



THE COMPANIES ACT, 1995

ARTICLES OF AMENDMENT

FORM 5

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.

*General*

- (a) Any change in the Articles of the company must be made in accordance with section 37 or 217 of the Act. If an amendment is to change a corporate name, the new name must comply with section 493 of the Act and with regulations 6 and 7 of the Regulations. In the case of an amendment involving a change of name, a copy of the Request for Name Search and Name Reservation (Form 25) should be attached.
- (b) Each amendment must correspond to the appropriate provisions of the Articles being amended, e.g., sections, subsections, clauses, etc.
- (c) A director or authorized officer shall sign the Articles.
- (d) Articles of Amendment designating a series of shares shall be accompanied by a copy of the directors' resolution authorising the issue of a series of shares under section 37 of the Act.

The resolution may be attached as a schedule in accordance with regulation 3(5) of the Regulations.

- (e) Articles of Amendment except Articles referred to in (d) above, shall be accompanied by a copy of the authorising special resolution required under sections 214 to 217 of the Act. The resolution may be attached as a schedule in accordance with regulation 3(5) of the Regulations.

*Other Notices*

The Articles must be accompanied by Notice of Registered Office (Form 4) or Notice of Directors (Form 8) if there has been a change in registered office or a change of directors.

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.