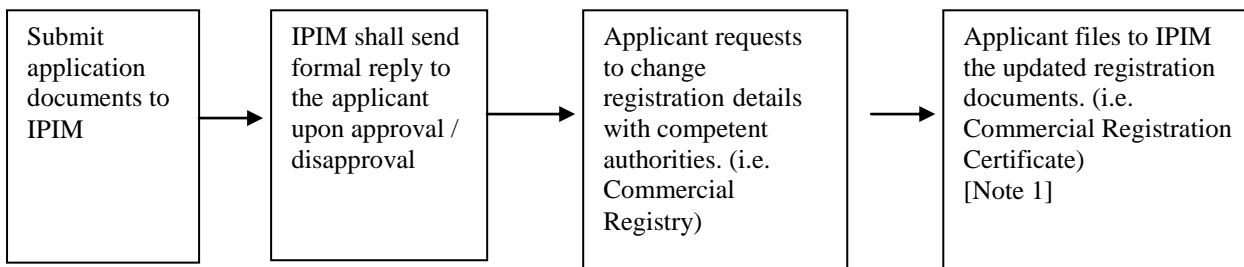


**Guidelines for Change of Directors**  
**Non-Finance Macao Offshore Company**

**Macao offshore company incorporated in Macao**

Any Macao commercial offshore company with valid license should apply with Macao Trade & Investment Promotion Institute (IPIM) for changing member of board of directors (corporate director/branch representative) and follow the flowchart as shown below:



**Basic Documents for Application with IPIM:**

1. (Original) An application letter (attention to the President of Macao Trade and Investment Promotion Institute) signed by the director(s) of the Macao offshore company, stating the application of the captioned item. If it is a Macao branch, the letter can be from the parent company.
2. (Certified true copy with signature notarized) Shareholders resolution of Macao Offshore Company regarding the above change. Shareholders resolution must comply with Title III “Commercial Bookkeeping” of Book I and Section VI “Books and Accounts of Company” of Title I of Book II of the Macao Commercial Code. If the Macao offshore company is incorporated as a branch, submit the parent company’s shareholders/directors resolution according the M&A of this parent company. Contents should include at least:
  - 2.1 The resolution regarding appointment or resignation of directors/branch representative.
  - 2.2 Any change or no change for the signatory power of the directors/branch representative of the Macao offshore company/branch.
3. Identification Documents of the proposed director(s)
  - 3.1 If proposed director is normal person, provide:  
(Certified True Copy) Copy of Identification Document with specimen of signature of the Director.
  - 3.2 If proposed director is corporate director:
    - 3.2.1. (Certified True Copy) Corporate Director’s resolution  
A directors’ resolution from the Corporate Director (a company) for accepting the appointment to be director of the Macao offshore company. It must include the decision to appoint a representative (namely his/her full name, identification number and place of issue, home address) and act on behalf of this corporate as the director of the Macao offshore company, and perform the necessary activities.
    - 3.2.2. (Certified True Copy) Copy of Identification Document with specimen of signature of the representative from the Corporate Director.
    - 3.2.3. (Original or certified true copy) M&A, Certificate of Incorporation, certificate of good standing of the Corporate Director.
    - 3.2.4. (Original or certified true copy) Certificate of Incumbency of the Corporate Director.
    - 3.2.5. (Certified True Copy) Copy of Identification Document of the directors of

Corporate Director.

4. (Original) Director's declaration

Include ID no., to state the acceptance to accept the appointment as the director of the Macao offshore company, and perform the necessary activities.

**Filing of Registration Documents:**

Upon the approval from IPIM, the Macao offshore company will have to register with competent authorities (i.e. Commercial Registry), and to submit the registration documents to IPIM to complete the process. They include:

5. Registration record issued by the Commercial Registry, which reflects the change (Copy).

Notes:

1. All changes recognized by IPIM are subject to filing of proper registration documents.