Sovereign Insurance Services Limited
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ISLE OF MAN
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MAURITIUS
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SOVEREIGN TRUST (ISLE OF MAN) LIMITED
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man, IM1 2AL
Tel: +44 1624 699 800 Fax: +44 1624 699 801 iom@SovereignGroup.com www.SovereignGroup.com

CERTIFICATE OF INCUMBENCY

As at 14 February 2017

Name of Company	Sovereign Directors Ltd
Incorporated	14th November 2012, Isle of Man
Incorporation Number	008993V
Registered Office Address	Sovereign House 14-16 Nelson Street, Douglas Isle of Man IM1 2AL
Registered Agent	Sovereign Trust (Isle of Man) Limited Sovereign House 14-16 Nelson Street, Douglas Isle of Man IM1 2AL
Directors	Diane Dentith John Philip Dentith Gill Graham
Authorised signatories	Diane Dentith John Philip Dentith Gill Graham Sandra Elizabeth Grice Kerry Ann Scholes Steven Bradley Underwood Elsdon Mark Watson Charlotte Emily Robinson
Issued capital	1 Ordinary Share of GBP 1.00
Shareholders	Sovereign Trust (Isle of Man) Limited Sovereign House 14-16 Nelson Street Douglas Isle of Man IM1 2AL
Charges	None: The Company is totally unencumbered

We hereby certify that the above information is true and correct and verify that since the incorporation of the company, it remains in goodstanding as at the present date. It has not been struck off the register and is not in the process of being wound up.

For and on behalf of Sovereign Trust (Isle of Man) Limited
Registered Agent to the Company

Diane Dentith
Director

#VPC:REP59731#

Having seen the original and this document simultaneously, I hereby certify that this document comprising 1 pages. is a true and faithful copy of the original.

Date: 14/02/17
Signature:
Name: DIANE DENTITH
Position: DIRECTOR
Company: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street
Douglas, Isle of Man
IM1 2AL

BAHAMAS
BAHRAIN
BRITISH VIRGIN ISLANDS
CAYMAN ISLANDS
CHINA, BEIJING
CHINA, SHANGHAI
CURAÇAO
CYPRUS
DUBAI
GIBRALTAR
RegisterAnAircraft.com
RegisterAYacht.com
Sovereign Accounting Services (Gibraltar) Limited
Sovereign Asset Management Limited
Sovereign Insurance Services Limited
GUERNSEY
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SOVEREIGN TRUST (ISLE OF MAN) LIMITED
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man, IM1 2AL
Tel: +44 1624 699 800 Fax: +44 1624 699 801 iom@SovereignGroup.com www.SovereignGroup.com

CERTIFICATE OF INCUMBENCY

as at 14 February 2017

Name of Company:	Sovereign Trust (Isle of Man) Limited
Incorporated:	19th October 1998, Isle of Man
Incorporation Number:	093380C
Registered Office Address:	Sovereign House, 14-16 Nelson Street Douglas Isle of Man IM1 2AL
Directors:	Diane Dentith The Poplars Victoria Road Douglas Isle of Man IM2 4AS John Philip Dentith The Poplars Victoria Road Douglas Isle of Man IM2 4AS Gill Graham 8 Africa Court Off Salisbury Street Douglas Isle of Man IM2 3GA Barbara Dian Skelton Ballamaria Bay View Road Port St Mary Isle of Man IM9 5AQ Kerry Ann Scholes 38 Picadilly Court Queens Promenade Douglas Isle of Man IM2 4NS

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 2 pages, is a true and faithful copy of the original

Date: 14/02/17

Signature:

Name: DIANE DENTITH

Position: DIRECTOR

Company: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street
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IM1 2AL

#VPC:REP59733#

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RegisterAYacht.com
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ray@SovereignGroup.com

Sovereign Accounting Services (Gibraltar) Limited
Tel: +350 200 48662
sasgib@SovereignGroup.com

Sovereign Asset Management Limited
Tel: [illegible]
[illegible]

Sovereign Insurance Services Limited
Tel: [illegible]
[illegible]

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TURKS & CAICOS ISLANDS
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UNITED KINGDOM
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uk@SovereignGroup.com

Directors
D Dentith FCIS
JP Dentith
G Graham
K.A. Scholes [illegible]
B.D. Skelton FCIS
[illegible]

Company registered in the Isle of Man
Registration No 093380C

Licensed by the Isle of Man Financial Services Authority as a Corporate Service Provider [illegible] and as a Trust Service Provider [illegible]

SOVEREIGN TRUST (ISLE OF MAN) LIMITED
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man, IM1 2AL
Tel: +44 1624 699 800 Fax: +44 1624 699 801 iom@SovereignGroup.com www.SovereignGroup.com

Steven Bradley Underwood
19 Royal Avenue West
Apartment 3
Onchan
Isle of Man IM3 1HB

Secretary:

John Philip Dentith
The Poplars
Victoria Road
Douglas
Isle of Man IM2 4AS
23/03/1958

Charges:

None: The company is totally unencumbered.

We hereby certify that the above information is true and correct and verify that since the incorporation of the company, it remains in goodstanding as at the present date. It has not been struck off the register and is not in the process of being wound up.

Yours sincerely
For Sovereign Trust (Isle of Man) Limited

Mrs Diane Dentith. FCIS
Director

#VPC:REP59733#

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[illegible]

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sam@SovereignGroup.com

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uk@SovereignGroup.com

Directors
D. Dentith FCIS
J.P. Dentith
[illegible]
[illegible]
[illegible]
S.B. Underwood [illegible]

Company registered in the Isle of Man
Registration No. [illegible]

Licensed by the Isle of Man Financial Services Authority as a Corporate Service Provider (Licence No. [illegible]) and as a Trust Service Provider (Licence No. [illegible])

Sovereign Registrars (Isle of Man) Limited
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man IM1 2AL
Tel: +44 (0) 1624 699807 Fax: +44 (0) 1624 699801
iom@SovereignGroup.com www.SovereignGroup.com

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 2 pages, is a true and faithful copy of the original.
Date: 14/02/17
Signature:
Name: DIANE DENTITH
Position: DIRECTOR
Company: Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street
Douglas Isle of Man
IM1 2AL

CERTIFICATE OF INCUMBENCY

as at 13 February 2017

Name of Company	**Anchorman Kavac Limited** ("the Company")
Incorporated	5th December 2011, British Virgin Islands
Incorporation Number	1684052
Registered Office Address	Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands
Registered Agent	Sovereign Corporate (BVI) Limited Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands
Directors	Sovereign Directors Ltd Sovereign House 14-16 Nelson Street Douglas Isle of Man IM1 2AL Sovereign Managers Limited Sovereign House 14-16 Nelson Street Douglas Isle of Man IM1 2AL
Secretary	Sovereign Registrars (Isle of Man) Limited Sovereign House 14-16 Nelson Street Douglas Isle of Man IM1 2AL
Issued capital	500 Ordinary Shares of EUR 1.00 14,500 Class B Shares of EUR 100.00
Shareholders	Anchorman Holdings Inc Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, British Virgin Islands (500 Class A Shares of EUR 1.00)

#VPC:REP59726#

Registered in the Isle of Man with Registered Number: 105707C
Directors: H. T. D. Bilton (Barrister), D. Dentith FCIS & J. P. Dentith

Sovereign Registrars (Isle of Man) Limited
Sovereign House, 14-16 Nelson Street, Douglas, Isle of Man IM1 2AL
Tel: +44 (0) 1624 699807 Fax: +44 (0) 1624 699801
iom@SovereignGroup.com www.SovereignGroup.com

Ashridge 1 Limited ORBS
Unit 2, Mortson House Princes
Court Nantwich Cheshire CW5 6GD
(1,250 Class B Shares of EUR 100.00)

David Lyndon Barraclough and Sally Irene Barraclouth as Corporate Trustess of the Toiletry Sales Limited Directors Pension Scheme
(1,500 Class B Shares of EUR 100.00)

DC3 Pen Limited SSAS
Unit 2, Morston House, Princes Court
Nantwich Cheshire CW5 6GD
(250 Class B Shares of EUR 100.00)

Stewart Kelvin & June Patricia Hughes
3 Hardy Close, Barton Under Needwood
Burton Upon Trent Staffordshire DE13 8HG UK
(500 Class B Shares of EUR 100.00)

Remkis Investments Limited
Glen Falls, Birch Tree Lane
Newcastle United Kingdom ST5 5HE
(10,000 Class B Shares of EUR 100.00)

William James Toner and Tax Wealth Trustees LLP as Trustee of The WJT Limited ORBS Trust
Unit 2, Morston House, Princes Court
Nantwich Cheshire CW5 6GD
(1,000 Class B Shares of EUR 100.00)

Charges None: The Company is totally unencumbered

We hereby certify that the above information is true and correct and verify that since the incorporation of the Company, it remains in goodstanding as at the present date. It has not been struck off the register and is not in the process of being wound up.

For and on behalf of Sovereign Registrars (Isle of Man) Limited

Diane Dentith
Director

TERRITORY OF THE BRITISH VIRGIN ISLANDS
BVI BUSINESS COMPANIES ACT, 2004

CERTIFICATE OF INCORPORATION
(SECTION 7)

The REGISTRAR of CORPORATE AFFAIRS, of the British Virgin Islands HEREBY CERTIFIES, that pursuant to the BVI Business Companies Act, 2004, all the requirements of the Act in respect of incorporation having been complied with,

Anchorman Kavac Limited

BVI COMPANY NUMBER: **1684052**

is incorporated in the BRITISH VIRGIN ISLANDS as a BVI BUSINESS COMPANY, this 5th day of December, 2011.

REGISTRAR OF CORPORATE AFFAIRS
FSC
BVI FINANCIAL SERVICES COMMISSION

Having seen the original and this document simultaneously, I hereby certify that this document, comprising 1 pages, is a true and faithful copy of the original.

Date: 14/02/17

Signature:

Name: DIANE DENTITH

Position: DIRECTOR

Company:
Sovereign Trust (Isle of Man) Limited
Sovereign House
14-16 Nelson Street
Douglas, Isle of Man
IM1 2AL

for **REGISTRAR OF CORPORATE AFFAIRS**
5th day of December, 2011