

**EFFECTING LEGAL ARRANGEMENTS AND
EXECUTING DOCUMENTS BY ELECTRONIC MEANS
– SEYCHELLES**

USUAL EXECUTION FORMALITIES		ELECTRONIC MEANS
COURT DOCUMENTS		
General	Court documents are usually filed as originals, with wet-ink signatures.	There is no provision of filing documents by electronic means. Electronic Signatures are not permissible.
AFFIDAVITS		
For Court Proceedings	In normal circumstances, affidavits for use in court proceedings are sworn in the presence of a notary public.	There is no provision of filing documents by electronic means. Electronic Signatures are not permissible.
For Other Purposes	In normal circumstances, affidavits filed in support of statutory procedures that are not court-specific are sworn in the presence of a notary public.	There is no provision of filing documents by electronic means. Electronic Signatures are not permissible.
AGREEMENTS AND CONTRACTS		
Individual	Agreements and contracts are typically signed by an individual and witnessed. Witnesses are not required for standard agreements and contracts, but are typically used as an evidentiary backstop, so that neither party can claim that they did not sign.	Electronic signatures permitted. Because witnessing is not strictly necessary, there is some freedom to use electronic means for witnessing. It may be prudent to record the signature and witnessing session for future validation.
Company	<p>International Business Companies Act, 2016 Section 37.</p> <p>(1) A contract may be entered into by a company as follows –</p> <p>(a) a contract that, if made between individuals, would by law be required to be in writing and made by deed or under seal, is validly entered into by a company as a deed or an instrument under seal if it is either;</p> <p>(i) sealed with the common seal of the company and witnessed by a director of the company or such other person who is authorised by the memorandum and articles to witness the application of the company's seal; or</p> <p>(ii) expressed to be, or is executed on behalf of the company and expressed to be executed as, or otherwise makes clear on its face that it is intended to be, a deed and it is signed by any person acting under the express or implied authority of the company.</p>	Electronic signatures permitted. As above, with the signatory being any person expressly or impliedly authorised to sign on behalf of the company. Advisable to pass resolutions permitting use of electronic signature w.r.t company documents and entry into agreements and contracts.

USUAL EXECUTION FORMALITIES		ELECTRONIC MEANS
	<p>(b) a contract that, if made between individuals, would be required by law to be in writing and signed by the parties thereto, may be entered into by or on behalf of the company in writing and signed by any person acting under the express or implied authority of the company;</p> <p>(c) a contract that, if made between individuals, would be valid although entered into orally and not reduced to writing, may be entered into orally by or on behalf of the company by any person acting under the express or implied authority of the company.</p> <p>Companies Act, 1972 (Domestic Companies)35.</p> <p>(1) Contracts on behalf of a company may be made as follows:</p> <p>(a) a contract which, if made between private persons, would be by law required to be in writing, or to be evidenced by writing, or to be signed by the parties to be charged therewith, or by the parties or any party thereto, may be made on behalf of the company in writing signed by any person acting under its authority, express or implied;</p> <p>(b) a contract which if made between private persons would by law be valid although not reduced into writing, may be made orally on behalf of the company by any persons acting under its authority, express or implied.</p> <p>NB: Execution formalities may also be dictated by the articles of association.</p>	
FILINGS AND RETURNS		
Financial Services Authority (FSA)	Documents are usually filed as originals.	<p>The FSA is accepting all correspondences that have been digitally signed with digital signatures generated using Digital Certificates issued by the following two recognised Certifying Authorities:</p> <ul style="list-style-type: none"> • WISEKEY • DOCUSIGN <p>Digital signatures generated using Digital Certificates issued by any other Certifying Authorities that have not been recognized will not be accepted. Only digital signatures from certifying authorities recognized by the Controller of Certifying Authorities and published in the Official gazette will be accepted.</p>
Registrar of Companies	Documents are usually filed as originals.	There are no announcements with respect to filing of electronic documents.
LAND REGISTRY DOCUMENTS		
All	Land Registry documents are filed as originals, with wet-ink signatures.	There are no announcements with respect to filing of electronic documents. Electronic Signatures are not permissible.

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NOTARIAL ACTS		
All	Notarial acts must be performed by a notary public and typically require the notary's signature and affixing of the seal.	Electronic Signatures are not permissible.
POWERS OF ATTORNEY		
Individual	Powers of Attorney are usually filed in Seychelles as originals, with wet-ink signatures.	Electronic Signatures are not permissible.
Company	Powers of Attorney are usually filed in Seychelles as originals, with wet-ink signatures.	Electronic Signatures are not permissible.
PROXY FORMS, APPOINTMENTS AND AUTHORISATIONS		
All	Proxies, appointments, consents and authorisations are, as a matter of best practice rather than statute, signed by the director or member (shareholder). The articles of association may impose additional formalities.	Electronic signatures permitted but check the articles re witnesses or specific formalities. Advisable to pass resolutions permitting use of electronic signature w.r.t company documents.
SHARE TRANSFER FORMS		
All	Share transfer forms are required to be signed by the transferor. The articles of association may impose additional requirements with respect to signature by transferee.	Electronic signatures permitted. Advisable to pass resolutions permitting use of electronic signature w.r.t company documents.
VIRTUAL CLOSINGS, GENERALLY		
All	The signing of all documents must meet the requirements for execution unique to the documents, as set out above.	It is important to agree the procedures with all parties to the transaction beforehand and, if relevant, consult with local counsel in each party's jurisdiction.
WILLS AND TESTAMENTARY INSTRUMENTS		
All	A Seychelles will must be executed in writing in presence of a notary. However, if the testator is unable, either from ignorance or physical incapacity, to sign his or her name, the presence of a second notary or of two witnesses able to sign their names shall be necessary both for the reading and for the signing of the will.	Electronic Signatures are not permissible.