

LEGAL NOTICE NO. 235

REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

REGULATIONS

MADE BY THE MINISTER UNDER SECTION 509 OF THE COMPANIES ACT
AND SUBJECT TO NEGATIVE RESOLUTION OF PARLIAMENT

THE COMPANIES (AMENDMENT) REGULATIONS, 2024

1. These Regulations may be cited as the Companies (Amendment) Regulations, 2024.

2. The Companies Regulations are amended—

Chap. 81:01
amended

(a) by inserting after Regulation 17 the following new Part:

“PART IX—BENEFICIAL OWNERSHIP
INFORMATION

Company to
determine
beneficial
owner

18. A company, in ascertaining its beneficial owners, shall examine its ownership structure to determine the natural persons owning or controlling ten per cent or more of the shares or membership, directly, indirectly or through other means, and notwithstanding the ownership being less than ten per cent, exercising ultimate effective control indirectly or through other means.

Company to
understand
ownership
and control
structures of
intermediate
entities

19. A company, in ascertaining its beneficial owners indirectly or through other means, shall know and understand the ownership and control structures of all intermediate entities in its chain of ownership including any trust or other form of legal arrangement.

Requirements
in verifying a
beneficial
owner

20. A company, in verifying its beneficial owners, shall—

- (a) obtain full and complete identity particulars such as, name, date of birth, residential address, nationality, occupation, contact information;
- (b) request government-issued identification documents and proof of address documentation;
- (c) examine documents and records, such as registers of members, shareholder agreements, membership interest agreements, trust deeds and other relevant documents, detailing ownership and control structures of all intermediate entities in its chain of ownership;
- (d) cross reference information received with supporting documentation and other independent reliable sources such as government databases; and
- (e) take such further steps as deemed necessary to gather more in-depth information about the beneficial owners, such as engaging the services of third-party providers.

Beneficial
ownership
information
for trusts

21. A company with a trust or other form of legal arrangement in its chain of ownership, should identify the beneficial owners of the trust or other form of legal arrangement as beneficial owners of the company.

Company to
maintain
organisational
chart

22. A company shall maintain an accurate and current organisational chart depicting the legal and beneficial owners of the company, inclusive of percentages of ownership.

Company to
maintain
record of
documents
and
information
reviewed

23. A company shall maintain a record of the documents and information reviewed as well as findings and discrepancies identified.”.

(b) in Schedule 1—

(i) by deleting Forms 1 and 2 and substituting the following new Forms 1 and 2;

“REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

(Section 9)

FORM 1

ARTICLES OF INCORPORATION

1. Name of Company..... Company No.

2. Liability of Members

- Limited by Shares
- Limited by Guarantee
- Limited by Shares and Guarantee
- Unlimited

3. Is the Company a Public Company?

- Yes
- No

4. The classes of shares and any maximum number of shares in each class that the company is authorised to issue -

.....
.....

5. The first shareholders of the company are -

Name/Company Name:

Address/ Registered Office:

Occupation/Status:.....

Nationality/Jurisdiction of Incorporation/Formation:.....

Number and Class of Shares:.....

Amount of Stated Capital:.....

Nominee Shareholder: Yes No

Nominator (if any):

Name/Company Name:

Address/ Registered Office:

Occupation/Status:.....

Nationality/Jurisdiction of Incorporation/Formation:.....

6. The first members of the company are -

Name/Company Name:

Address/ Registered Office:

Occupation/Status:.....

Nationality/Jurisdiction of Incorporation/Formation:.....

Percentage of Membership Interest:.....

Amount of Stated Capital:.....

7. The beneficial owners of the company are -

Full Name:

Address:

Occupation:.....

Nationality:.....

Nature of beneficial interest:

- Direct ownership of 10% or more of the shares or membership interest.
- Indirect ownership of 10% or more of the shares or membership interest-

(Describe the nature of beneficial interest)

.....

.....

- Control of shares or membership interest by other means.

- By Trust or other form of legal arrangements
- Contractual arrangements
- Family arrangements, e.g. politically exposed persons
- Other

(Describe the nature of beneficial interest)

.....

.....

- Ultimate effective control of the company indirectly or through other means.

(Describe the nature of beneficial interest)

.....

.....

- Control by person holding senior managing position.

(Describe the nature of beneficial interest)

.....

.....

8. Restrictions, if any, on share transfers or share ownership -

.....

.....

9. Variation of Pre-emptive rights -

.....

.....

10. Restrictions, if any, on powers of directors to amend by-laws -

.....

.....

- 11. Number (or minimum and maximum number) of Directors -

- 12. Number of intended employees -

- 13. Main area of business activity -

- 14. Restrictions, if any, on business the Company may carry on -

- 15. Other Provisions, if any -

- 16. Incorporators –

Name	Address	Occupation

Statement

I of

 state as true and correct that none of the signatories to the articles of incorporation herein is an individual who is so described in section 8(2) of the Companies Act, Chap. 81:01, the intended activities of the company are lawful and that all the requirements precedent to the formation and incorporation of a company under the Act have been complied with.

Dated this day of,

Signature

THE COMPANIES ACT, CHAP. 81:01

FORM 1**ARTICLES OF INCORPORATION**

Instructions

Format

Documents required to be sent to the Registrar pursuant to the Act must conform with regulation 3 of the Regulations under the Act. Where any provision required to be set out is too long to be set out in the space provided in the form, the form may incorporate the provisions by annexing a schedule in the manner described in regulation 3(5) of the said Regulations.

Item 1

Set out a proposed corporate name that complies with section 493 of the Act and with regulations 6 and 7 of the Regulations. A company number shall be assigned by the Registrar.

Item 2

Indicate whether the liability of members is limited by shares, by guarantee or by both shares and guarantee or whether the liability of members is unlimited. Tick the appropriate box.

Item 3

Indicate whether the company is a public company. Tick the appropriate box.

Item 4

Set out the details required by section 9(1)(c) of the Act. All shares must be without nominal or par value and must comply with division 3 of Part III of the Act.

If there will be two (2) or more classes of shares, state the rights, privileges, restrictions and conditions attaching to each class of shares. If a class of shares can be issued in series, state the authority, if any, given to the directors to fix the number of shares in, or to determine the designation of, and the rights, privileges, restrictions and conditions attaching to the shares of each series.

State any maximum number of shares in a class of shares that the company is authorised to issue.

Item 5

Set out the full name (no abbreviations), address, occupation, nationality, number and class of shares, and amount of stated capital for each person listed as a shareholder of the company. If a shareholder is a company, set out the full corporate name, the registered office address, jurisdiction of incorporation/formation and status of the company.

Indicate whether the shareholder is a nominee shareholder. Tick the appropriate box.

Where the shareholder is a nominee shareholder, set out the full name (no abbreviations), address, occupation/status and nationality/jurisdiction of formation for each nominator.

Item 6

Set out the full name (no abbreviations), address, occupation, nationality, percentage of membership interest, and amount of stated capital for each person listed as member of the company. If a member is a company, set out the full corporate name, the registered office address, jurisdiction of incorporation/formation and status of the company.

Item 7

Set out the full name (no abbreviations), address, occupation, nationality, and nature of the beneficial interest of each person listed as a beneficial owner of the company.

Item 8

If restrictions are to be placed on the right to transfer or own shares of the company, set out a statement to this effect and the nature of such restrictions.

Item 9

If the pre-emptive rights under section 38 of the Act with respect to the issue of shares are to be varied, state the nature of any such variation.

Item 10

If the power of the directors to make, amend or repeal the Bye-laws under section 66 of the Act is restricted, state the nature of any such restriction.

Item 11

State the number of directors. If cumulative voting is permitted, the number of directors must be invariable, otherwise it is permissible to specify a minimum and maximum number of directors.

Item 12

State the number of persons that the company intends to employ.

Item 13

Identify the main area of business activity the company will engage in upon incorporation.

Item 14

If restrictions are to be placed on the business the company may carry on, set out the restrictions.

Item 15

Insert any provision which may be included in the articles.

If the company is limited by guarantee, state—

- (a) that each member undertakes to contribute to the assets of the company in the event of it being wound up while he is a member, or within one (1) year after he ceases to be a member, for payment of the debts and liabilities of the company contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for adjustment of the rights of the contributories among themselves, such amount as may be required, not exceeding a specified amount; and
- (b) the number of members with which the company is proposed to be registered.

The articles of a company may provide for anything permitted by the Act or any other law to be provided for by the bye-laws of the company.

The following sections of the Act give a company the option to make, in its articles, provisions for the company which are different to the provisions set out in the Act:

- (a) section 38(1)—*see* item 9 above;
- (b) section 60 —*re:* restriction of power of directors;
- (c) section 66(1)—*see* item 10 above;
- (d) section 70—*re:* directors' share holdings;
- (e) section 80—*re:* directors' meetings
- (f) section 81(1)—*re:* notice of directors' meetings;
- (g) section 98(1) and (2)—*re:* borrowing powers of directors;
- (h) section 113(3)—*re:* notice of adjourned meeting of shareholders;
- (i) section 127(1), (2) and (3)—*re:* quorum at meetings of shareholders;
- (j) section 128—*re:* voting on a show of hands or on a ballot;
- (k) section 130—*re:* voting of shares held by joint shareholders;
- (l) section 131—*re:* method of voting at meetings of shareholders;
- (m) section 216—*re:* right of shareholders of a class to vote separately on certain proposed amendments to the articles;
- (n) section 314—*re:* transferability of member's interest in a non-profit company; and
- (o) section 426—*re:* distribution of property of company on voluntary winding up.

Item 16

Each incorporator must state his full name (no abbreviations), address and occupation (if a director of another company, state the name of that company). If an incorporator is a company, the address shall be that of the company.

Other Documents -

The Articles must be accompanied by -

- (a) Notice of Registered Office (Form 4);
- (b) Notice of Directors (Form 8); and
- (c) Request for Name Search and Name Reservation (Form 25) as approved by the Registrar.

Completed documents, in duplicate, and the prescribed fees are to be filed at the Office of the Registrar and one (1) set of the duplicated originals would be returned to the company or its representative with the endorsement "Registered" and the date of registration.

Signature -

Any person as identified in section 9(2B) of the Act shall sign the form.

REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

(Sections 9 and 309)

FORM 2

ARTICLES OF INCORPORATION

Non-Profit Company

1. Name of Company..... Company No.....

2. The Company has no authorised share capital, is to be carried on without pecuniary gain to its members, and any profits or other accretions to the assets of the company are to be used in furthering its undertaking.

3. Is the liability of members limited by guarantee?
 Yes No

4. Restrictions on the undertaking that the Company may carry out?
.....
.....
.....

5. Number (or minimum and maximum number) of Directors -
.....
.....
.....

6. Number of intended employees -
.....
.....
.....

7. Main area of business activity -
.....
.....
.....

8. The address of the principal office or premises of the Company is -

.....

9. Other provisions, if any, e.g. -

- (a) the interest of each member in the Company shall be transferable and shall not cease on death; and
- (b) the members of the Company whereupon the assets of the Company, after payment of all debts and liabilities of the Company, shall be distributed in accordance with section 426 of the Companies Act, Chap. 81:01.

.....

10. The first Directors, each of whom shall become a member of the Company, are –

Name	Address	Occupation

Statement

I of

do state as true and correct that none of the signatories to the articles of incorporation herein is an individual who is so described in section 8(2) of the Companies Act, Chap. 81:01 and that all the requirements precedent to the formation and incorporation of a company under the Act have been complied with.

Dated this day of,

Signature

THE COMPANIES ACT, CHAP. 81:01

FORM 2

ARTICLES OF INCORPORATION

Instructions

Format

Documents required to be sent to the Registrar pursuant to the Act must conform with regulation 3 of the Regulations under the Act. Where any provision required to be set out is too long to be set out in the space provided in the form, the form may incorporate the provisions by annexing a schedule in the manner described in regulation 3(5) of the said Regulations.

Item 1

Set out a proposed corporate name that complies with Section 493 of the Act and with regulations 6 and 7 of the Regulations. A company number shall be assigned by the Registrar.

Item 2

These details are required by section 309(b) of the Act.

Item 3

Indicate whether the liability of members is limited by guarantee. Tick the appropriate box.

Item 4

If restrictions are to be placed on the undertaking the company may carry on, set out the restrictions.

Item 5

State the number of directors. A non-profit company shall have no fewer than three (3) directors according to section 310(1) of the Act.

Item 6

State the number of persons that the company intends to employ.

Item 7

Identify the main area of business activity the company will engage in upon incorporation.

Item 8

Where the undertaking of the company is of a social nature, there must be stated the full address of the principal office or premises that the company is maintaining.

Item 9

Insert any provision which may be included in the articles.

If the company is limited by guarantee, state—

- (a) that each member undertakes to contribute to the assets of the company in the event of its being wound up while he is a member, or within one (1) year after he ceases to be a member, for payment of the debts and liabilities of the company contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for adjustment of the rights of the

contributories among themselves, such amount as may be required, not exceeding a specified amount; and

(b) the number of members with which the company is proposed to be registered.

The articles of a company may provide for anything permitted by the Act or any other law to be provided for by the bye-laws of the company.

The following sections of the Act give a company the option to make, in its articles, provisions for the company which are different to the provisions set out in the Act:

- (a) section 60—*re*: restriction of power of directors;
- (b) section 66(1)—*re*: restrictions on power of directors to amend Bye-laws;
- (c) section 80—*re*: directors' meetings;
- (d) section 81(1)—*re*: notice of directors' meetings;
- (e) section 98(1) and (2)—*re*: borrowing powers of directors;
- (f) section 113(3)—*re*: notice of adjourned meeting of members;
- (g) section 127(1), (2) and (3)—*re*: quorum at meetings of members;
- (h) section 128—*re*: voting on a show of hands or on a ballot;
- (i) section 131—*re*: method of voting at meetings of members;
- (j) section 314—*re*: transferability of member's interest in a non-profit company; and
- (k) section 426—*re*: distribution of property of company on voluntary winding up.

Item 10

State full name (no abbreviations), address and occupation (if a director of another company, state name of that company) of each director.

Other Documents

The Articles must be accompanied by -

- (a) Notice of Registered Office (Form 4);
- (b) Notice of Directors (Form 8); and
- (c) Request for Name Search and Name Reservation (Form 25) as approved by the Registrar.

Section 308(1) of the Act provides that no articles may be accepted for filing without the prior approval of the Registrar. Accordingly, the Articles must also be accompanied by written evidence of such approval.

Completed documents, in duplicate, and the prescribed fees are to be filed at the Office of the Registrar and one set of the duplicate originals would be returned to the company or its representative with the endorsement "Registered" and the date of registration.

Note: Form 2 should also be used for Restated Articles of Incorporation of a non-profit Company. When so used, it should be headed accordingly and conclude with the following paragraph:

"The foregoing restated articles of incorporation correctly set out, without substantive change, the corresponding provisions of the articles of incorporation as amended and supersede the original articles of incorporation".

Signature -

Any person as identified in section 9(2B) of the Act shall sign the form."

- (ii) in Form 3, by deleting the words, “the Articles of Incorporation of which are attached,”;
- (iii) in the instructions for Form 4, at Item 6 -
 - (A) in the first paragraph, by deleting the words “shall sign the notice indicating that he is an incorporator” and substituting the words “or an authorised corporate service provider on behalf of an incorporator shall sign the notice certifying to the contents of the notice indicating that he is an incorporator or an authorised corporate service provider acting on behalf of an incorporator.”; and
 - (B) in the second paragraph, by deleting the word “shall” and substituting the words “or, respectively an authorised corporate service provider on their behalf shall”;
- (iv) in the instructions for Form 5, in paragraph (c), under the item entitled “General”, by inserting after the words “sign the Articles” the words “of the Company or, respectively an authorised corporate service provider on their behalf shall sign the Articles to certify the contents of the Articles indicating the capacity in which he is signing.”;
- (v) in the instructions for Form 8 in the Item entitled “Signature” and in –
 - (A) the first paragraph, by deleting the words “shall sign the notice indicating that he is an incorporator” and substituting the words “or an authorised corporate service provider on behalf of an incorporator shall sign the notice certifying to the contents of the notice indicating that he is an incorporator or an authorised corporate service provider acting on behalf of an incorporator.”; and
 - (B) the second paragraph, by deleting the word “shall” and substituting the words “or, respectively an authorised corporate service provider on their behalf shall”;
- (vi) in the instruction for Form 12 under item 11 in the first paragraph, by deleting the words “shall sign the Articles”, and substituting the words “or, respectively, an authorised corporate service provider on their behalf to certify the contents of the Articles indicating the capacity in which he is signing.”;
- (vii) in the instructions for Form 14 under item 12 in the first paragraph, by deleting the words “shall sign the Articles” and substituting the words, “or, respectively, an authorised corporate service provider on their behalf to certify the contents of the Articles indicating the capacity in which he is signing.”;

- (viii) in the instructions for Form 16 under item 13, by deleting the words “shall sign the Articles”, and substituting the words, “or, respectively, an authorised corporate service provider on their behalf to certify the contents of the Articles indicating the capacity in which he is signing.”;
- (ix) in the instructions for Form 17 under item 10 by deleting the words “shall sign the Article”, and substituting the words “or, respectively, an authorised corporate service provider on their behalf shall sign the notice to certify the contents of the notice and”;
- (x) in the instructions for Form 19 under the item entitled “Signature”, by deleting the words “or the Court shall sign the Articles, and substituting the words “sign the Articles to certify the contents of the Articles”;
- (xi) by deleting Form 20 and substituting the following new Form:

"REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

(Section 318)

FORM 20

EXTERNAL COMPANY

APPLICATION FOR REGISTRATION

1. Name of Company _____ Company No. _____
2. Address of Registered or Head Office _____
3. Address of Principal Office in Trinidad and Tobago _____
4. Corporate Structure:
- (a) Jurisdiction in which incorporated: _____
- (b) Date and manner of incorporation: _____
- (c) Period fixed for duration of the Company: _____
- (d) Extent to which liability of members are limited: _____

5. Shares

Class of Shares	Authorised Capital	Subscribed Capital	Paid-up or Stated capital	Number of Shares Company is authorised to issue	Nominal or Par Value of Shares, if any

6. The shareholders of the company are:

Name/Company Name: _____

Address/ Registered Office: _____

Occupation/Status: _____

Nationality/Jurisdiction of Incorporation/Formation: _____

Number and Class of Shares: _____

Amount of Stated Capital: _____

Nominee Shareholder: Yes No

Nominator (if any):

Name/Company Name: _____

Address/ Registered Office: _____

Occupation/Status: _____

Nationality/Jurisdiction of Incorporation/Formation: _____

7. Membership Interest, if any

Percentage of Membership Interest	Amount of stated capital

8. The members of the company as at this date are:

Name	Address/Registered Office	Occupation/ Status	Nationality/ Jurisdiction of Incorporation/ Formation	Percentage of Membership Interest

9. List of beneficial owner(s) of the company as of this date:

Full Name: _____

Address: _____

Occupation: _____

Nationality: _____

Nature of beneficial interest:

- Direct ownership of 10% or more of the shares or membership interest
- Indirect ownership of 10% or more of the shares or membership interest
(Describe the nature of beneficial interest)

- Control of shares or membership interest by other means
- By Trust or other form of legal arrangements
 - Contractual arrangements
 - Family arrangements, e.g. politically exposed persons
 - Other
(Describe the nature of beneficial interest)

- Ultimate effective control of the company indirectly or through other means
(Describe the nature of beneficial interest)

- Control by person holding senior managing position
(Describe the nature of beneficial interest)

10. Restrictions, if any, on the business that the Company may carry on and the date on which the Company commenced or intends to commence any of its operations in Trinidad and Tobago _____

11. The Directors of the company are -

Name	Address/Registered Office	Occupation/ Status

12. The Authorised Officer of the company is -

Name	Address	Occupation	Nationality

13. Documents attached are -

- (a) Verified copy of corporate instruments defining constitution of Company;
- (b) Power of attorney in accordance with section 323;
- (c) Statutory Declaration by Directors;
- (d) Statutory Declaration by Attorney-at-law.

Date	Name and Title	Signature

THE COMPANIES ACT, CHAP. 81:01

EXTERNAL COMPANY
APPLICATION FOR REGISTRATION
FORM 20
INSTRUCTIONS

Format

Documents required to be sent to the Registrar pursuant to the Act must conform with Regulation 3 of the Regulations under the Act. Where any provision required to be set out is too long to be set out in the space provided in the form, the form may incorporate the provisions by annexing a schedule in the manner described in Regulation 3(5) of the said Regulations.

Item 1

Set out the full legal name of the company.
A company number shall be assigned by the Registrar.

Items 2 and 3

Set out the required addresses in full, such as street, number and, if multi-office building, room number and postal code.

Item 4

Give date, jurisdiction and manner of incorporation and particulars of its corporate instruments, including the period, if any, fixed by its corporate instruments for its duration. With respect to jurisdiction, in the case of countries which are federal states, be as specific as possible, e.g., "The State of North Carolina, United States of America".

Item 5

State the particulars required by section 318(1)(j) of the Act.

Item 6

- (a) state the full name of each shareholder, whether a natural person or a company;
- (b) state address (if a natural person) or registered office (if a company) including the building number and, if a multi-unit building, unit number;
- (c) state occupation/calling (if a natural person) or status, e.g., "limited [or] unlimited liability company incorporated under the laws of Trinidad and Tobago" (or elsewhere), if a company;
- (d) state the nationality/jurisdiction of incorporation of the shareholder, if a company;
- (e) state class of shares as per Item 5 above and number held by each existing shareholder;
- (f) indicate whether the shareholder is a nominee shareholder. Tick the appropriate box; and
- (g) where the shareholder is a nominee shareholder, set out the full name (no abbreviations), address, occupation/status and nationality/jurisdiction of formation for each nominator.
- (h)

Item 7

State the percentage of membership interest and amount of membership stated capital held by the company.

Item 8

- (a) state full name of each member, whether a natural person or a company;
- (b) state address (if a natural person) or registered office (if a company) including the building number and, if a multi-unit building, unit number;
- (c) state occupation/calling (if a natural person) or status e.g., “company/limited or unlimited liability company” (if a company);
- (d) state nationality (if a natural person) or jurisdiction of incorporation/formation (if a company) e.g. “incorporated under the laws of Trinidad and Tobago” (or elsewhere); and
- (e) state the percentage of membership interest held by the member.

Item 9

- (a) state the full name, address, occupation, nationality of each person whose name is entered in the register of beneficial owners of the company as the holder of the beneficial and/or controlling interest in the shares, or membership interest held, as at the date of this return;
- (b) state whether the beneficial owner holds beneficial interest in 10% or more of the shares or membership interest, either directly, or indirectly, or through exercising control of the shares or membership interest through other means (state particulars of the other means); and
- (c) where no member of the company who holds 10% or more of the shares or membership interest of the company or exercises ultimate effective control over the company can be identified, state the senior managing position held by the member.

Item 10

If restrictions are to be placed on the business the company may carry on, set out the restrictions.

Item 11

- (a) state full name of each director, whether a natural person or a corporation;
- (b) state address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number; and
- (c) state occupation/calling (if a natural person) or status e.g., “corporation/limited or unlimited liability company” (if a corporation).

Item 12

State full name of each authorised officer of the company; such authorised officer must be a natural person.

Item 13

A verified copy of corporate instruments of the company, together with up-to-date amendments, if applicable, must be obtained from an appropriate official of the jurisdiction where the company is incorporated or deemed to be incorporated. A notarially certified copy of the corporate instruments will be accepted.

There must also accompany the statement, the statutory declarations required by section 318(2)(a) of the Act, one of which must include a declaration that the Company is a validly existing Company.

Signature

A director or authorised officer of the company or an Attorney-at-law shall sign the application or, respectively an authorised corporate service provider on their behalf, indicating the capacity in which he is signing.

Completed documents, in duplicate, and the prescribed fees are to be filed at the office of the Registrar and one set of duplicate originals would be returned to the company or its representative with the endorsement “Registered” and the date of registration.”.

(xii) by deleting Form 23 and substituting the following new Form 23:

“REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

*(Section 333)***FORM 23****EXTERNAL COMPANY****ANNUAL RETURN**

1. Name of Company.....
 Return for year ending.....
 Address of Registered or Head Office.....
 Company No.
 Address of Principal Office in Trinidad and Tobago
 Date of Registration:.....
2. National Insurance System (NIS) Employer Registration Number
3. Corporation Tax File Number
4. If either or both numbers mentioned at items 2 and 3 above cannot be supplied, please state the reason(s).....
5. Number of Employees.....
6. Corporate Structure –
- (a) jurisdiction in which incorporated;
 (b) date and manner of incorporation;
 (c) period fixed for duration of Company; and
 (d) extent to which liability of shareholders limited.
- 7.

Class of Shares	Authorised Capital	Subscribed Capital	Paid-up or Stated Capital	Number of Shares Company is authorised to issue	Nominal or Par Value of Shares, if any

8. The shareholders of the company as at this date are –

Name	Address/ Registered Office	Occupation/Status	Nationality/ Jurisdiction of Incorporation/ Formation	Class of shares and Number held at date of Return

9. Membership Interest, if any –

Percentage of Membership Interest	Amount of stated capital

10. The members of the company as at this date are -

Name	Address/ Registered Office	Occupation/ Status	Nationality/ Jurisdiction of Incorporation/ Formation	Percentage of Membership Interest

11. The beneficial owners of the company as at this date are –

Name	Address	Occupation	Nationality

12. Has there been any change in the corporate instruments?

Yes No

If yes, have they been filed?

Yes No

13. Name(s) and address(es) of Attorney(s) appointed under section 323 -

.....

14. Director(s) of the Company -

Name	Address	Occupation

15. The Authorised Officer of the company as at this date is -

Name	Address	Occupation	Nationality

16. Date	Name and Title	Signature

THE COMPANIES ACT, CHAP. 81:01

FORM 23

EXTERNAL COMPANY

ANNUAL RETURN

Instructions

Item 1

Set out full legal name of the company. State the year for which the annual return is being made. Set out required addresses in full, such as street, number and, if multi-office building, room number and postal code. Set out the number of the Company and its date of registration as indicated in its Certificate of Registration.

Item 2

State the National Insurance System (NIS) Employer Registration Number.

Item 3

State the company's Corporation Tax File Number.

Item 4

If either or both numbers mentioned at items 2 and 3 above cannot be supplied, please state the reason(s).

Item 5

State the number of employees employed by the company as of the date of this return.

Item 6

Give date, jurisdiction and manner of incorporation and particulars of its corporate instruments, including the period, if any, fixed by its corporate instruments for its duration. With respect to jurisdiction, in the case of countries which are federal states, be as specific as possible, e.g., "The State of North Carolina, United States of America".

Item 7

State particulars required by section 318(1)(j) of the Act.

Item 8

State the number of shareholders as at the date of this return, detailing name(s), addresses/registered office, occupation/status, nationality/jurisdiction of incorporation and the class of shares and number held.

Item 9

State the particulars of membership interest including the percentage of membership interest and the amount of stated capital.

Item 10

State the members of the company as at the date of this return detailing name(s), addresses/registered office, occupation/status, nationality/jurisdiction of incorporation and the percentage of membership interest.

Item 11

Set out information of all beneficial owners of the company as defined under section 337A of the Act, as at the date of this return, detailing name(s), address(es), occupation(s) and nationality(ies).

Item 12

Indicate whether there has been any change in the corporate instruments of the Company during the year for which the return is being made and if so, whether such change has been filed. Tick the appropriate box.

Item 13

Set out the name(s) and business address(es) of the Attorney(s) in full as appointed under section 323 of the Act.

Item 14

With respect to each director, set out full name, address and occupation.

Item 15

State the name, address, occupation and nationality of the authorised officer.

Signature

A director or authorised officer of the company shall sign a return or, respectively an authorised corporate service provider on their behalf, indicating the capacity in which he is signing.

Completed documents, in duplicate, and the prescribed fees are to be filed at the Office of the Registrar General and one set of the duplicate originals would be returned to the company or its representative with the endorsement. "Registered" and the date of registration."

- (xiii) in the instructions for Form 24 in Item 6, by inserting –
 - (A) after the word “officer”, the words “of the Company or, respectively, an authorised corporate service provider on their behalf”; and
 - (B) after the word “application”, the words “to certify the contents of the application”;
- (xiv) in Form 25–
 - (A) by inserting after Item 3, the following item:
 - “3A. Main Area of Business Activity.....”;
 - and
 - (B) in the instructions for Form 25, by deleting all the words from the words “Completed documents in duplicate” to the words “date of registration”;
- (xv) in the instructions for Form 26 in Item 6, by inserting after the word “application” where it first occurs, the words “to certify the contents of the application”;
- (xvi) in the instructions for Form 27, in Item 6, by deleting the words “shall sign a notice” and substituting the words “or, respectively, an authorised corporate service provider on their behalf shall sign a notice to certify the contents of the notice indicating the capacity in which he is signing.”;
- (xvii) by deleting Forms 28 and 29 and substituting the following new Forms 28 and 29:

“REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

[Section 194(1)]

FORM 28

ANNUAL RETURN OF A COMPANY FOR PROFIT INCORPORATED,
CONTINUED OR AMALGAMATED UNDER THE ACT

- 1. Name of Company 2. Company Number.....
- 3. Registered Office of Company.....
- 4. National Insurance System (NIS) Employer Registration Number
- 5. Corporation Tax File Number.....
- 6. If either or both of the numbers mentioned at items 4 and 5 above cannot be supplied, please state the reason(s).....
- 7. Number of Employees 8. (a) Anniversary Date of Incorporation Continuance
 Amalgamation

8. (b) Issued Share Capital, if any

Class of Shares	Number issued and outstanding	Amount of stated capital

9. Authorised Classes of Shares, if any

Class of Shares	Maximum number of shares

10. (a) The shareholders of the company, as of the anniversary date of the Annual Return, are:

Name	Address/Registered Office	Occupation/Status	Nationality/ Jurisdiction of Incorporation/ Formation	Class of shares and Number held at date of Return	Nominator

10. (b) The list of nominators, as of the anniversary date of the Annual Return, are -

Name	Address/Registered Office	Occupation/Status	Nationality/ Jurisdiction of Incorporation/ Formation	Class of shares and Number held at date of Return	Nominee

11. (a) Issued Membership Interest, if any -

Percentage of Membership Interest	Amount of stated capital

11. (b) The members of the company, as of the anniversary date of the Annual Return, are -

Name	Address/Registered Office	Occupation/ Status	Nationality/ Jurisdiction of Incorporation/Formation	Percentage of Membership Interest

12. Total amount of the indebtedness of the Company in respect of all mortgages and charges of the kind which are required to be registered with the Registrar under the Companies Act \$

13. The directors of the company as of the anniversary date of the Annual Return are -

Name	Address/ Registered Office	Occupation/Status

14. The secretary/assistant secretary(ies) of the company as of the anniversary date of the Annual Return is/are -

Name	Address/ Registered Office/ Principal Place of Business	Occupation/Status

15. The beneficial owners of the company as of the anniversary date of the Annual Return are –

Name	Address	Occupation	Nationality

16.

Date	Name and Title	Signature

THE COMPANIES ACT, CHAP. 81:01

Form 28

**ANNUAL RETURN OF A COMPANY FOR PROFIT INCORPORATED,
CONTINUED OR AMALGAMATED UNDER THE ACT**

Instructions

Format

Documents required to be sent to the Registrar pursuant to the Act must conform to regulation 3 of the Regulations under the Act.

Items 1, 2

Set out the full legal name of the company, and except where a number has not been assigned, state the company number.

Item 3

State the full address of the registered office of the company.

Item 4

State the National Insurance System (NIS) Employer Registration Number of the company.

Item 5

State the Corporation Tax File Number of the company.

Item 6

State the reason(s) why the NIS Employer Registration Number and/or Corporation Tax File Number of the company cannot be provided.

Item 7

State the number of persons employed by the company.

Item 8(a)

State the anniversary of incorporation, continuance or amalgamation under the Act. Tick the appropriate box. N.B.-this Return is due "not later than the thirty days after each anniversary date of its continuance, incorporation or amalgamation" under the Act [section 194(1)].

Item 8(b)

- (a) state the total issued share capital, the class of shares, number issued and outstanding and the amount of stated capital, if any;
- (b) state the number of shares issued by the company in the last financial period and the amount of stated capital, if any; and
- (c) state the number of shares purchased or redeemed by the company in the last financial period and the reduction of stated capital, if any.

Item 9

State the authorised class(es) of shares by distinctive name or other form of designation and the maximum number of shares in each class.

Item 10 (a)

- (a) state the full name of each shareholder, whether a natural person or a company;
- (b) state address (if a natural person) or registered office (if a company) including the building number and, if a multi-unit building, unit number;
- (c) state occupation/calling (if a natural person) or status e.g., company/limited or unlimited liability company incorporated under the laws of Trinidad and Tobago" (or elsewhere), (if a company);
- (d) state the nationality/jurisdiction of incorporation of the shareholder; and
- (e) state class of shares as per 9 above and number held by each existing shareholder at the date of Return.

Item 10 (b)

- (a) state the full legal name of each nominator of the company, whether a natural person or a company;
- (b) state address (if a natural person) or registered office (if a company) including the building number and, if a multi-unit building, unit number;
- (c) state occupation/calling (if a natural person) or status e.g., company/limited or unlimited liability company incorporated under the laws of Trinidad and Tobago" (or elsewhere), (if a company);
- (d) state the nationality/jurisdiction of incorporation of the nominator;
- (e) state the full name of the legal owner on whose behalf, the shares are being held by the nominator; and
- (f) state class of shares as per item 9 above and number held by each existing nominator at the date of Return.

Item 11(a)

- (a) State the total issued percentage of membership interest, and the amount of stated capital, if any.

Item 11(b)

- (a) state the full name of each member, whether a natural person or a company;
- (b) state address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number;
- (c) state occupation/calling (if a natural person) or status e.g., corporation/limited or unlimited liability company “incorporated under the laws of Trinidad and Tobago” (or elsewhere), (if a corporation);
- (d) state the nationality/jurisdiction of incorporation of the member; and
- (e) state the percentage of membership interest held by each existing member at the date of Annual Return.

Item 12

State the total indebtedness of the company as at the date of the Annual Return.

Item 13

With respect to each director -

- (a) state full name (if a natural person) or registered name (if a corporation);
- (b) state address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number; and
- (c) state occupation/calling (if a natural person) or status e.g., “corporation/limited or unlimited liability company incorporated under the laws of Trinidad and Tobago” (or elsewhere), (if a corporation). In the case of a natural person who has no business occupation, but who holds any other directorship or directorships, particulars of that other directorship or at least one of those other directorships should be stated. In the case of a natural person who has no other business occupation or directorship of any kind, state “Not applicable” or “N/A”.

Item 14

- (a) state full name (if a natural person) or registered name (if a firm or a corporation);
- (b) state full address (if a natural person), principal place of business (if a firm) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number; and
- (c) state occupation/calling (if a natural person) or status e.g., “firm accountants” or “corporation/limited or unlimited liability company incorporated under the laws of Trinidad and Tobago” (or elsewhere), as the case may be (if a firm or a corporation). In the case of a natural person who has no business occupation, but who holds other secretaryship or secretaryships, particulars of that other secretaryship or at least one of those secretaryships should be stated. In the case of a natural person who has no other business occupation or secretaryship of any kind, state “Not applicable” or “N/A”.

Item 15

Please set out all details of beneficial ownership information (as specified) as at the date of the Annual Return.

Signature -

The return may be signed by a director or authorised officer of the company or, respectively an authorised corporate service provider on their behalf, indicating the capacity in which he is signing.

NOTE: The Companies Act, Chap. 81:01, requires the disclosure of beneficial ownership information, (and any changes) with penalties for non-compliance.

REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

[Section 194(1)]

FORM 29

**ANNUAL RETURN OF A NON-PROFIT COMPANY
INCORPORATED OR CONTINUED UNDER THE ACT**

1. Name of Company _____ 2. Company No. _____
3. Registered Office of Company _____
4. National Insurance System (NIS) Employer Registration Number _____
5. Corporation Tax File Number _____
6. If either or both numbers mentioned at items 4 and 5 above cannot be supplied, please state the reason(s) _____
7. Number of Employees _____
8. Anniversary Date of Incorporation / Continuance
9. Total amount of the indebtedness of the Company in respect of all mortgages and charges of the kind which are required to be registered with the Registrar under the Companies Act:
\$ _____

10. Particulars of directors of the company at the date of this return –

Full Name	Address	Other Occupation

11. The secretary/assistant secretary(ies) of the company as of the date of the Annual Return is/are -

Name	Address/ Registered Office/ Principal Place of Business	Other Occupation/Status

12. Date	Name and Title	Signature

THE COMPANIES ACT, CHAP. 81:01

FORM 29**ANNUAL RETURN OF A NON-PROFIT COMPANY INCORPORATED
OR CONTINUED UNDER THE ACT**

Instructions

Format

Documents required to be sent to the Registrar pursuant to the Act must conform to regulation 3 of the Regulations under the Act.

Items 1, 2

Set out the full legal name of the company, and except where a number has not been assigned, state the company number.

Item 3

State the full address of the registered office of the company.

Item 4

State the National Insurance System (NIS) Employer Registration Number of the company.

Item 5

State the Corporation Tax File Number of the company.

Item 6

State the reason(s) why the NIS Employer Registration Number and/or Corporation Tax File Number of the Company cannot be provided.

Item 7

State the number of persons employed by the company.

Item 8

State the anniversary of incorporation, or continuance under the Act. Tick the appropriate box. N.B.-this Return is due "not later than the thirty days after each anniversary date of its continuance, incorporation or amalgamation" under the Act [section 194(1)].

Item 9

State the total amount of indebtedness of the Company in respect of all mortgages, charges of the kind which are required to be registered with the Registrar under the Companies Act as at the date of the Annual Return.

Item 10

With respect to each director -

- (a) set out first given name, middle name and family name;
- (b) state full address/registered office; and
- (c) specify other occupation clearly. Where possible, specify area of speciality, e.g., electrical engineer. In the case of an individual who has no business occupation, but who holds any other directorship or directorships, particulars of that other directorship or at least one of those other directorships should be stated. In the case of an individual who has no other occupation or directorship of any kind, state "Not applicable" or "N/A".

Item 11

- (a) the case of -
 - (i) an individual, set out the first given name, middle name and family name; and
 - (ii) a firm or corporation, set out the registered name.
- (b) in the case of (a)(i), state full address and in the case of (a)(ii), state principal place of business or registered office, as the case may be.
- (c) in the case of an individual, specify any other business occupation clearly. Where possible, specify area of speciality, e.g. electrical engineer. In the case of an individual who has no business occupation, but who holds any other secretaryship or secretaryships, particulars of that other secretaryship or at least one of those other secretaryships should be stated. In the case of an individual who has no other business occupation or secretaryship of any kind, state "Not applicable" or "N/A".

In the case of a firm or corporation, set out status, e.g., "firm of accountants" or "company incorporated under the laws of Trinidad and Tobago" (or elsewhere).

Signature -

A director or authorized officer of the company or, respectively an authorised corporate service provider on their behalf, shall sign a return indicating the capacity in which he is signing.

- (xviii) by deleting Form 36;
- (xix) by deleting Form 37;
- (xx) by deleting Form 38;
- (xxi) by deleting Form 39;
- (xxii) by deleting Form 40;
- (xxiii) by deleting Form 41;
- (xxiv) by deleting Form 42;
- (xxv) by deleting Form 43;
- (xxvi) by deleting Form 44; and
- (xxvii) by deleting Forms 45 and 46 and substituting the following new Form 45, Form 46, Form 47, Form 48, Form 49, Form 50, Form 51, Form 52 and Form 53:

“REPUBLIC OF TRINIDAD AND TOBAGO
THE COMPANIES ACT, CHAP. 81:01
[Section 337B(2), 337C(1)]

FORM 45

RETURN OF BENEFICIAL OWNERSHIP OF A COMPANY
(References to a ‘company’ shall include external companies.)

1. Name of Company _____
2. Company No. _____
3. Registered Office of Company _____
4. Particulars of beneficial owners of the Company:

(a) Particulars of individual(s) becoming beneficial owners of the Company –

Name	Address	Occupation	Nationality	Nature of Beneficial Interest	Date of becoming beneficial owner

(b) Particulars of individual(s) ceasing to be a beneficial owner of the Company –

Given Name(s) & Surname	Address	Occupation	Nationality	Nature of Beneficial Interest	Date of ceasing to be a beneficial owner

(c) Change of particulars (information) of existing beneficial owners of the Company –

Given Name(s) & Surname/Particulars of Change of Name	Address and Date of Change	Nationality and Date of Change

5. List of beneficial owner(s) of the Company as of this date -

Name _____
 Address _____
 Occupation _____
 Nationality _____
 Nature of beneficial interest -
 Direct ownership of 10% or more of the shares or membership interest.
 Indirect ownership of 10% or more of the shares or membership interest.
(Describe the nature of beneficial interest)

Control of shares or membership interest by other means.
 By Trust or other form of legal arrangements.
 Contractual arrangements
 Family arrangements, e.g. politically exposed persons
 Other
(Describe the nature of beneficial interest)

Ultimate effective control of the company indirectly or through other means.
(Describe the nature of beneficial interest)

Control by person holding senior managing position.
(Describe the nature of beneficial interest)

DECLARATION OF ACCURACY OF PRESENTED INFORMATION

I, the undersigned, declare that the information contained in this form is, to the best of my knowledge, information and belief, true and correct.

6.	Date	Name and Title	Signature

THE COMPANIES ACT, CHAP. 81:01

FORM 45

RETURN OF BENEFICIAL OWNERSHIP OF A COMPANY

Instructions

Formal

Documents required to be sent to the Registrar pursuant to the Act must conform to regulation 3 of the Regulations under the Act.

Items 1, 2

Set out the full legal name of the company and the number of the company as indicated in its Certificate of Incorporation.

Item 3

State the full address of registered office of the company.

Item (4a)

State the particulars of each natural person who became a beneficial owner or holder of a controlling interest since the date of the last return filed.

Item 4(b)

State the particulars of each natural person who has ceased to be a beneficial owner or holder of a controlling interest since the date of the last return filed.

Item 4(c)

- (a) State the full name of the beneficial owner(s) who the change(s) apply/ applies to and set out the particulars of any change of name including the new name, date of change and by virtue of what authority the change of name was effected.
- (b) The address needs to be stated only if there is a change in the location or address.

State the full address including the building number and, if a multi-unit dwelling, unit number and the date on which the change became effective.

- (c) The nationality needs to be stated only if there is a change; state the nationality and the date on which the change became effective.

Item 5

- (a) State the particulars of each person whose name is entered in the register of beneficial owners of the company as the holder of the beneficial and/or controlling interest in the shares or membership interest held, as at the date of this return.
- (b) State whether the beneficial owner holds beneficial interest in 10% or more of the of shares or membership interest directly, indirectly or exercises control of the shares or membership interest through other means (state particulars of the other means) where no member of the company who holds 10% or more of the shares or membership interest of the company or exercises ultimate effective control over the company can be identified, state the senior managing position held by the member.

Signature -

A director or an authorised officer of the company or, respectively an authorised corporate service provider on their behalf, shall sign the return indicating the capacity in which he is signing.

NOTE: The Companies Act, Chap. 81:01, requires the disclosure of beneficial ownership information (and any changes), with penalties for non-compliance.

REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

[Sections 33(1B), (1C), 332(6)]

FORM 46

RETURN OF ISSUANCE, PURCHASE/REDEMPTION OR TRANSFER OF SHARES
BY PROFIT COMPANIES OR EXTERNAL COMPANIES LIMITED BY SHARES

(References to a "company" shall include external companies.)

- 1. Name of Company
- 2. Company No.
- 3. Registered Office of Company
- 4. Particulars of Issuance of Shares by the Company:
 - Given Name(s) and Surname(s)/Corporate Name(s)
 - Address/ Registered Office:
 - Occupation/Status:
 - Nationality/Jurisdiction of Incorporation/Formation:
 - Number and Class of Shares:
 - Amount of Stated Capital:
 - Date of registration of issue:
 - Nominee Shareholder: Yes No
 - Nominator: (if any)
 - Given Name(s) and Surname(s)/Corporate Name(s) (Nominator):
 - Address/ Registered Office:
 - Occupation/Status:
 - Nationality/Jurisdiction of Incorporation/Formation:
 - Number and Class of Shares:

5. Particulars of Purchase/Redemption of Shares by the Company –

Name of Shareholder(s)	Number and Class of Shares	Reduction of Stated Capital, if applicable	Date of Purchase/Redemption

6. The Share Capital of the Company as of this date is –

Class of Shares	Number Issued and Outstanding	Total Stated Capital Increase, if applicable	Total Stated Capital Reduction, if applicable	Total Stated Capital

7. Particulars of Registration of Transfer of Shares by the Company -

(a) Particulars of Shares Transferred by Persons who are still Shareholders

Name of Transferor(s)	Number and Class of shares	Name of Transferee(s)	Address/ Registered Office of Transferee(s)	Occupation/ Status of Transferee(s)	Nationality/ Jurisdiction of Incorporation/ Formation of Transferee(s)	Date of Registration of Transfer

(b) Particulars of Shares Transferred by Persons who have ceased to be Shareholders -

Name of Transferor(s)	Number and Class of shares	Name of Transferee(s)	Address/ Registered Office of Transferee(s)	Occupation/ Status of Transferee(s)	Nationality/ Jurisdiction of Incorporation/ Formation of Transferee(s)	Date of Registration of Transfer

8. Change of particulars of existing shareholder(s) –

Name / Particulars of Change of Name	Address/Registered Office and Date of Change	Occupation/ Status and Date of Change	Nationality/Jurisdiction of Incorporation/Formation and Date of Change

9. The shareholder (s) holding Shares in the Company as of this date is(are) -

Name	Address/Registered Office	Occupation/Status	Nationality/ Jurisdiction of Incorporation/ Formation	Number and Class of Shares

10.

Date	Name and Title	Signature

THE COMPANIES ACT, CHAP. 81:01

FORM 46

**RETURN OF ISSUANCE, PURCHASE/REDEMPTION
OR TRANSFER OF SHARES**

Instructions

Format

Documents required to be sent to the Registrar pursuant to the Act must conform to regulation 3 of the Regulations under the Act.

Items 1, 2

Set out the full legal name of the company and the company number as indicated in its Certificate of Incorporation.

Item 3

State the full address of registered office of the company.

Item 4

State the relevant class(es) and number of share(s) issued and the amount of stated capital for each person listed as a shareholder of the company

With respect to each person holding a share(s) -

- (a) state full name of each shareholder, whether a natural person or a corporation;
- (b) state address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number;
- (c) state occupation/calling (if a natural person) or status e.g., "corporation/limited or unlimited liability company" (if a corporation);
- (d) state nationality (if a natural person) or jurisdiction of incorporation/formation (if a corporation), e.g. "incorporated under the laws of Trinidad and Tobago" (or elsewhere);
- (e) state the date on which the name of the person holding the share(s) was entered in the register of members; and
- (f) state whether or not the issued shares are being held on behalf another legal person by a nominee, and provide particulars of that legal person.

Item 5

State the particulars of shares purchased/redeemed by the company since the date of the last return or since the date of incorporation, continuance or amalgamation of the company.

Item 6

State the particulars of the stated capital of the company, subsequent to any issuance or purchase/redemption of shares by the company, as at the date of the return.

Item 7(a)

State the particulars of shares transferred since the date of the last return or since the date of incorporation, continuance or amalgamation of the company by persons who are still shareholders.

Item 7(b)

State the particulars of shares transferred since the date of the last return or since the date of incorporation, continuance or amalgamation of the company by persons who have ceased to be shareholders.

In either case state the following:

- (a) the relevant class(es) of share(s) and number transferred;
- (b) the particulars of the transferor(s) in the case of a natural person or body corporate;
- (c) the particulars of the transferee(s) in the case of a natural person or body corporate; and
- (d) the date of registration of each transfer of shares.

Item 8

- (a) State the full name of the shareholder the change(s) applies to, whether a natural person or a corporation, and set out the particulars of any change of name including the new name, date of change and, if a natural person, by virtue of what authority the change of name was effected.
- (b) The address needs to be stated only if there is a change in the location or address.

State address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number and the date on which the change became effective.

(c) The nationality/jurisdiction of incorporation/formation needs to be stated only if there is a change.

State nationality (if a natural person) or jurisdiction of incorporation/formation (if a corporation) e.g. “incorporated under the laws of Trinidad and Tobago” (or elsewhere) and the date on which the change became effective.

Item 9

State the particulars of each person holding a share or shares in the company as at the date of the return.

Signature -

A director or an authorised officer of the company or, respectively, an authorised corporate service provider on their behalf, shall sign the return indicating the capacity in which he is signing.

NOTE: The Companies Act, Chap. 81:01, requires the disclosure of beneficial ownership information (and any changes) with penalties for non-compliance.

REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

[Sections 33(1B), (1C), 332(6)]

FORM 47

**RETURN OF ISSUANCE, PURCHASE/REDEMPTION OR TRANSFER OF MEMBERSHIP INTEREST
BY PROFIT COMPANIES OR EXTERNAL COMPANIES LIMITED BY GUARANTEE**
(References to a "company" shall include external companies.)

1. Name of Company
2. Company No.
3. Registered Office of Company
4. Particulars of Issuance of Membership Interest by the Company:
 Name:.....
 Address/ Registered Office:.....
 Occupation/Status:.....
 Nationality/Jurisdiction of Incorporation/Formation.....
 Percentage of Membership Interest.....
 Amount of Stated Capital.....
 Date of registration of issue:.....

5. Particulars of Purchase/Redemption of Membership Interest by the Company:

Name of the member	Percentage of Membership Interest	Reduction of Stated Capital <i>(if applicable)</i>	Date of Purchase/ Redemption

6. The Membership Capital of the Company as of this date is –

Total Stated Capital Increase <i>(if applicable)</i>	Total Stated Capital Reduction <i>(if applicable)</i>	Total Stated Capital

7. Particulars of Registration of Transfer of Membership Interest by the Company -

(a) Particulars of Membership Interest Transferred by Persons who are still Members -

Name of Transferor(s)	Percentage of Membership Interest	Name of Transferee(s)	Address/ Registered Office of Transferee(s)	Occupation/ Status of Transferee(s)	Nationality/ Jurisdiction of Incorporation/ Formation of Transferee(s)	Date of Registration of Transfer

(b) Particulars of Membership Interest Transferred by Persons who have ceased to be Members -

Name of Transferor(s)	Percentage of Interest	Name of Transferee(s)	Address/ Registered Office of Transferee(s)	Occupation/ Status of Transferee(s)	Nationality/ Jurisdiction of Incorporation/ Formation of Transferee(s)	Date of Registration of Transfer

8. The person(s) holding Membership Interest in the Company as of this date is/are -

Name	Address/Registered Office	Occupation/ Status	Nationality/ Jurisdiction of Incorporation/ Formation	Percentage of Membership Interest

9. Date	Name and Title	Signature

THE COMPANIES ACT, CHAP. 81:01
FORM 47
**RETURN OF ISSUANCE, PURCHASE/REDEMPTION OR TRANSFER OF MEMBERSHIP INTEREST BY PROFIT COMPANIES OR
 EXTERNAL COMPANIES LIMITED BY GUARANTEE**
 Instructions

Format

Documents required to be sent to the Registrar pursuant to the Act must conform to regulation 3 of the Regulations under the Act.

Items 1, 2

Set out the full legal name of the company and the number of the company as indicated in its Certificate of Incorporation.

Item 3

State the full address of the registered office of the company.

Item 4

State the relevant percentage of membership interest issued and the amount of stated capital for each person listed as a member of the company.

With respect to each person holding membership interest -

- (a) state full name of each member, whether a natural person or a corporation;
- (b) state address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number;
- (c) state occupation/calling (if a natural person) or status e.g., "corporation/limited or unlimited liability company" (if a corporation);
- (d) state nationality (if a natural person) or jurisdiction of incorporation/formation (if a corporation) e.g. "incorporated under the laws of Trinidad and Tobago" (or elsewhere); and
- (e) state the date on which the name of the person was entered in the register of members.

Item 5

State the particulars of membership interest purchased/redeemed by the company since the date of the last return or since the date of incorporation, continuance or amalgamation of the company.

Item 6

State the particulars of the membership capital of the company, subsequent to any issuance or purchase/redemption of membership interest by the company, as at the date of the return.

Item 7(a)

State the particulars of membership interest transferred since the date of the last return or since the date of incorporation, continuance or amalgamation of the company by persons who are still members.

Item 7(b)

State the particulars of membership interest transferred since the date of the last return or since the date of incorporation, continuance or amalgamation of the company by persons who have ceased to be members.

In either case state the following:

- (a) the relevant percentage of interest transferred;
- (b) the particulars of the transferor(s) in the case of a natural person or body corporate;
- (c) the particulars of the transferee(s) in the case of a natural person or body corporate; and
- (d) the date of registration of each transfer of interest.

Item 8

- (a) State the full name of the member the change(s) applies to, whether a natural person or a corporation, and set out the particulars of any change of name including the new name, date of change and, if a natural person, by virtue of what authority the change of name was effected.
- (b) The address needs to be stated only if there has been a change in the location or address.
State address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number and the date on which the change became effective.
- (c) The nationality/jurisdiction of incorporation/formation needs to be stated only if there has been a change. State nationality (if a natural person) or jurisdiction of incorporation/formation (if a corporation) e.g. "incorporated under the laws of Trinidad and Tobago" (or elsewhere) and the date on which the change became effective.

Signature -

A director or an authorised officer of the company or, respectively an authorised corporate service provider on their behalf, shall sign the return indicating the capacity in which he is signing.

NOTE: The Companies Act, Chap. 81:01, requires the disclosure of beneficial ownership information, (and any changes) with penalties for non-compliance.

REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

[Section 332(3)]

FORM 48

EXTERNAL COMPANY

NOTICE OF CHANGE OF ADDRESS OF REGISTERED OFFICE OR HEAD OFFICE/ADDRESS OF PRINCIPAL OFFICE IN TRINIDAD AND TOBAGO

1. Name of Company _____ 2. Company No. _____

3. Address of Registered or Head Office:

4. Address of Principal Office in Trinidad and Tobago:

5. Mailing Address:

6. Previous Address of Registered or Head Office or Principal Office in Trinidad and Tobago and Date of Change:

Date	Name and Title	Signature

THE COMPANIES ACT, CHAP. 81:01

FORM 48**EXTERNAL COMPANY
NOTICE OF CHANGE OF ADDRESS OF REGISTERED OFFICE OR HEAD OFFICE/ADDRESS
OF PRINCIPAL OFFICE IN TRINIDAD AND TOBAGO**

Instructions

Format:

Documents required to be sent to the Registrar pursuant to the Act must conform to regulation 3 of the Regulations.

Item 1:

Set out the full legal name of the company.

Item 2:

State the company number except where a number has not yet been assigned.

Items 3 and 4:

Set out in full the location including street, building number and, if a multi-office building, room number.

Item 5:

Mailing address may include post office box number -

Item 6:

This item needs to be completed only if there is a change in the location or address of the registered or head office or the principal office in Trinidad and Tobago.

Signature

A director or an authorised officer of the company or an authorised corporate service provider shall sign the notice indicating the capacity in which he is signing.

REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

[Section 332(3)]

FORM 49

**EXTERNAL COMPANY
NOTICE OF CHANGE OF DIRECTORS**

1. Name of Company _____ 2. Company No. _____

3. Notice is given that on that on the ____ day of _____, _____, the following person(s) was/were appointed director(s):

Name	Address	Occupation

4. Notice is given that on the ____ day of _____, _____ the following person (s) ceased to hold office as director(s):

Name	Address

5. The director(s) of the Company as of this date is/are -

Name	Address	Occupation

6. Date	Name and Title	Signature

THE COMPANIES ACT, CHAP. 81:01

FORM 49**EXTERNAL COMPANY
NOTICE OF CHANGE OF DIRECTORS**

Instructions

Format:

Documents required to be sent to the Registrar pursuant to the Act must conform to Regulation 3 of the Regulations under the Act.

Item 1:

Set out the full legal name of the company.

Item 2:

State the company number except where a number has not yet been assigned.

Items 3,4,5:

With respect to each director -

- (a) state full name (if a natural person) or registered name (if a corporation);
- (b) state full street address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number; and
- (c) state occupation/calling (if a natural person) or status e.g. "corporation/limited or unlimited liability company incorporated under the laws of Trinidad and Tobago" (or elsewhere), (if a corporation). In the case of a natural person who has no business occupation, but who holds any other directorship or directorships, particulars of that other directorship or at least one of those other directorships should be stated. In the case of a natural person who has no other business occupation or directorship of any kind, state "Not applicable" or "N/A".

Signature

A director or an authorised officer of the company or an authorised corporate service provider shall sign the notice indicating the capacity in which he is signing.

REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

[Section 337B(10), 337B(11)]

FORM 50

NOTICE OF APPOINTMENT OF AUTHORISED OFFICER OF AN EXTERNAL COMPANY / NOTICE OF CHANGE OF AUTHORISED OFFICER OF AN EXTERNAL COMPANY

1. Name of Company _____ 2. Company No. _____
3. Notice is given that on that on the ____ day of _____, _____, the following person was appointed authorised officer:

Name	Address	Nationality	Occupation

4. Notice is given that on the ____ day of _____, _____ the following person ceased to hold office as authorised officer:

Name	Address

5. The authorised officer of the Company as of this date is:

Name	Address	Nationality	Occupation

6. Name	Name and Title	Signature

THE COMPANIES ACT, CHAP. 81:01

FORM 50**NOTICE OF APPOINTMENT OF AUTHORISED OFFICER OF AN EXTERNAL COMPANY / NOTICE OF CHANGE OF AUTHORISED OFFICER OF AN EXTERNAL COMPANY**

Instructions

Format

Documents required to be sent to the Registrar pursuant to the Ordinance must conform to regulation 3 of the Regulations under this Act.

Items 1, 2

State the name and number of the Company.

Item 3

Indicate the date on which the authorised officer was appointed, and with respect to details - (the authorised officer must be a natural person).

- (a) state full name of authorised officer;
- (b) state full street address including the building number and, if a multi-unit building, unit number;
- (c) state nationality; and
- (d) state occupation/calling of the authorised officer. If the authorised officer has neither a business nor an occupation, state "Not Applicable" or "N/A".

Item 4

Indicate the date on which the authorised officer ceased to hold office, and his name and occupation.

Item 5

- (a) State full name of the authorised officer.
- (b) State full street address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number.
- (c) State nationality of the authorised officer.
- (d) State occupation/calling of the authorised officer. If the authorised officer has neither a business nor an occupation, state "Not Applicable" or "N/A".

Signature

A director or an authorised officer of the company or an authorised corporate service provider shall sign the notice indicating the capacity in which he is signing.

REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

[Section 328(6)]

FORM 51

**APPLICATION TO RESTORE REGISTRATION
BY AN EXTERNAL COMPANY**

1. Name of Company _____
2. Company Number _____
3. Date of cancellation of the registration _____
4. Address of Registered Office _____

5. Address of Principal Office in Trinidad and Tobago _____

6. The shareholders of the company at this date are -

Name	Address/ Registered Office	Occupation/Status	Nationality/ Jurisdiction of Incorporation/ Formation	Class of shares and Number held at date of Return

7. Issued Membership Interest, if any

Percentage of Membership Interest	Amount of stated Capital

8. The members of the company as at this date are -

Name	Address/ Registered Office	Occupation/ Status	Nationality/ Jurisdiction of Incorporation/ Formation	Percentage of Membership Interest

9. The beneficial owners of the company at this date are –

Name	Address	Occupation	Nationality

10. Name(s) and address(es) of Attorney(s) appointed under section 323 -

11. Director(s) of the Company -

Name	Address/Registered Office	Occupation/Status

12. Date	Name and Title	Signature

THE COMPANIES ACT, CHAP. 81:01

Form 51

**APPLICATION FOR RESTORATION BY
AN EXTERNAL COMPANY**

Instructions

Format

Documents required to be sent to the Registrar pursuant to the Act must conform with regulation 3 of the Regulations under the Act. Where any provision required to be set out is too long to be set out in the space provided in the form, the form may incorporate the provisions by annexing a schedule in the manner described in regulation 3(5) of the said Regulations.

Items 1, 2

Set out the full legal name of the company, and except where a number has not been assigned, state the company number.

Item 3

State the effective date of cancellation as indicated on the relevant *Gazette* publication or as otherwise disclosed by the Registrar.

Items 4 and 5

Set out the required addresses in full, such as street, number and, if multi-office building, room number and postal code.

Item 6

- (a) State full name (if a natural person) or registered name (if a corporation) of the shareholder.
- (b) State full street address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number.
- (c) State occupation/calling (if a natural person) or status e.g. "corporation/limited or unlimited liability company incorporated under the laws of Trinidad and Tobago" (or elsewhere), (if a corporation). In the case of a natural person who has no business occupation, state "Not applicable" or "N/A".
- (d) State the nationality/jurisdiction of incorporation of the shareholder.
- (e) State class of shares and number held by each existing shareholder at the date of the application.

Item 7

State the percentage and amount of membership capital of the company.

Item 8

- (a) State full name (if a natural person) or registered name (if a corporation) of the member.
- (b) State full street address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number.
- (c) State occupation/calling (if a natural person) or status e.g. "corporation/limited or unlimited liability company incorporated under the laws of Trinidad and Tobago" (or elsewhere), (if a corporation). In the case of a natural person who has no business occupation, state "Not applicable" or "N/A".
- (d) State the nationality/jurisdiction of incorporation of the shareholder.
- (e) State percentage of membership interest held by each existing member at the date of the application.

Item 9

- (a) State the full name of each beneficial owner;
- (b) State full street address including the building number and, if a multi-unit building, unit number of each beneficial owner;
- (c) State the occupation/calling of each beneficial owner; and
- (d) State the nationality of each beneficial owner.

Item 10

State the full names and addresses of the attorney(s) of the company appointed under section 323 of the Act.

Item 11

With respect to each director -

- (a) state full name (if a natural person) or registered name (if a corporation);
- (b) state full street address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number; and
- (c) state occupation/calling (if a natural person) or status e.g. "corporation/limited or unlimited liability company incorporated under the laws of Trinidad and Tobago" (or elsewhere), (if a corporation). In the case of a natural person who has no business occupation, but who holds any other directorship or directorships, particulars of that other directorship or at least one of those other directorships should be stated. In the case of a natural person who has no other business occupation or directorship of any kind, state "Not applicable" or "N/A".

Signature

A director or an authorised officer of the company or an authorised corporate service provider shall sign the notice indicating the capacity in which he is signing.

REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

[Section 328(7)]

FORM 52

Company Identifier

Company Number

**CERTIFICATE OF RESTORATION
OF AN EXTERNAL COMPANY**

Name of External Company

I HEREBY CERTIFY that the above-mentioned external company was restored to the Register of Companies pursuant to section 328(7) of the Companies Act, Chap. 81:01.

Registrar General

Date of Restoration

REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAP. 81:01

[Section 33(1G)]

FORM 53

NOTICE OF NOMINATORS OF A COMPANY

1. Name of Company _____
2. Company No. _____
3. Registered Office of Company _____
4. Statement under section 33(1F) received on the following date(s) _____

5. Notice is hereby given that the following person(s) are nominator(s) as of this date –

Name	Address/Registered Office	Occupation/Status	Nationality/ Jurisdiction of Incorporation/ Formation	Nominee	Class of shares and Number held

6.	Date	Name and Title	Signature

THE COMPANIES ACT, CHAP. 81:01

Form 53

NOTICE OF NOMINATORS OF A COMPANY

Instructions

Format

Documents required to be sent to the Registrar pursuant to the Act must conform to regulation 3 of the Regulations under the Act.

Items 1, 2

Set out the full legal name of the company, and, except where a number has not been assigned, state the company number.

Item 3

State the full address of the registered office of the company.

Item 4

Indicate the date that the statement required under section 33(1F) of the Act was received by the company.

Item 5

- (a) State full name (if a natural person) or registered name (if a corporation) of the nominator.
- (b) State full street address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number.
- (c) State occupation/calling (if a natural person) or status e.g. "corporation/limited or unlimited liability company incorporated under the laws of Trinidad and Tobago" (or elsewhere), (if a corporation). In the case of a natural person who has no business occupation, but who holds any other directorship or directorships, particulars of that other directorship or at least one of those other directorships should be stated. In the case of a natural person who has no other business occupation or directorship of any kind, state "Not applicable" or "N/A".
- (d) State full name (if a natural person) or registered name (if a corporation) of the nominee.
- (e) State the class and number of shares being held by the nominee on behalf of the nominator.

Signature

A director or an authorised officer of the company or an authorised corporate service provider shall sign the notice indicating the capacity in which he is signing."

(c) in Schedule 4 –

(i) by deleting paragraph “A” and substituting the following:

“(A) NAME SEARCH/NAME RESERVATION
 Name Search/Name Reservation \$25.00
 Extension of Name Reservation \$20.00
 Replacement of lost Name Reservation \$20.00
 Any other application relative to Name
 Search/Name Reservation \$25.00”;

(ii) by deleting paragraph “K” and substituting the following:

“(K) FILING OF APPLICATION TO
 RESTORE COMPANY OR EXTERNAL
 COMPANY TO THE REGISTER
 Filing of application \$200.00
 Certificate of restoration \$40.00”;

(iii) by deleting paragraph “N” and substituting the following:

“(N) EXAMINATION OF FILE OF DOCUMENT
 KEPT BY THE REGISTRAR IN RESPECT OF EACH
 COMPANY... .. \$100.00”;

(iv) by deleting paragraph “P” and substituting the following:

“(P) CERTIFICATION OF ANY COPY OF ANY
 DOCUMENT OR PART THEREOF... .. \$100.00”;
 and

(v) by inserting after item (P) the following new item:

“(Q) COST OF COPIES OF CERTIFICATES
 . \$100.00”.

Made this 15th day of November, 2024.

R. ARMOUR
*Attorney General and
 Minister of Legal Affairs*