

2011 ANNUAL CLIENT MEMO

Authorisation of Annual Return

All Cayman Islands companies and foreign registered companies must file an Annual Return with the Registrar of Companies. We will file your company's annual return with the Cayman Islands Government next year provided we have received payment of our annual invoice by no later than 31 December. **Please also note that payment of our annual invoice will constitute your authorization for us to file the Annual Return. The Annual Return will include the following representations, unless we have been specifically advised otherwise by you:**

- that there has been no alteration in the company's Memorandum of Association, other than an alteration in the name of the company, or an alteration already reported in accordance with the law;
- the operations of the company have been conducted mainly outside the Cayman Islands;
- the company has not, and will not, trade in the Cayman Islands (except in furtherance of its business outside the jurisdiction); and
- if issued, all bearer shares are held by an Authorised Custodian approved by the Cayman Islands Monetary Authority. Trident is able to provide this service to our Registered Office clients.

In paying our invoice, the directors and shareholders acknowledge that they are aware (i) that it is an offence to make or permit a false annual return declaration, and (ii) that the dealing in bearer shares, except as permitted by the Companies Law, is an offence. Such offences could expose the company, its shareholders, directors and officers to severe fines and penalties. The company would be liable to immediate dissolution and removal from the Register. All of its assets would then vest in the Cayman Islands Government.

Please notify this office immediately if any of these four representations are incorrect with respect to your company.