

GABONXP CORPORATION

Prospectus – DEC 2020 | An In-Depth Breakdown

PROGRESS REPORT ◦ INCOME REPORT

MISSION STATEMENT ◦ VALUATION

SECURITIES OFFER ◦ DIVIDEND



LEADERSHIP MESSAGE

GabonTaxman | CEO





A MESSAGE FROM OUR CEO, GABONTAXMAN

GabonXP Corporation is an alternative to closed-door government enterprises, and we strive to allow everyone to be involved -- from the farmers to the material haulers to the shareholders -- in the outlook and future of an emerging emerald and material producer of the newly-independent Gabon.

In October 2020 we were founded in the midst of a torn society, days after the Gabonese independence referendum and when a majority of the populace were uncertain what the future held for livelihoods and businesses after the departure from the Union. We have since put stability at the forefront of our business, avoiding complications from the political sphere at large and focusing purely on our commercial growth and maintaining business relationships home and abroad.

GabonXP Corporation has already broken all types of productivity records in Gabon and Varkonia, showing our strong drive for production and performance long into the future.

We believe that the most sustainable businesses shall be the ones who will prosper long term, so by investing heavily in sustainability and ensuring no production line or material goes to waste, we believe we can grow strongly, and add significant value to your investment too.

GabonXP was born with a mission to change the way people view cooperatives and companies, and to make people as passionate about contributing to the

betterment of society as we are. Just three months later and we now employ 14 people, and are one of the world's leading XP and material producers with operations in three nations with the intent to further foreign and domestic growth.

And with your help, we can do just that.

GabonTaxman

GabonTaxman, CEO



IMPORTANT NOTICE & RISK FACTORS

Things to know before choosing to invest

Important Notice

To the best knowledge of the Corporation and the Directors the information contained in this document is in accordance with the facts.

GabonXP Corporation

Offer for subscription to raise 400 diamonds (subject to increase at the discretion of the Directors to no more than 800 diamonds).

New Class B Shares will be issued at a price of 4 diamonds per share with a minimum subscription of two shares for 8 diamonds.

The Offer opens on 20 December 2020. Once the Offer is open, it is expected that the first Class B Shares will be issued within 1 month, and then on a monthly basis thereafter. All Class B Shares will rank *pari passu* with existing Class B Shares from the date of issue. No change may be made to the rights attaching to Class B Shares without the approval of the holders of Class B Shares. All Class B Shares will be issued in registered form and be transferable in both certificated and uncertificated form and will qualify for all dividends and other distributions declared, paid or made by the Corporation in respect of Class B Shares thereafter.

Any shareholder that sells or otherwise transfers their shares to a person who is not a member of the Corporation must make the Corporation aware of their transaction in order for the Corporation to transfer the dividend payments and relevant documents relating to holding a share in GabonXP.

Your attention is drawn to the risk factors set out below. If you are in doubt as to the action you should take, you should consult an independent financial adviser.

Risk Factors

You should read this Prospectus in full before deciding whether to invest and bear in mind the risks of investing, such as:

Risks Associated with Class B Shares

The holders of Class A Shares, which represent more than 50% of the Corporation's issued shares, can generally carry motions at a general meeting in relation to general commercial matters. But holders of the Class A Shares will not be capable of approving any resolution which would impact the rights of the Class B Shares without a separate resolution of the holders of the Class B Shares also being passed.

The Corporation may undertake further equity financing which may dilute existing shares or result in an issuance of securities (such as further Class B Shares or the creation of other classes with enhanced rights) whose rights, preferences and privileges may be senior to those of holders of Class B Shares, reducing the value of the New Class B Shares and the Corporation may take such actions without the specific consent of the holders of Class B Shares.

If further equity financing requires creating more shares than are currently issued, a majority of Shares in every Share Class must consent to any dilution that may occur as a result.

The Corporation distributes 10% of its monthly profits evenly among its staff. While this will reduce the amount of profits available to pay dividends to Shareholders and lessen the amount available to be reinvested in the expansion of the Corporation's business, the Corporation considers this key in motivating and rewarding its most important resource -- its people -- and in attracting new talent.

The Corporation may distribute a portion of its monthly profits towards paying dividends of the shareholders of all Classes. Because profits may increase or decrease unexpectedly in accordance with the market, the Corporation cannot ensure nor promise a constant monthly dividend or that it shall maintain a constant increasing dividend amount to its shareholders.

The Directors have the right to refuse to register any transfer of shares.

The Rights of the Shares

Over 50% of the current shares of GabonXP are Class A Shares which carry a liquidation preference over the Class B Shares, meaning B Shareholders could find their entitlement to the proceeds of a liquidation or total capital return reduced or nil.

The Directors have the right to refuse to register any transfer of shares.

Currently, it is Corporation policy to pay dividends to all classes of shares. Accordingly, the Corporation shall distribute 50% of its monthly profits evenly among its shareholders and 10% evenly among its staff. As such, the Corporation will have reduced reinvestment of 40% of its monthly profits into the business.

The discounts and other benefits to which Investors are entitled may be changed (including being removed or replaced) at the discretion of the Corporation from time to time. This does not apply to dividends which Class B Shares shall always be entitled to every month so long as the Corporation makes a profit in that monthly period.

Current Share Ownership

Over half of the shares in the Corporation are owned by its founders and staff. As such, they can carry motions at general meetings, even those which investors in the Offer, as minority shareholders, might disagree with.

Suitability of Investment

The value of GabonXP shares can go down as well as up and, if you invest, you might not get your money back. Past performance is not necessarily a guide to future performance.

Before making a decision, think about whether investing is right for you and do not invest more than you can afford.

Key Elements

- The Offer opens on 20 December 2020 and will close on 20 January 2021 unless extended at the discretion of the directors.
- The minimum investment is 2 shares for 8 diamonds.
- The Corporation is offering to issue approximately 1 hundred Class B Shares at the Offer Price of 4 diamonds per share, to raise gross proceeds of 400 diamonds.
- Shares offered shall be from the Corporation's current holding of shares and shall be marked as Class B Shares - You can read more about Class B Shares in the Risk Factors sections.



Benefits of Investing

OWN PART OF GABONXP CORPORATION

You can benefit in the financial success of our future growth through a potential increase in the value of your shareholding.

A FREE DRINK EVERY MONTH

A free drink from our Company bar. Every month. For as long as you're a Gabon XP shareholder.

DISTINGUISHED ROLE ON THE GABON DISCORD

Through our cooperation with the Gabonese Government, every shareholder of Gabon XP Corporation shall receive a unique discord role with access to a Corporation channel where you can ask questions and view Corporation documents.

YOUR NAME ON OUR COMPANY WALLS

Have yourself remembered as an important shareholder of GabonXP by having your name displayed on the wall of our Headquarters, which every employee and visitor will view every day.

RECEIVE DIVIDENDS FROM HOLDING SHARES

You may receive dividends and other rewards from our profits. We intend to keep to our Corporation policy of distributing 50% of our monthly profits into paying dividends to our shareholders. You may receive this dividend so long as you're a shareholder.

YOUR OWN TREE IN GABONXP LANDHOLDINGS

You will receive a plot of land (3m by 3m) inside of the Corporation's owned land, where a tree of your namesake shall be planted and cared for by our groundskeepers. You can visit it at any time!

ADDITIONAL INFORMATION

Clarifications and further understanding

I THE OFFER

The Offer is an opportunity for any person to apply to subscribe for new Class B Shares at the Offer Price of 4 diamonds per New B Share in accordance with the terms of the Offer. The Directors reserve the right to use their absolute discretion in the allocation of successful applications

New Class B Shares will be allotted and issued in respect of valid applications on a daily basis following the opening of the Offer and on any other dates on which the Directors decide until the closing of the Offer on 20 January 2021 unless decided otherwise.

If the Offer is fully subscribed, and is extended to its maximum amount of 800 diamonds, approximately 200 new Class B Shares will be issued pursuant to the Offer. In aggregate, these Class B Shares will represent approximately 10% of the total issued Shares in the Corporation following the Offer.

To the best of the Corporation's knowledge, no existing major shareholders in the Corporation nor members of the Corporation's management, supervisory or administrative bodies intend to participate in the Offer.

The directors of the Corporation are Gobblin (co-founder), SouthernSteve (co-founder, CFO), GabonTaxman (CEO), FourMoreYears (Secretary) and ProfessorRet (COO).

II WORKING CAPITAL

In the opinion of the Board, the working capital available to the Corporation is sufficient for its present requirements, that is, for at least 12 months from the date of this document.

III PROCEDURE FOR APPLICATION AND PAYMENT

Applicants can apply to subscribe for New Class B Shares by completing a private application to the Corporation.

The Corporation may, in its sole discretion, treat an Application Form as valid and binding on the person by whom or on whose behalf it is lodged, even if not completed in accordance with the relevant instructions, or if it otherwise does not strictly comply with the terms and conditions of the Offer.

Multiple applications may be accepted. If any application is not accepted, or if any contract created by acceptance does not become unconditional, or if any application is accepted for fewer New Class B Shares than the number applied for, or if in any other circumstances there is an excess payment in relation to an application, the application monies or the balance of the amount paid or the excess paid on application will be returned without interest to the Applicant.

IV CAPITALIZATION AND INDEBTEDNESS

The tables below show the capitalization and indebtedness of the Corporation as at 18 December 2020.

All Value in this table is shown in diamond amounts. Any non-diamonds have been exchanged into diamonds for the purposes of this table at an averaged exchange rate.

A	Total Current Debt	512
	Guaranteed	-
	Collateralized	448
	Unguaranteed and Non-collateralized	64
B	Cash	6,489
	Diamond	-60
	Diamond Equivalent	2,122
	Other Current Financial Assets	4,427
C	Net Current Financial Indebtedness	-512
	Non-Government Loans	64
	Government Loans	448

V DEFINITIONS

"APPLICANTS" means persons or corporate entities who complete and submit one or more Application Forms.

"B SHARES" means the Existing Class B Shares and the New Class B Shares together.

"BOARD" means the board of directors of the Corporation.

"CASH" means the monetary value of acquired assets

"ISSUE" means the issue of the New Class B Shares to the successful Applicants.

"ISSUE PRICE" means 4 diamonds per New Class B Share.

"PROSPECTUS" means this document, the Registration Document and the Summary read together.

In this Prospectus, all references to times and dates are a reference to those observed in Gabon.

This summary document forms part of a prospectus dated 20 December 2020 (the “Prospectus”) issued by GabonXP Corporation (the “Corporation”) which has been approved, on that date, by the Board.

The Prospectus is constituted of this summary, a registration document and a securities note published by the Corporation. The Prospectus describes an offer for subscription (“Offer”) of Class B Shares of 4 diamonds each in the Corporation (“New Class B Shares”). The Corporation is proposing to raise up to 400 diamonds pursuant to the Offer. The Offer may be increased at the discretion of the Directors to no more than 800 diamonds.

The Issuer’s contact details are:

GABONXP CORPORATION

1 SHOPPING AVENUE,

SALISBURY PROPER,

SALISBURY,

GABON

Discord domi#8052

This summary should be read as an introduction to the Prospectus. Any decision to invest in the securities described herein should be based on a consideration of the prospectus as a whole by the prospective investor. Investors could lose all or part of the invested capital.

1.Key Information on the Issuer

The issuer of the securities which are the subject of this Prospectus is GabonXP Corporation (the “Corporation”).

GabonXP has been one of the fastest growing XP and goods manufacturers in Gabon over the past three months. It is primarily a producer of XP but also operates over multiple stores and bars in Gabon and internationally (which includes those operated under franchise).

Over the last three months, GabonXP’s revenues have grown by an average monthly rate of approximately 30%.

As at 20 December 2020, the following key members of the Corporation’s management hold, in aggregate.

Shareholder	Number of Class A Shares Held	Percentage of Issued Share Capital
GabonTaxman	950	47.5%
Goblin	400	20%
SouthernSteve	200	10%
ProfessorRet	175	8.75%
FKA_twink	75	3.75%

What are the key risks that are specific to the Issuer?

Whilst the Corporation has opened farming facilities and other relevant infrastructure in Tasmania, (Gabon), Bakerswood (Gabon) and is about to launch its first operations in new territory out west, the Corporation’s Gabon XP business is highly concentrated on one site in Salisbury (Gabon) and a prolonged disruption to farming activities (e.g. due to crime, acts of terror, industrial action or grief) at the Salisbury farming sites could have a negative effect on the Corporation’s ability to produce. This in turn could have a negative effect on the Corporation’s operating results, financial condition and prospects.

The Corporation may undertake further equity financing which may dilute existing shares or result in an issuance of securities (such as further Class B Shares or the creation of other classes with enhanced rights) whose rights, preferences and privileges may be senior



to those of holders of Class B Shares, reducing the value of the New Class B Shares and the Corporation may take such actions without the specific consent of the holders of Class B Shares.

The Corporation has implemented policies whereby 10% of its monthly profits are distributed evenly among its staff each month and a further 50% of its monthly profits are distributed to shareholders as dividends on a monthly basis. Such drawing from the monthly profits of the business may impact the Corporation’s ability to reinvest in the expansion of the business itself. But the Corporation considers this key in motivating and rewarding its most important resource -- its people -- and in attracting new talent.

The Corporation has agreements with its key suppliers and is reliant on positive and continuing relationships with its suppliers. Termination of those agreements, variations in their terms or the failure of a key supplier to comply with its obligations under these agreements (including if a key supplier were to become insolvent) could have a negative effect on the Corporation’s profitability.

2. Key Information on the Securities

What are the main features of the securities?

The securities being offered pursuant to the Offer are Class B Shares of 4 diamonds each (“New Class B Shares”). The Corporation’s share capital currently comprises Class A Shares 4 diamonds each.

As at the date of this document 1,800 Class A Shares and 0 Class B Shares are in issue (all fully paid up).

The maximum number of New Class B Shares to be issued pursuant to the Offer is approximately 100 if the Offer is fully subscribed at 400 diamonds. If the full maximum goal of 800 diamonds is reached, approximately 200 New Class B Shares will be issued.

The New Class B Shares will rank equally in all respects with each other and with the existing Class B Shares.

The board may, in its absolute discretion, refuse to register the transfer of a Share.

All shares shall receive the same rights when it comes to dividends received from monthly profits, however the dividends may be affected by future dilution of the shares or monthly profit rates.

What are the key risks that are specific to the securities?

The value of GabonXP shares can go down as well as up and, if you invest, you might not get your money back. Past performance is not necessarily a guide to future performance.

Before making a decision, think about whether investing is right for you and don’t invest more than you can afford

GabonXP is an unlisted Corporation and whilst this may change in the future, there can be no guarantee that it will become listed or on what timescale. As such, the share price shall be subject to change on a monthly basis due to the profits, assets and growth of the Corporation more so than a publicly traded Corporation. Reports shall be provided monthly regarding the share price, corporation reports on profits, assets and other relevant details as well as the dividend amount for that month.

Over half of the shares in GabonXP are owned by our founders and staff. As such, they can vote decisions through at general meetings, even those which investors in the Offer, as minority shareholders, might disagree with.

Over 50% of the shares of GabonXP are Class A Shares which carry a liquidation preference over the Class B Shares, meaning B Shareholders could find their entitlement to the proceeds of a liquidation or total capital return reduced or nil.

It is our current policy to pay dividends to all classes of shares, GabonXP shall distribute 50% of its monthly profits evenly among its shareholders and distributes 10% of its monthly profits evenly among its staff. As such, the Corporation will have reduced reinvestment into the business.

The discounts and other benefits to which Investors are entitled may be changed (including being removed or replaced) at the discretion of the Corporation from time to time. This does not apply to dividends which Class B and Class A Shares shall always be entitled to every month so long as the Corporation makes a profit in that monthly period.

3. Key Information on the Offer of Securities to the Public

Under which conditions and timetable can I invest in this security?

The Offer comprises Class B Shares in the Corporation offered at a price of 4 diamonds each in blocks of two Class B Shares. Applications must be submitted no later than 20 January 2021 (unless the Offer has closed earlier due to reaching full subscription or extended at the discretion of the Directors). The minimum subscription is 8 diamonds for two New Class B Shares. There is no maximum subscription apart from the maximum issued number of shares of the Offer.

The maximum number of New Class B Shares to be issued pursuant to the Offer is approximately 100 if the Offer is fully subscribed at 400 diamonds. If the full maximum goal of 800 diamonds is reached, approximately 200 New Class B Shares will be issued.

Why is this prospectus being produced?

The Directors believe that the Offer will provide additional capital to support the further growth of the Corporation. The Corporation intends to use the net proceeds of the Offer for general corporate purposes and as more specifically set out below

If the full initial goal of 400 diamonds is achieved, the Corporation intends to fund the following projects:

The construction and funding of a new headquarters located in the city center of Salisbury.

The construction and relocation of multiple farms out of Salisbury and into more valuable regions with better yields and fertile soils.

The construction of further branch offices in more of Gabon's neighboring countries and emerging population centers.

If the full stretch goal of 800 diamonds is achieved, the Corporation intends to fund the following projects:

The construction of multiple facilities to over-produce material assets to sell the excess as further profit for the Corporation

The employment of individuals focused on furthering the business outreach and advertising arm of the Corporation.

If the Offer raises less than our full stretch goal of 800 diamonds, we will still progress with these projects, but they may shift in order of priority. The projects above are listed roughly in order of priority but this may change.

The Offer is not underwritten.

As far as the Issuer is aware, no person involved in the issue of the New Class B Shares has an interest material to the Offer and there are no conflicts of interest which are material to the Offer.

GABONXP

OFFER FOR SUBSCRIPTION

For up to 400 diamonds worth of New Class B Shares

(with an overallotment facility for up to an additional 400 diamonds worth of shares)

at a subscription price of 4 diamonds per New B Share (minimum investment of two New Class B Shares for 8 diamonds per share)

Share capital of the Company immediately following the Offer, assuming Full Subscription (ignoring the Overallotment Facility):

Share Class	No. of Shares	Diamond Value per Share
Class A Shares	1800	4
Existing Class B Shares	-	-
New Class B Shares	200	4
Total	2000	

The subscription list for the Offer will open on 20 December 2020 and will close on 20 January 2021 unless fully subscribed at an earlier date or extended at the discretion of the Directors. There is a minimum subscription per Applicant of two New Class B Shares for 8 diamonds. The Offer is not underwritten. Assuming Full Subscription but no increase to the size of the Offer, the total raised under the Offer will be approximately 800 diamonds.

Notable Further Risks

The Corporation has incurred and intends to continue to incur debt finance in a number of forms including Government loans and overdrafts.

Whilst complying with its repayment obligations under this indebtedness on a continuing basis is an expense to the Corporation and breaches of financial covenants under these arrangements may lead to lenders to require repayment of the full amount of the loan which could have an adverse effect on the Company's profitability, the Directors do not consider these debt arrangements to be materially restrictive on its operations.

An increase in the cost of raw materials could affect the Corporation's profitability. Commodity price changes may result in unexpected increases in the cost of raw materials, glass bottles and other materials used by the Corporation. The Corporation may also be adversely affected by shortages of raw materials or other such materials. In addition, higher transportation, freight and other operating

costs may adversely affect the Corporation. The Corporation may not be able to increase its prices to offset these increased costs without suffering reduced volume, sales, operating profit and may impact monthly dividends.

Deterioration in the Corporation's brand equity (brand image, reputation and product quality) may have a negative effect on its operating results, financial condition and prospects.

Changes in the general economic climate could have a detrimental impact on consumer expenditure and therefore on the Corporation's revenue. It is possible that recessionary pressures and other economic factors (such as declining incomes, higher unemployment and tax increases) may decrease the disposable income that customers have available to spend on our products and may adversely affect customers' confidence and willingness to spend. This could lead to a reduction in the Corporation's revenues which would trickle down into reinvestment and shareholder dividends.

4. Operation of the Corporation and Board Practices

The Company is an unlisted Corporation.

The Board comprises 5 directors in total, one of whom is a non-executive director. The Board as a whole is responsible for determining the remuneration of the Directors, reviewing the Corporation's annual, half yearly and monthly accounts and for supervising its auditors and has not delegated these responsibilities to any remuneration or audit committees respectively.

5. Employees

As at 20 December 2020, GabonXP Corporation had approximately 14 employees.

6. Property, Plant and Equipment

Property	Form of Tenure
Emporium at Shopping Avenue. Salisbury Proper, Salisbury, Gabon.	Leased
Beetroot Farm in Bakerswood, Gabon.	Owned
Netherwart Farm in Bakerswood, Gabon.	Owned
Sugarcane Farm in Salisbury, Gabon.	Owned
Vine & Mushroom Facility in Salisbury, Gabon.	Owned
Melon Farm in Tasmania, Gabon.	Owned
Potato Farm & Spruce Farm in Baile Ban, Gabon.	Owned
Five Flesh Production Facilities, Gabon.	Owned
Distribution Centre, Capital Depository, Salisbury Proper, Gabon.	Leased

There are no known environmental issues which could affect the Company's utilization of these fixed assets.

7. Directory

Directors

Goblin

SouthernSteve

GabonTaxman

ProfessorRet

Corporation Secretary

FourMoreYears

FINANCIAL STATEMENT

Assets and Liabilities Over the Past Three Months

PERIOD ENDING	20 OCT 2020	20 NOV 2020	20 DEC 2020
FIXED & CURRENT ASSETS			
Properties	-	64	256
Farms	640	1,728	3,456
Right-of-use Asset	32	32	32
Inventory of Minerals	620	1,086	2,221
Inventory of Material Goods	281	736	584
TOTAL ASSETS	1,573	3,646	6,549
LIABILITIES AND NET ASSETS			
Lease Liabilities	-	-	64
Government Loans	448	448	448
Private Loans	-	-	64
TOTAL LIABILITIES AND NET ASSETS	1,125	3,198	5,973

Value of our relevant assets are calculated based on their worth in diamonds, if a diamond value is not applicable, a value has been calculated based on iron or emerald worth which has then been transferred into diamonds using the average exchange rate.

These factors are not exhaustive. The Corporation operates in a continually changing environment and new risks emerge continually. Readers are cautioned not to place undue reliance on forward-looking statements.

GabonXP undertakes no obligation to publicly revise or update any forward-looking statements, whether as a result of new information, future events or otherwise.

This communication is not intended to be a recommendation to buy, sell or hold securities and does not constitute an offer for the sale of, or the solicitation of an offer to buy, securities in any jurisdiction, including Gabon.

Any such offer will only be made by means of a prospectus or offering memorandum, and in compliance with applicable securities laws.

FINANCIAL STATEMENT

Consolidated materials breakdown

	20 OCT 2020	20 NOV 2020	20 DEC 2020
NET EMERALD PRODUCTION	9,216	10,368	11,520
Costs of maintaining the relevant factory	144	0	144
Costs of operating the XP Exchange	1,361	1,340	1,625
Costs of outside deals with suppliers	2,600	838	1,442
Emeralds sold for Iron	0	189	0
Emeralds sold for Diamonds	564	1,500	880
GROSS EMERALD PRODUCTION	4,567	6,501	7,429

	20 OCT 2020	20 NOV 2020	20 DEC 2020
NET DIAMOND PROFIT	94	314	108
Costs of outside deals with suppliers	232	344	0
GROSS DIAMOND PROFIT	-138	-30	108

	20 OCT 2020	20 NOV 2020	20 DEC 2020
NET IRON PROFIT	0	1,344	36,864
Costs of maintaining the relevant factory	0	144	324
Costs of outside deals with suppliers	0	0	10,000
Costs of producing Crates	0	216	288
GROSS IRON PROFIT	0	984	26,252

Consolidated audited historical information for the Corporation and the Group, covering the latest three financial months.

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FINANCIAL STATEMENT

Valuation of GabonXP Corporation

PERIOD ENDING	20 OCT 2020	20 NOV 2020	20 DEC 2020
VALUATION			
Valuation of Fixed Assets	672	1,820	3,744
Valuation of Current Assets	901	1,822	2,805
Valuation of Current Loans	448	448	576
TOTAL VALUATION	2,021	4,090	7,125

Capital Resources

GabonXP Corporation's principal sources of liquidity are its existing diamond and diamond equivalents and its diamonds generated from operations along with existing debt facilities. As at 20 December 2020, the Corporation had a net diamond and diamond equivalent position of 2,221 worth of diamonds.

Details of the terms of the other obligations referred to in the table above are set out below.

Government Loan - 448 diamonds

This fixed rate loan is provided by the Gabonese Government in the name of the GabonXP Corporation, and is repayable by monthly installments until October 2021 and bears no interest.

Private Loan - 64 diamonds

This fixed rate loan is provided by a private investor in the name of the GabonXP Corporation, and is repayable by monthly installments until February 2021 and bears no interest.

Value of our relevant assets are calculated based on their worth in diamonds, if a diamond value is not applicable, a value has been calculated based on iron or emerald worth which has then been transferred into diamonds using the average exchange rate.

These factors are not exhaustive. The Corporation operates in a continually changing environment and new risks emerge continually. Readers are cautioned not to place undue reliance on forward-looking statements.

GabonXP undertakes no obligation to publicly revise or update any forward-looking statements, whether as a result of new information, future events or otherwise.

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Any such offer will only be made by means of a prospectus or offering memorandum, and in compliance with applicable securities laws.



Share Capital

As at 18 December 2020, the issued share capital of the Corporation was:

Class of Share	No. of Shares	Nominal Value (diamond)
A Ordinary	1,800	7,200
B Ordinary	-	-
TOTAL	1,800	7,200

At the Corporation's meeting on 19 December 2020, resolutions are proposed to grant the Directors authority to allot and issue up to 200 new Class B Shares. The Directors intend to utilize this authority to allot New Class B Shares pursuant to the Offer.

This issuing will take the total number of Class B Shares to 200 and the Total Shares in GabonXP Corporation to 2000 with the value being 800 diamonds and 8,000 diamonds respectively.

Votes of Members

Each holder of an A Share or B Share has one vote in respect of each share held and accordingly such shares rank pari passu at any general meeting of the Corporation.

Dividends

The Corporation may by ordinary resolution declare dividends in accordance with the respective rights of the members but no dividend shall exceed the amount recommended by the Board. Any determination by the Board of the amount of profits at any time available for distribution shall be conclusive.

The Class A Shares and Class B Shares rank pari passu in relation to the declaration and payment of any dividend.

Shareholders shall be able to collect their dividend monthly and shall be notified when the dividend, if any, is available to be collected alongside any other potential benefits thereof.

The dividend shall be payable in whichever mineral (i.e., emerald, diamond or iron) should make a profit in the month relevant to the dividend payment. If all three minerals were to see a profitable month then they would all be applied to the dividend for shareholders.

Dividends shall only be applied and calculated with the Class A and Class B Shares that have been fully paid up and handed out, and not those issued without a shareholder.

For example if it was determined that 50% of the Corporation's profits were 3 emeralds, 1 diamond and 7 Iron per share and an individual owned 50 shares then their total dividend for that month would be 150 emeralds, 50 diamonds and 350 Iron.

Earnings Per Share	EPS Prior to the Offer (1800 Shares)	EPS assuming Offer is fully subscribed (2000 Shares)
Emerald	6	6
Iron	20.5	18.4
Diamond	0.17	0.14

General Meetings

The Board may convene a general meeting whenever it thinks fit. No business shall be transacted at any general meeting unless members maintaining 51% of the vote share are present in person or by proxy and allowed to vote and that shall be a quorum for all purposes.

GABON XP CORPORATION

Find us at:
-2980 X -2315 Z
Salisbury, Gabon

