

# **BRITISH VIRGIN ISLANDS BUSINESS COMPANIES APPROVED FORMS AND RELATED GUIDELINES**

*Issued by the Financial Services Commission pursuant to section 241 of the BVI Business Companies Act, 2004 (No. 16 of 2001) and published in accordance with the BVI Business Companies Regulations, 2012.*

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## **INTRODUCTION**

Section 241 of the BVI Business Companies Act, 2004 (“the Act”) empowers the Financial Services Commission (“the Commission”) to approve the form in which any document required or permitted to be filed, issued or produced under the Act or the BVI Business Companies Regulations (“the Regulations”), may be submitted. When such forms are approved by the Commission, they are to be published in the manner specified in regulations made pursuant to section 240 of the Act. The BVI Business Companies Regulations, 2012 (made pursuant to section 240) provide in regulation 26 that “the Commission publishes an approved form in the prescribed manner by publishing the form on its Internet site” (being the Commission’s website). Accordingly, the forms listed in Schedule 1 hereto have been approved by the Commission and published on its website thereby complying with the relevant statutory requirements under the Act.

It is therefore a requirement that any person wishing to submit an application to the Registry of Corporate Affairs (“the Registry”) in respect of any activity outlined in the Act must do so utilising one or more of the approved forms listed in Schedule 1. The forms themselves, which are detailed in Schedule 2, are designed to facilitate the receipt and efficient consideration of all applications submitted to the Registry. This process would be immensely aided and progressed in a timely manner if complete and accurate information is provided at the time of submission of an application.

All parts of the approved forms as applicable to an applicant for any specific transaction must be properly and accurately completed. No information should be provided which has the effect of misleading the Registrar in his or her consideration of an application. Applicants are to be guided by the guidelines provided hereunder and any applicant who may be uncertain as to the requirement or meaning of any subject contained in or connected with any approved form should consult the Registrar of Corporate Affairs or the Deputy Managing Director, Corporate Services for clarification.

# **GUIDELINES**

## **Commencement**

1. These Guidelines come into effect on 15<sup>th</sup> October, 2012 save for paragraphs 5.4 and 5.5 and Part 7 - **Effecting corrections to completed forms** which will come into effect on 1<sup>st</sup> January 2013.

## **Application**

- 2.1 These Guidelines apply in relation to the approved forms outlined in the Schedules. In completing an approved form, every registered agent is required to have regard to these Guidelines to assist them in properly completing the approved forms applicable in their case.
- 2.2 The approved forms relate to the various pre and post-incorporation transactions that may be submitted to the Registry for processing via the VIRRGIN platform. These forms provide for the submission of applications and notices relating to both BVI business companies and limited partnerships.
- 2.3 All forms must be completed online using VIRRGIN and must be accompanied by any and all required supporting documents which must be submitted at the time of online submission of the relevant application or notice.

## **Definitions**

- 3.1 For the purposes of completing an approved form, a registered agent should have regard to these definitions:

“approved form” means any form outlined in Schedule 3 as applicable in relation to an application or notice specified in the Act requiring submission in an approved form;

“Commission” means the Financial Services Commission established under section 3 (1) of the Financial Services Commission Act, 2001;

“registered agent” means registered agent as defined in the BVI Business Companies Act, 2004 and includes any other person authorised to submit documents to the Registry of Corporate Affairs;

“Registrar” means the Registrar of Corporate Affairs or any person authorised to act on his or her behalf;

“Registry” means the Registry of Corporate Affairs;

“registry legislation” means any financial services legislation that is listed in Part II of Schedule 2 of the Financial Services Commission Act, 2001; and

“VIRRGIN” means the Virtual Integrated Registry Regulatory General Information Network system used by the Registry of Corporate Affairs to process transactions.

- 3.2 Any term not defined in these Guidelines will be construed in accordance with the provisions of the BVI Business Companies Act, 2004 or any other relevant registry legislation.
- 3.3 Any reference to “application form” will be construed to relate to the approved form.

### **Approved forms**

- 4.1 There are fifty-two (52) forms that may be used when submitting applications or notices for the various pre and post-incorporation transactions processed by the Registry. Six (6) of these forms relate to pre-incorporation transactions, while twelve (12) are specific to transactions related to limited partnerships. The remaining thirty-four (34) forms relate to post-incorporation transactions associated with BVI Business Companies. The forms associated with the transactions authorised by the Registry are outlined in Schedule 1.

### **Completing approved forms**

- 5.1 Every applicable Form detailed in Schedule 2 with respect to an application or notice is to be fully and accurately completed before the application or notice is filed with the Registrar. Where a registered agent is uncertain regarding the information to be provided in respect of any particular Form, he should seek clarification from the Registrar.
- 5.2 Where any information required in or in respect of an approved form is not available or known to the registered agent submitting the form, this should be stated. It would not assist the processing of an application where information supplied in relation thereto cannot be properly defended or attested.
- 5.3 Where information in relation to an application or notice that is required to be provided in an approved form does not apply in respect of the company or individual to whom the application or notice relates, this should be stated in the application or notice by putting the words “not applicable” or “n/a” in the appropriate place on the form.
- 5.4 Where upon reviewing an application that has been submitted for processing the Registrar determines that the application contains errors or deficiencies, or that the company to which the application relates is not in Good Standing, the Registrar may reject the application.
- 5.5 Where an application is rejected in accordance with paragraph 5.4 above, the applicant will be required to file a new application in relation to the transaction that has been rejected.

### **Attachments to applications and notices**

- 6.1 Where information required in an approved form takes the form of a separate document, the document is to be attached to the approved form.
- 6.2 Where information that is required to be provided as an attachment is not included with the approved form, the Registrar may reject the application. Where the application is rejected the registered agent will be notified accordingly.

### **Effecting corrections to completed forms**

- 7.1 If, after filing an application or a notice, it becomes known that information provided in or in relation to the application or notice has changed or is inaccurate or may be misleading, the registered agent, or other person allowed by the Act, submitting the application or notice, will be required to re-file the application or notice with the Registrar immediately of becoming aware of the changed, inaccurate or misleading information.
- 7.2 If in the course of reviewing the documentation submitted the Registrar becomes aware that the information submitted is no longer accurate, she will notify the registered agent and request that the application or notice be re-filed immediately.
- 7.3 Documents that are re-filed should be labeled with the word “Amended” or it should be stated in the application or notice that the re-filed documents supersede those previously filed in relation to the same transaction. Such filings, however, may only be made in relation to amendments where the process for filing is not specified in legislation.
- 7.4 Applicants should note that the filing of corrected documents will not change the effective date of the previously filed transaction; however, the new filing will be labeled as an amendment to the previously filed document and will carry the date that the new filing was accepted by the Registrar.

### **Requiring additional information**

8. It should be noted that the Registrar, in the exercise of her general powers, reserves the right to seek clarification or request additional information from any registered agent who submits an application or notice for processing. It is therefore essential that where, for any reason, clarification sought or requested information is not available or cannot be provided, that fact is notified to the Registrar as quickly as possible in order to enable the Registrar to dispose of the application or notice appropriately.

### **When application considered to be properly filed**

9. The Registrar will consider an application received to be fully completed and ready for processing when all the required applicable information in respect of the application is provided. However, this does not derogate from any clarification or request the Registrar

may seek or make pursuant to paragraph 8 above. In such a case, the application will not be considered complete and may be rejected by the Registrar.

### **Payment of fees**

10. Every application, notice or other document filed with the Registry must be accompanied (where applicable) by the requisite fee in relation to the application or notice. No application or notice shall be processed by the Registry unless the fee payable is received.

### **Attestation**

- 11.1 Every approved form contains a declaration which must be properly completed by the registered agent submitting the application or filing the notice or other document on behalf of the company or individual to whom the application or notice relates, and all the required information must be provided.
- 11.2 Every approved form also requires that contact details of the person making the declaration be provided. These contact details include the person's name, agent number, physical address, his or her telephone number and his or her email address. It should be noted that the provision of such information is essential in facilitating the processing of any application, notice or other document filed, especially where the Registrar finds the need to communicate information and/or documents on an urgent basis.

### **Processing of applications and notices**

12. The Registry will endeavour to process all completed applications, notices and other documents filed and communicate the Registrar's decisions, where applicable, to the registered agent in a timely manner within the framework of the Commission's *Performance Accountability and Supervisory Service Standards*.

### **Submission of completed applications or notices**

13. All completed applications or notices, along with supporting documents and/or other attachments should be submitted through VIRRGIN for processing by the Registry.

## SCHEDULE 1

[paragraph 4.1]

### (i) Pre-incorporation

- (a) Form R101 – Business Company Incorporation
- (b) Form R103 – Continuation
- (c) Form R104 – Registration of Foreign Company
- (d) Form R105 – Consolidation
- (e) Form R801 – Name Reservation (10 day reservation)
- (f) Form R802 – Name Reservation (90 day reservation)

### (ii) Post-incorporation

- (a) Form R201 – Amendments of Memorandum and/or Articles of Association
- (b) Form R202 – Notice of Amendments of the Memorandum or Articles filed Pursuant to an Order of the Court
- (c) Form R203 – Notice of Filing of Restated Memorandum and Articles of Association
- (d) Form R204 – Amendment of Memorandum Ceasing to Prohibit Issue of Bearer Shares
- (e) Form R205 – Notice of Election to Disapply Part IV of the BCA
- (f) Form R208 – Notice of Election to Disapply Part VI of the BCA
- (g) Form R210 – Notice of Change in Number of Shares/Authorised Capital
- (h) Form R221 – Change of Company Name (Foreign Company)
- (i) Form R222 – Change of Jurisdiction of Incorporation (Foreign Company)
- (j) Form R223 – Change in the Instrument Constituting/Defining a Constitution or Change in Other Particulars as Prescribed (Foreign Company)
- (k) Form R224 – Notice of Change in Directors or in Information Filed in Respect of a Director (Foreign Company)
- (l) Form R225 – Notice of Change of Registered Agent (Foreign Company)
- (m) Form R226 – Filing of Annual Return (Foreign Company)
- (n) Form R227 – Notice of Cease to Carry on Business (Foreign Company)
- (o) Form R301 – Notice of Change of Registered Agent
- (p) Form R302 – Notice of Change of Registered Office Address
- (q) Form R310 – Change of Company Name or Add/Change of Foreign Character Name
- (r) Form R401 – Application of Registration of Charge
- (s) Form R402 – Application to Register Variation in Terms of Registered Charge
- (t) Form R403 – Notice Specifying Property Ceased To Be Affected by Registered Charge
- (u) Form R410 – Registration of Register of Members or Directors/Notice of Changes/Election to Cease Registration of Changes
- (v) Form R501 – Filing of Notice of Appointment of Liquidator
- (w) Form R502 – Notice of Completion of Liquidation
- (x) Form R503 – Notice of Termination of Liquidation
- (y) Form R602 – Registration of Articles of Merger
- (z) Form R610 – Annual Fee Submission
- (aa) Form R611 – Annual Return (Unlimited Company Not Authorised to Issue Shares)
- (bb) Form R701 – Notice of Continuation Out Of The Virgin Islands (Discontinuation)
- (cc) Form R702 – Registered Agent Intent to Resign
- (dd) Form R703 – Notice of Resignation of Registered Agent

- (ee) Form R800 – Request for Certificate of Good Standing (BC)
- (ff) Form R805 – Request for Certificate of Automatic Re-registration
- (gg) Form R811 – Request for Certifications (BC)
- (hh) Form R850 – Request for Certificate of Automatic Re-registration of Local Company

**(iii) Limited Partnerships**

- (a) Form R901 – Application for Formation
- (b) Form R902 – Application for Continuation
- (c) Form R911 – Amendment to Memorandum of Partnership/General Amendments
- (d) Form R921 – Articles of Dissolution
- (e) Form R922 – Completion of Liquidation
- (f) Form R923 – Notice of Recission of Articles of Dissolution
- (g) Form R931 – Notice of Continuation out of the Virgin Islands
- (h) Form R932 – Registered Agent Intent to Resign
- (i) Form R933 – Notice of Resignation of Registered Agent
- (j) Form R942 – Request for Certificate of Good Standing
- (k) Form R943 – Request for Certifications
- (l) Form R980 – Annual Fee Submission

# SCHEDULE 2

[paragraph 5.1]

R101

**VIRGIN**

## PRE-INCORPORATION TRANSACTIONS

Page 2 of 3

### Address

#### Primary Address

Address Line 1	:	<input type="text"/>
Address Line 2	:	<input type="text"/>
City	:	<input type="text"/>
State/Province/Region	:	<input type="text"/>
ZIP/Postal Code	:	<input type="text"/>
Country	:	<input type="text"/>
Voice	:	<input type="text"/>
Fax	:	<input type="text"/>
Other	:	<input type="text"/>
Email Address	:	<input type="text"/>

#### Registered Office Address In Territory

Address Line 1	:	<input type="text"/>
Address Line 2	:	<input type="text"/>
City	:	<input type="text"/>
State/Province/Region	:	<input type="text"/>
ZIP/Postal Code	:	<input type="text"/>
Country	:	<input type="text"/>
Voice	:	<input type="text"/>
Fax	:	<input type="text"/>
Other	:	<input type="text"/>
Email Address	:	<input type="text"/>

#### Registered Office Address Outside Territory

#### Head Office In Territory

#### Head Office Outside Territory

Email Address	:	<input type="text"/>
Memorandum and Articles of the Company	:	<input type="text"/>
Memorandum and Articles of the Company (Foreign Language)	:	<input type="text"/>

**Additional Request**

<b>S/No.</b>	<b>Document Type</b>	<b>Quantity</b>
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We, (agent name), apply to the Registrar of Corporate Affairs for the incorporation of the company and consent to act as registered agent on its incorporation under the BVI Business Companies Act.

Authorised Signatory Name

:

SAMPLE

PRE-INCORPORATION TRANSACTIONS

CONTINUATION

Company Name :

Name Reservation No. :

Foreign Character Name :

Name Reservation No. :

Company Type :

Company Type 2 :  Segregated Portfolio Company  
 Restricted Purpose Company

Suffix :

Name of Current Jurisdiction :

Date of Original Incorporation :

Agent :

- Company will NOT be carrying on business with persons resident in the BVI
- Company will be carrying on business with persons resident in the BVI

Shares Information

Authorisation to Issue Shares

The Company is NOT authorised to issue shares

The Company is authorised to issue shares

Unlimited Shares :

Number of Shares :

Par value Shares :  Yes  No

Is the company authorised to issue, convert or exchange registered shares for bearer shares

Yes  No

If yes,

Number of Shares(in BVI) :

Number of Shares(outside BVI) :

(The Registrar will normally accept as satisfaction of compliance under section 180 and 181 a document from the registry of the foreign jurisdiction or a legal opinion which state the particulars under section 180(2)a-d and 181)

**Additional Request**

<b>S/No.</b>	<b>Document Type</b>	<b>Quantity</b>
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We, (agent name), apply to the Registrar of Corporate Affairs for the continuation of the company, and consent to act as registered agent on its continuation under the BVI Business Companies Act.

Authorised Signatory Name

:

SAMPLE

**CONSOLIDATION**

Company Name :

Name Reservation No :

Foreign Character Name :

Name Reservation No :

Company Type :

Company Type 2 :  Segregated Portfolio Company  
 Private Trust Company

Suffix :

Agent :

**Shares Information**

**Authorisation to Issue Shares**

- The Company is authorised to issue shares
- The Company is authorised to issue shares

Unlimited Shares :

Number of Shares :

Par value Shares :  Yes  No

**Is the company authorised to issue, convert or exchange registered shares for bearer shares**

- Yes  No

If yes,

Number of Shares(in BVI) :

Number of Shares(outside BVI) :

**Address**

**Primary Address**

**PRE-INCORPORATION TRANSACTIONS**

**Registered Office Address In Territory**

Address Line 1	:	<input type="text"/>
Address Line 2	:	<input type="text"/>
City	:	<input type="text"/>
State/Province/Region	:	<input type="text"/>
ZIP/Postal Code	:	<input type="text"/>
Country	:	<input type="text"/>
Voice	:	<input type="text"/>
Fax	:	<input type="text"/>
Other	:	<input type="text"/>
Email Address	:	<input type="text"/>

**Registered Office Address Outside Territory**

**Head Office In Territory**

**Head Office Outside Territory**

Email Address	:	<input type="text"/>
Consolidated Memorandum and Articles of the Company	:	<input type="text"/>
Consolidated Memorandum and Articles of the Company (Foreign Language)	:	<input type="text"/>
Articles of Consolidation	:	<input type="text"/>
Articles of Consolidation (Foreign Language)	:	<input type="text"/>
Attachment (if any) (in English)	:	<input type="text"/>
Attachment (if any) (Foreign Language)	:	<input type="text"/>

**List of Companies being Consolidated**

**Additional Request**

S/No.	Document Type	Quantity
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We, (agent name), apply to the Registrar of Corporate Affairs for the registration of the company and consent to act as registered agent on its registration under the BVI Business Companies Act.

Authorised Signatory Name

:

SAMPLE

**PRE-INCORPORATION TRANSACTIONS**

**REGISTRATION OF FOREIGN COMPANY**

Company Name	:	<input type="text"/>
Name Reservation No.	:	<input type="text"/>
Foreign Character Name	:	<input type="text"/>
Name Reservation No.	:	<input type="text"/>
Suffix	:	<input type="text"/>
Corporate Name (as incorporated in original Jurisdiction)	:	<input type="text"/>
Name of Current Jurisdiction	:	<input type="text"/>
Date of Original Incorporation	:	<input type="text"/>
Agent	:	<input type="text"/>
	:	<input type="text"/>

**Address**

**Address of primary office inside the Virgin Islands**

Address Line 1	:	<input type="text"/>
Address Line 2	:	<input type="text"/>
City	:	<input type="text"/>
State/Province/Region	:	<input type="text"/>
ZIP/Postal Code	:	<input type="text"/>
Country	:	<input type="text"/>
Voice	:	<input type="text"/>
Fax	:	<input type="text"/>
Other	:	<input type="text"/>
Email Address	:	<input type="text"/>

**Address of primary office inside the Virgin Islands**

**Registered Office Address In Territory**

**PRE-INCORPORATION TRANSACTIONS**

Address Line 1	:	<input type="text"/>
Address Line 2	:	<input type="text"/>
City	:	<input type="text"/>
State/Province/Region	:	<input type="text"/>
ZIP/Postal Code	:	<input type="text"/>
Country	:	<input type="text"/>
Voice	:	<input type="text"/>
Fax	:	<input type="text"/>
Other	:	<input type="text"/>
Email Address	:	<input type="text"/>

**Registered Office Address Outside Territory**

**Head Office In Territory**

**Head Office Outside Territory**

Email Address	:	<input type="text"/>
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Evidence of Incorporation	:	<input type="text"/>
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Evidence of Incorporation (Foreign Language)	:	<input type="text"/>
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Certified copy of instrument constituting or defining the constitution	:	<input type="text"/>
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Certified copy of instrument constituting or defining the constitution (Foreign Language)	:	<input type="text"/>
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List of directors (full name, nationality, physical address)	:	<input type="text"/>
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List of directors (full name, nationality, physical address) (Foreign Language)	:	<input type="text"/>
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Notice of Appointment of Registered Agent	:	<input type="text"/>
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Notice of Appointment of Registered Agent (Foreign Language)	:	<input type="text"/>
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Date of appointment	:	<input type="text"/>
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**Additional Request**

S/No.	Document Type	Quantity
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**PRE-INCORPORATION TRANSACTIONS**

We, (agent name), apply to the Registrar of Corporate Affairs for the registration of the company and consent to act as registered agent on its registration under the BVI Business Companies Act.

Authorised Signatory Name :

SAMPLE

**NAME RESERVATION**

Agent No. :

Agent Name :

Entity Type: :  BC Name  LP Name

Do you want to make an application for use of a restricted word?

Yes  No

English Name :

Foreign Character Name :

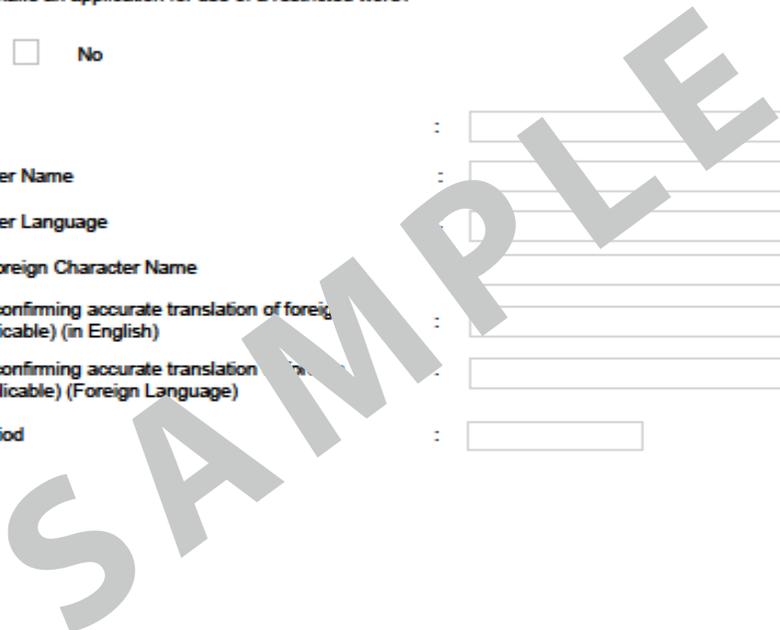
Foreign Character Language :

Translation of Foreign Character Name :

Attach affidavit confirming accurate translation of foreign character(if applicable) (in English) :

Attach affidavit confirming accurate translation of foreign character (if applicable) (Foreign Language) :

Reservation Period :



What type of business is the company to which this application relates engaged in or intends to engage in:

:

Does this application relate to a regulated company or a company to be regulated?

Yes  No

Identify the regulatory legislation to which the company relates:

:

State the reason(s) for requesting the use of the restricted name identified:

:

Is the restricted name descriptive of any type of regulated business other than the one under the regulatory legislation identified?

Yes

Other regulated business the restricted name is descriptive of:

:

Has the applicant ever engaged in the type of business to which the restricted name relates?

Yes  No

**PRE-INCORPORATION TRANSACTIONS**

Indicate how long the applicant has engaged in the type of business and whether the same restricted name was used:

Period of business (months): :

Was the same restricted name used?

Yes  No

Restricted Name Attachment (if applicable): (In English) :

Restricted Name Attachment (if applicable): (Foreign Language) :

**Name Appeal**

Company Name :

Appeal Reason :

Attachment, if any :

**Confirmation**

I/We, (agent name) to hereby confirm that the information provided in this application is true and accurate to my knowledge and that the documents submitted with this application are authentic. I understand that providing inaccurate or misleading information in respect of this application may result in the Commission denying the application and any subsequent application which may be submitted on behalf of the applicant.

**POST-INCORPORATION TRANSACTIONS**

**Amendments of Memorandum and / Or Articles of Association**

BVI Company No. :   
Company Name :

The above company has amended its:(choose at least one of the first two options)

- Memorandum
- Articles

by resolution dated:

Authorization to revert to registered shares

Attach declaration that the company has no bearer shares in issue on the date of filing this notice.(In English) :

Attach declaration that the company has no bearer shares in issue on the date of filing this notice.(Foreign Language) :

**Attachment (attach one of the following four options)**

Details of the amendment are set out on the attached sheet.(In English)

Details of the amendment are set out on the attached sheet.(Foreign Language)

**OR**

Restated memorandum (In English) :

Restated memorandum (Foreign Language) :

**OR**

Restated articles: (In English) :

Restated articles: (Foreign Language) :

**OR**

The restated memorandum and articles incorporating the amendments made.(In English) :

The restated memorandum and articles incorporating the amendments made. (Foreign Language) :

I / We, (agent name), hereby declare that the translator's certificate is included to verify that the attached document in English is an accurate translation of the attached document in Foreign Language.

Agent :

**POST-INCORPORATION TRANSACTIONS**

:	<input type="text"/>

**Additional Request**

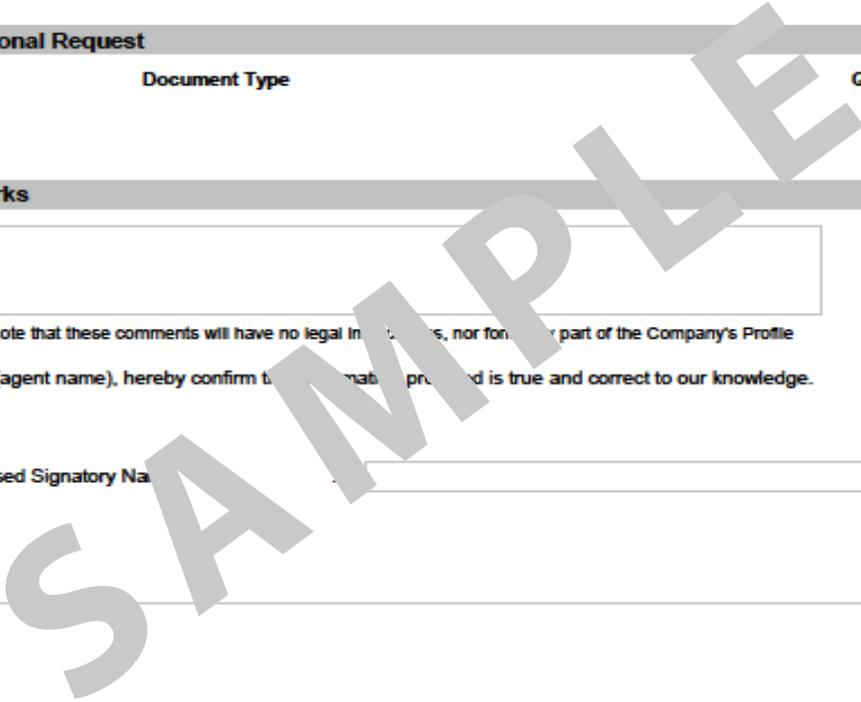
S/No.	Document Type	Quantity
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**Remarks**

Please note that these comments will have no legal implications, nor form part of the Company's Profile

I / We, (agent name), hereby confirm that the information provided is true and correct to our knowledge.

Authorised Signatory Name



**POST-INCORPORATION TRANSACTIONS**

**Notice of Amendment of the Memorandum or Articles  
filed pursuant to an order of the Court**

BVI Company No :

Company Name :

The above company has obtained a court order in reference to an amendment:(Choose one of the following options)

Previously filed

**OR**

Filed with this form

Effective date of amendment

Date of Court Order

**Attachment (attach the following option):**

Notice of Amendment:(In English) :

Notice of Amendment: (Foreign Language) :

**OR**

Restated Memorandum or Articles: (In English) :

Restated Memorandum or Articles: (Foreign Language) :

Copy of Court Order: (In English) :

I / We, (agent name), hereby declare that the translator's certificate is included to verify that the attached document in English is an accurate translation of the attached document in Foreign Language.

Agent :

**POST-INCORPORATION TRANSACTIONS**

**Additional Request**

<b>S/No.</b>	<b>Document Type</b>	<b>Quantity</b>
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's

I / We, (agent name), declare that the restated memorandum and/or articles attached to this form incorporates only the amendments that have been separately registered under section 13(5).

Authorised Signatory Name :

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Notice of Filing of Restated Memorandum and Articles of Association**

BVI Company No. :

Company Name :

**Attachment (attach one of the following three options):**

Restated memorandum: (In English) :

Restated memorandum: (Foreign Language) :

**OR**

Restated articles: (In English) :

Restated articles: (Foreign Language) :

**OR**

The restated memorandum and articles incorporating the amendments made.(In English) :

The restated memorandum and articles incorporating the amendments made. (Foreign Language) :

I / We, (name), hereby declare that the translator's certificate is included to verify that the attached document in English is an accurate translation of the attached document in Foreign Language.

We declare that the attached restated Memorandum & Articles only incorporate such amendments that have been registered under section 13 and that, under any provision of this Act, are deemed to have been made

Agent :   
:   
:   
:   
:   
:   
:   
:

**POST-INCORPORATION TRANSACTIONS**

**Additional Request**

**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's records.

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name

:

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Amendment of Memorandum ceasing to prohibit Issue of Bearer Shares**

BVI Company No. :

Company Name :

The above company has amended its Memorandum (Choose one of the following options):

- By resolution
- Due to a Merger
- Due to an arrangement

Resolution Date :

Unlimited No. of Shares

Amt.of Capital/No.of shares at Incorporation or Continuation :

**Shares Information**

We certify that the memorandum of the company does not prohibit the company from issuing bearer shares, converting or exchanging registered shares for bearer shares.

Current number of shares held by a qualifying custodian within the meaning of Paragraph 1 of Schedule I, Part III:

Current number of shares held by an authorized or recognized non-qualifying custodian:

Number of shares held by a qualifying custodian within the meaning of Paragraph 1 of Schedule I, Part III:

Number of shares held by an authorized or recognized non-qualifying custodian:

**Attachment: (attach one of the following two options)**

Details of amendment: (In English) :

Details of amendment: (Foreign Language) :

**POST-INCORPORATION TRANSACTIONS**

**OR**

Restated memorandum / articles incorporates the amendment: (In English) :

Restated memorandum / articles incorporates the amendment: (Foreign Language) :

I / We, (agent name), hereby declare that the translator's certificate is included to verify that the attached document in English is an accurate translation of the attached document in Foreign Language.

Agent :

**Additional Request**

S/No.	Document Title	Quantity
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

## POST-INCORPORATION TRANSACTIONS

## Notice of Election to Disapply Part IV

BVI Company No. : Company Name : 

## Shares Information

## Authorisation to Issue Shares :

The company is authorised to issue shares

Unlimited No. of Shares

Number of Shares:

Par value Shares  Yes  No

Is the company authorised to issue, convert or exchange registered shares for bearer shares:

 Yes  No

if yes:

Number of shares held by a  
qualified custodian within the  
meaning of Paragraph II of  
Schedule 2, Part III:

Number of shares held by an  
authorized or recognized  
non-qualifying custodian:

## Declaration

I / We, (agent name), hereby declare that:

- (a) the above company is a former Act IBC that was automatically re-registered as a BVI business company under Part III of Schedule 2 of the Act at January 2007;
- (b) the company has adopted a new memorandum and articles that complies with the BVI Business Companies Act, including paragraph 12(3) and (4) of Schedule 2;
- (c) the company is a company limited by shares;
- (d) the company elects to disapply Part IV of Schedule 2 of the Act;
- (e) the election to disapply and the new memorandum and articles have been approved:
- by resolution of members dated :
- by resolution of directors dated :
- (f) where the memorandum and articles has been approved by resolution of directors, the directors would have been authorised to make amendments to the original memorandum and articles having the same effect as the new memorandum and articles; and
- (g) we will continue to be registered agent of the company on the registration of this notice and the company will continue to have the same registered office in the registration of this notice.

New memorandum and articles signed by  
us as registered agent (In English) :

**POST-INCORPORATION TRANSACTIONS**

New memorandum and articles signed by us as registered agent (Foreign Language) :

**Attachment (If company is authorized to issue bearer shares, attach one of the following two options)**

A declaration that, at the date of this notice, all the bearer shares in the company in issue have been delivered to, and are in the custody of, an authorized or recognized custodian: (In English) :

A declaration that, at the date of this notice, all the bearer shares in the company in issue have been delivered to, and are in the custody of, an authorized or recognized custodian: (Foreign Language) :

**OR**

A declaration that, there are no bearer shares in the company in issue: (In English) :

A declaration that, there are no bearer shares in the company in issue: (Foreign Language) :

If amendment to Memorandum and Articles of company has been made, complete the following :

The above company has amended its: (choose at least one of the first two options)

Memorandum

Article

by resolution dated:

Authorization to revert to original shares

Attach declaration that the company has no bearer shares in issue on the date of filing this notice. (In English) :

Attach declaration that the company has no bearer shares in issue on the date of filing this notice. (Foreign Language) :

**Declaration (attach one of the following four options)**

Details of the amendment are set out on the attached sheet. (In English) :

Details of the amendment are set out on the attached sheet. (Foreign Language) :

**OR**

Restated memorandum: (In English) :

**POST-INCORPORATION TRANSACTIONS**

Restated memorandum: (Foreign Language) :

OR

Restated articles: (In English) :

Restated articles: (Foreign Language) :

OR

The restated memorandum and articles incorporating the amendments made.(In English):

The restated memorandum and articles incorporating the amendments made: (Foreign Language) :

I / We, (agent name), hereby declare that the translator's certificate is provided to verify that the attached document in English is an accurate translation of the attached document in Foreign Language.

Agent

S/No.	Document Type	Quantity
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

**POST-INCORPORATION TRANSACTIONS**

**Notice of Election to Disapply Part VI**

BVI Company No. :

Company Name :

**Shares Information**

**Authorisation to Issue Shares :**

The company is authorised to issue shares

Unlimited No. of Shares :

Number of Shares :

Par value Shares :  Yes  No

Is the company authorised to issue, convert or exchange registered shares for bearer shares:

Yes  No

if you are a bearer share issue  Yes  No

Number of shares held by a qualified custodian within the meaning of Paragraph II of Schedule 2, Part III :

Number of shares held by an authorized or recognized non-qualifying custodian :

**Declaration**

I / We, (agent name) declare that:

(a) the above company is a former Act CapCo that was automatically re-registered as a BVI business company under Part III of Schedule 2 of the Act as of January 2009;

(b) the company has adopted a new memorandum and articles that complies with the BVI Business Companies Act, including paragraph 40(2), (3) and (4) of Schedule 2;

(c) the company elects to disapply Part VI of Schedule 2 of the Act; other than paragraph 44

(d) the election to disapply and the new memorandum and articles have been approved:

by resolution of members dated :

(e) we will continue to be registered agent of the company on the registration of this notice and the company will continue to have the same registered office in the registration of this notice.

New memorandum and articles signed by us as registered agent (In English) :

**POST-INCORPORATION TRANSACTIONS**

New memorandum and articles signed by us as registered agent (Foreign Language) :

**Attachment (If company is authorized to issue bearer shares, attach one of the following two options)**

A declaration that, at the date of this notice, all the bearer shares in the company in issue have been delivered to, and are in the custody of, a custodian: (In English) :

A declaration that, at the date of this notice, all the bearer shares in the company in issue have been delivered to, and are in the custody of, a custodian: (Foreign Language) :

**OR**

A declaration that, there are no bearer shares in the company in issue: (In English) :

A declaration that, there are no bearer shares in the company in issue: (Foreign Language) :

A certified copy of the resolution of the members of the company authorizing the application: (In English)

A certified copy of the resolution of the members of the company authorizing the application: (Foreign Language) :

If amendment to Memorandum and Articles of Company has been made, complete the following :

The above company has amended its:(choose at least one of the first two options)

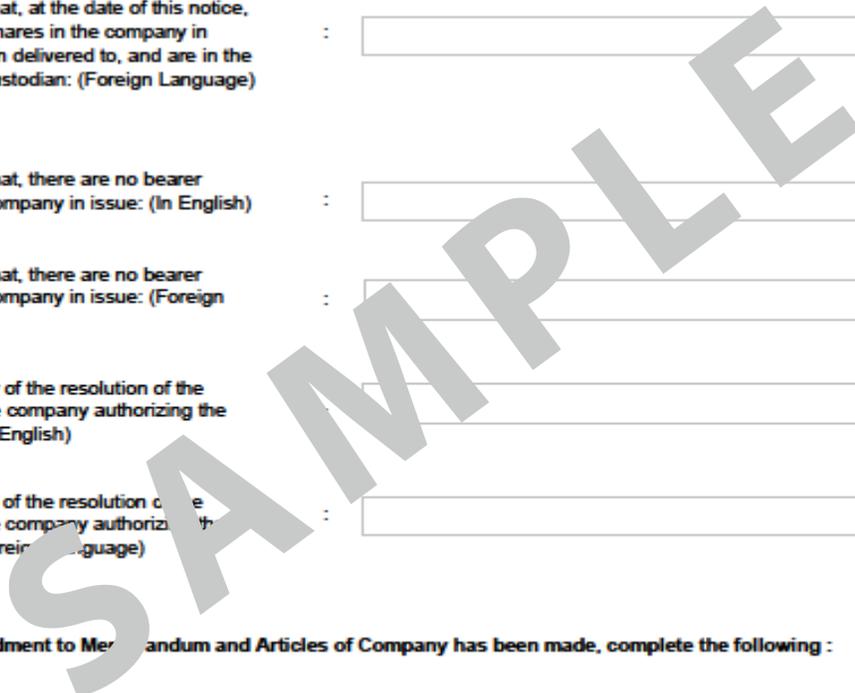
Memorandum

Article

by resolution dated:

Authorization to revert to registered shares

Attach declaration that the company has no bearer shares in issue on the date of filing this notice.(In English) :



**POST-INCORPORATION TRANSACTIONS**

Attach declaration that the company has no bearer shares in issue on the date of filing this notice.(Foreign Language) :

**Declaration (attach one of the following four options)**

Details of the amendment are set out on the attached sheet.(In English) :

Details of the amendment are set out on the attached sheet.(Foreign Language) :

**OR**

Restated memorandum: (In English) :

Restated memorandum: (Foreign Language) :

**OR**

Restated articles: (In English) :

Restated articles: (Foreign Language) :

**OR**

The restated memorandum and articles incorporating the amendments made.(In English): :

The restated memorandum and articles incorporating the amendments made: (Foreign Language) :

I / We, (agent name), hereby declare that the translator's certificate is included to verify that the attached document in English is an accurate translation of the attached document in Foreign Language.

Agent: :

**POST-INCORPORATION TRANSACTIONS**

**Additional Request**

S/No.	Document Type	Quantity
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**Remarks**

Please note that these comments will have no legal implications on any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Notice of Change in Number of Shares/ Authorised Capital**

BVI Company No. :

Company Name :

Current authorised capital of the company :

Authorised capital of the company after registration of notice of amendment of the memorandum:

US \$ or US \$ equivalent (if capital not in US \$)

**Existing Capital Currencies**

S.No.	Currency Type	Capital Amount	Exchange Rate to USD	USD Equivalent
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**Capital Currencies**

S.No	Currency Type	Capital Amount	Exchange Rate to USD	USD Equivalent
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Document evidencing Currency Exchange Rate: (In English) :

Document evidencing Currency Exchange Rate: (Foreign Language) :

The above company has amended its memorandum by resolution dated :  to change its authorised capital

**POST-INCORPORATION TRANSACTIONS**

**Notice of Change in Number of Shares/ Authorised Capital**

Declaration (attach one of the following two options)

Details of the amendment are set out on the attached sheet.(In English) :

Details of the amendment are set out on the attached sheet.(Foreign Language) :

**OR**

The restated memorandum and articles incorporating the amendments made.(In English) :

The restated memorandum and articles incorporating the amendments made. (Foreign Language) :

I/We, (agent name), hereby declare that the notary's certificate is included to verify that the attached document in English is an accurate translation of the attached document in Foreign Language.

Agent:

**Additional Request**

S/No.	Document Type	Quantity
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

**POST-INCORPORATION TRANSACTIONS**

**Notice of Change in Number of Shares/ Authorised Capital**

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name

:

SAMPLE

POST-INCORPORATION TRANSACTIONS

Change of Company Name (Foreign Company)

BVI Company No. : [ ]

Company Name : [ ]

Existing Corporate Name : [ ]

New Corporate Name : [ ]

- Type Of Company Name Change :
- Only English Name
  - Only Foreign Name
  - Both English and Foreign Name
  - Change English Name and Remove Foreign Name
  - Retain English Name and Remove Foreign Name

Proposed Name : [ ]

Suffix : [ ]

Other Suffix : [ ]

Notice is given to the Registrar of Corporate Affairs that the corporate name of the above Foreign Company has been changed as set out above.

Date of Change : [ ]

Translator's Certificate (In English) : [ ]

I / We, (agent name) hereby declare that the translator's certificate is included to verify that the change in foreign character name, and/or the attached document in English is an accurate translation of the proposed foreign character name and/or attached document in Foreign Language.

Agent : [ ]  
[ ]  
[ ]  
[ ]  
[ ]  
[ ]  
[ ]

Additional Request

S/No.	Document Type	Quantity
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I / We, (agent name), declare Notice is given to the Registrar of Corporate Affairs that the corporate name of the Foreign Company has been changed.

Authorised Signatory Name : [ ]

**POST-INCORPORATION TRANSACTIONS**

**Change of Jurisdiction of Incorporation (ForeignCompany)**

BVI Company No. :

Company Name :

Previous Jurisdiction of Incorporation :

New Jurisdiction of Incorporation :

Notice is hereby filed with the Registrar of Corporate Affairs that the Jurisdiction of incorporation of the above Foreign Company has been changed as set out above

Date of Change :

Agent :

**Additional Request**

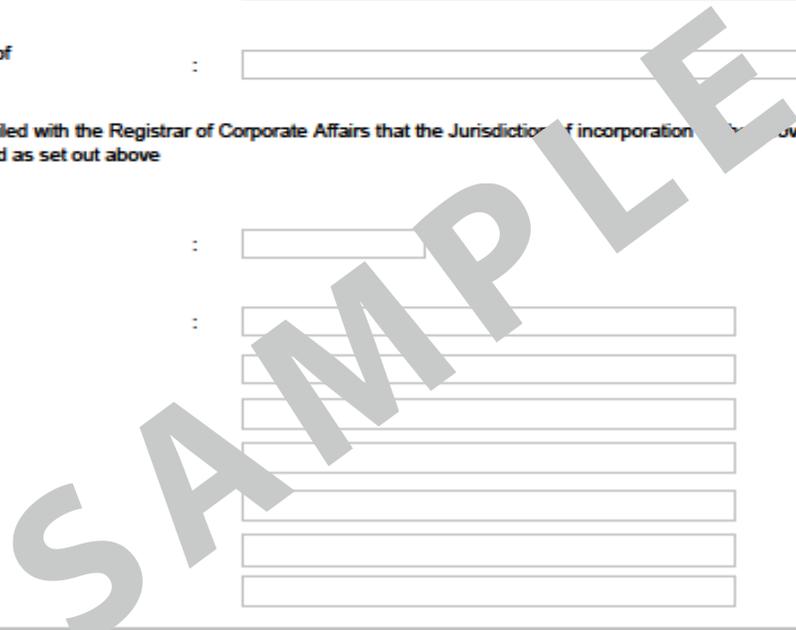
S/No.	Document Type	Quantity
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :



**POST-INCORPORATION TRANSACTIONS**

**Change in the Instrument constituting / defining a Constitution or Change in other Particulars as Prescribed (Foreign Company)**

BVI Company No. :

Company Name :

Change in instrument constitution or defining constitution

Change in other particulars

Constitution Amendment Date :

**Attachment (attach the following):**

Certified true copy of the new or amended instrument(In English) :

Certified true copy of the new or amended instrument: (Foreign Language) :

Document evidencing change in other particulars: (In English)

Document evidencing change in other particulars: (Foreign Language)

I / We, (agent name), hereby declare that the translator's certificate is included to verify that the attached document in English is an accurate translation of the attached document in Foreign Language.

Agent :

**Additional Request**

S/No.	Document Type	Quantity
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**POST-INCORPORATION TRANSACTIONS**

**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Notice of Change in Directors or in Information  
Filed in Respect of a Director (Foreign Company)**

BVI Company No. :

Company Name :

Attachment: (attach the following)

List of Directors or Amended  
List of Directors: (In English) :

List of Directors or Amended  
List of Directors: (Foreign  
Language) :

Date of Change :

Notice is hereby filed with the registrar that the attached list of directors contains that changes made to the directors or changes in information filed in respect of a director.

I / We, (agent name), hereby declare that the translation of the attached document in English is an accurate translation of the attached document in Foreign Language.

Agent

**Additional Filings**

S/No.	Document Type	Quantity
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

**POST-INCORPORATION TRANSACTIONS**

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Notice of Change of Registered Agent (Foreign Company)**

BVI Company No. :

Company Name :

Current Registered Agent :

New Registered Agent :

I / We, (agent name), hereby declare that we are authorized to process this application on behalf of the companies stated.

**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

**Endorsement**

I / We, (agent name), consent to act as registered agent of the above company.

Authorised Signatory Name :

Date of Endorsement :

**POST-INCORPORATION TRANSACTIONS**

**Filing of Annual Return (Foreign Company)**

BVI Company No. :

Company Name :

Date of annual return (made up to) :

**Attachment (attach the following):**

Annual return(certified as correct by a director of the company or by its registered agent): (In English) :

Annual return(certified as correct by a director of the company or by its registered agent): (Foreign Language) :

I / We, (agent name), hereby declare that the translated certificate document in English is an accurate translation of the attached document in Foreign language.

Agent :

**Additional Request**

S/No.	Document Type	Quantity

**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

**POST-INCORPORATION TRANSACTIONS**

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I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Notice of Cease to Carry on Business (Foreign Company)**

BVI Company No. :

Company Name :

Date of cease to carry on business in the Virgin Islands :

**Attachment (attach the following):**

Notice that company has cease to carry on business in the Virgin Islands: (In English) :

Notice that company has cease to carry on business in the Virgin Islands: (Foreign Language) :

I / We, (agent name), hereby declare that the company's certificate document in English is an accurate translation of the attached document in Foreign Language.

Agent

**Additional Request**

S/No.	Document Type	Quantity

**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

**POST-INCORPORATION TRANSACTIONS**

Authorised Signatory Name :

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Notice of Change of Registered Agent**

BVI Company No. :

Company Name :

Current Registered Agent :

New Registered Agent :

Select check box if Registered office is being filed at the same time of this transaction

- Notice to Change Company's Registered Office Address to New Registered Agent's Address
- I / We, (agent name), hereby declare that we are authorized to process this application on behalf of the company as stated.

**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

**POST-INCORPORATION TRANSACTIONS**

**Endorsement**

I / We, (agent name), consent to act as registered agent of the above company.

Authorised Signatory Name :

Date of Endorsement :

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Notice of Change of Registered Office Address**

BVI Company No. :

Company Name :

Agent :

**Current Registered Office Address**

Registered Office Address  
In Territory:

Email Address: :

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**New Registered Office Address**

Registered Office  
Address In Territory:

Address Line 1:

Address Line 2:

City:

State/Province/Region:

ZIP/Postal Code:

Country:

Voice:

Fax:

Other:

Email Address:

**Additional Request**

S/No.	Document Name	Quantity
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

**POST-INCORPORATION TRANSACTIONS**

**Change of Company Name or Add/Change of Foreign character Name**

BVI Company No. :

Company Name :

Foreign Character Name :

Company Type 2 :  Segregated Portfolio Company  
 Restricted Purpose Company  
 Non-Profit Organisation  
 Private Trust Company

Type Of Company Name Change :  Only Foreign Name  
 Only Foreign Name  
 Both English and Foreign Name  
 Add English Name and Remove Foreign Name  
 Change English Name and Remove Foreign Name

Proposed Name:

Suffix:

Date of Change:

Restated memorandum and articles of association: (In English) :

Restated memorandum and articles of association: (Foreign Language) :

Translator's Certificate (In English) :

Letter of approval from Regulatory Division(In English) :



**POST-INCORPORATION TRANSACTIONS**

If amendment to Memorandum and Articles of Company has been made, complete the following :

The above company has amended its:(choose at least one of the first two options)

Memorandum

Article

by resolution dated

Authorization to revert to registered shares

Attach declaration that the company has no bearer shares in issue on the date of filing this notice.(In English) :

Attach declaration that the company has no bearer shares in issue on the date of filing this notice.(Foreign Language) :

Attachment(attach one of the following four option.

Details of the amendment are set out on the attached sheet.(In English) :

Details of the amendment set out on the attached sheet.(Foreign Language) :

**OR**

Restated memorandum: (In English) :

Restated memorandum: (Foreign Language) :

**OR**

Restated articles: (In English) :

Restated articles: (Foreign Language) :

**POST-INCORPORATION TRANSACTIONS**

**OR**

The restated memorandum and articles incorporating the amendments made.(In English):

The restated memorandum and articles incorporating the amendments made: (Foreign Language)

- I / We, (agent name), hereby declare that the translator's certificate is included to verify that the change in foreign character name, and/or the attached document in English is an accurate translation of the proposed foreign character name, and/or attached document in Foreign Language.
- Restated Memorandum & Articles is attached incorporating change of name. We declare that the attached Memorandum & Articles only incorporates such amendments that have been registered under section 13 and that, under any provision of this Act, we deem to have been made.

Agent : \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Additional Request**

S/No.	Document Type	Quantity
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**Remarks**

\_\_\_\_\_

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby declare that the restated memorandum and/or articles attached to this form incorporates only the amendments that have been separately registered under section 13.

**POST-INCORPORATION TRANSACTIONS**

Authorised Signatory Name :

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Application of Registration of Charge**

BVI Company No. :

Company Name :

Attachment ID :

Short description of the Charge :

**Attachment (attach the following option):**

The attached particulars of the charge are an accurate description of it (In English) :

The attached particulars of the charge are an accurate description of it (Foreign Language) :

I / We, (agent name), hereby declare that the attached document in English is an accurate translation of the attached document in Foreign language.

**Certification:**

We, certify that we are authorised to file this application on behalf of (Choose one of the following)

- The Company
- The Chargee

and that the attached is an accurate description of the charge.

Name and Address of Company/Person filing the application :

Agent :

**POST-INCORPORATION TRANSACTIONS**


**Chargee/ Holder / Trustee**

S/No.	Name	Identification No.	Type
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**Additional Request**

S/No.	Document Type	Quantity
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**Remarks**

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Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby declare that information provided is true and correct to our knowledge.

Authorised Signatory Name : 

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**POST-INCORPORATION TRANSACTIONS**

**Application to Register Variation in terms of Registered Charge**

BVI Company No. :

Company Name :

Charge ID :

Attachment ID :

Short description of the Charge :

The following are attached to this form

Details of variation of the charge specifying to which headings the variation applies in accordance with Section 162(1)(a-f): (In English)

Details of variation of the charge specifying to which headings the variation applies in accordance with Section 162(1)(a-f): (Foreign Language)

I, (agent name), hereby declare that the translator's certificate is included to verify attached document in English is an accurate translation of the attached document in Foreign Language.

**Certification:**

I / We, certify that we are authorised to file this application on behalf of (Choose one of the following):

- The company
- The chargee

and that the attached is an accurate description of the variation of the charge.

Name and Address of Company/Person filing the application :

**POST-INCORPORATION TRANSACTIONS**

Agent :

A change in Chargee/Holder/Trustee information is filed

**Chargee/ Holder / Trustee**

S/No.	Name	Identification No.	Type
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**Additional Request**

S/No.	Document Type	Quantity
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

POST-INCORPORATION TRANSACTIONS

Notice Specifying Property Ceased to be affected by Registered Charge

BVI Company No. :

Company Name :

Charge ID. :

Attachment ID :

Short description of the Charge :

Attachment (attach the following option)

Details of property ceased to be affected by the charge: (In English) :

Details of property ceased to be affected by the charge: (Foreign Language) :

I / We, (agent name), hereby declare that the translator's certificate document in English is an accurate translation of the attached document in Foreign Language.

Certification:

We, certify that we are authorised to file this application on behalf of (Choose one of the following):

- The company,
- The chargee

and that the attached is an accurate description of the document ceased to be affected by the charge.

Name and Address of Company/Person filing the application :

**POST-INCORPORATION TRANSACTIONS**

Agent :

**Additional Request**

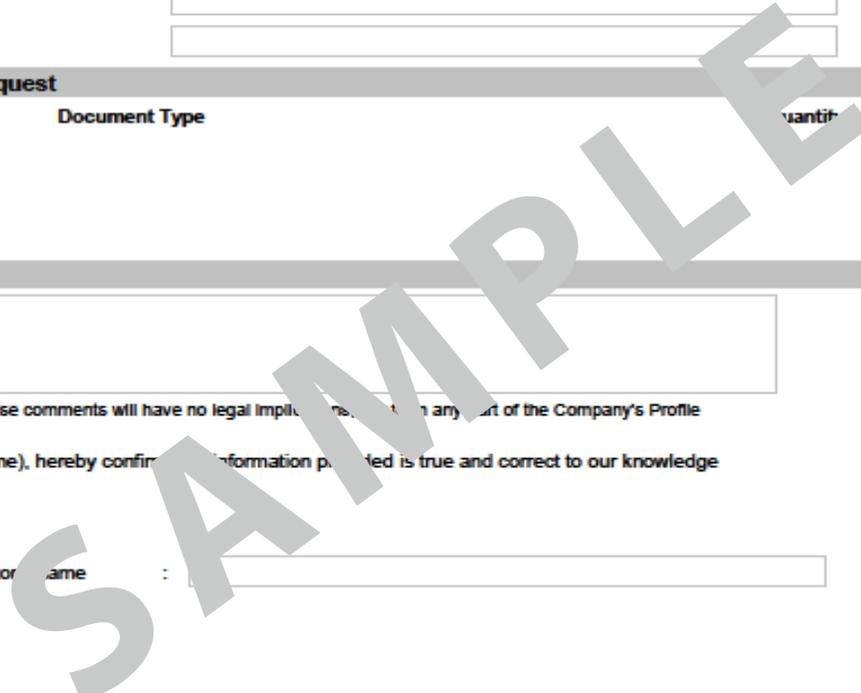
S/No.	Document Type	Quantity
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**Remarks**

Please note that these comments will have no legal implications on any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge

Authorised Signatory Name :



**POST-INCORPORATION TRANSACTIONS**

**Registration of Register of Members or Directors / Notice of Changes / Election to Cease Registration of Changes**

BVI Company No. :

Company Name :

**Attachment (attach one of the following options)**

Register of directors in complying with section 118(1)(a-d): (In English) :

Register of directors in complying with section 118(1)(a-d): (Foreign Language) :

Register of members in accordance with section 41(1)(a-h): (In English) :

Register of members in accordance with section 41(1)(a-h): (Foreign Language) :

I / We, (agent name), hereby declare that the translation certificate is included to verify that the attached document in English is an accurate translation of the attached document in Foreign Language.

In accordance with section 231(3) we hereby give notice that company has elected to cease registration of changes in the register of directors.

In accordance with Section 231(3) we hereby give notice that company has elected to cease registration of changes in the register of members.

Agent :

**POST-INCORPORATION TRANSACTIONS**

**Additional Request**

S/No.	Document Type	Quantity
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's records.

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Filing of Notice of Appointment of Liquidator**

BVI Company No. :

Company Name :

**Attachment (attach the following)**

Notice of Liquidator's appointment: (In English) :

Notice of Liquidator's appointment: (Foreign Language) :

Declaration of solvency made by directors: (In English) :

Declaration of solvency made by directors: (Foreign Language) :

Copy of Liquidation plan: (In English) :

Copy of Liquidation plan: (Foreign Language) :

I / We, (agent name), hereby declare that the translator's certificate is included to verify that the attached document in English is an accurate translation of the attached document in Foreign Language.

**Certification:**

I / We, (agent name) hereby declare that we are authorized to process this application on behalf of the company as stated.

Agent :

**Liquidators:**



**POST-INCORPORATION TRANSACTIONS**

**Notice of Completion of Liquidation**

BVI Company No. :

Company Name :

Liquidator's notice of completion of liquidation: (In English) :

Liquidator's notice of completion of liquidation: (Foreign Language) :

I / We, (agent name), hereby declare that the translator's certificate of translation in English is an accurate translation of the attached document in Foreign Language.

**Certification:**

I / We, (agent name), hereby certify that we are authorized to file this application on behalf of the company stated and the liquidator(s) associated with this voluntary liquidation.

Agent

**Additional Request**

S/No.	Document Type	Quantity
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

**POST-INCORPORATION TRANSACTIONS**

**Notice of Termination of Liquidation**

BVI Company No. :

Company Name :

Attachment (attach the following option)

Court order granting termination of liquidation: (In English) :

**Court Order Obtained By**

- Voluntary Liquidator
- Director
- Member
- Creditor

Name :

Address Line 1 :

Address Line 2 :

City :

State/Province/Reg :

Zip/Postal Code :

Country :

Date of Termination of Liquidation :

I / We, (agent name), hereby confirm that a sealed copy of the order has been filed manually.

Agent :

**POST-INCORPORATION TRANSACTIONS**

**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Registration of Articles of Merger**

BVI Company No. :

Company Name :

Foreign Character Name :

Surviving Company Name :  No Change  Newly Reserved Name

Applicable to BVI Surviving Companies only

Company Type :

Merger Effective Date: :

- Merger is submitted under provisions of Section 171
- Merger is submitted under provisions of Section 172 (Parent/Subsidiary merger)

**Shares Information**

Number of shares the company is currently authorised to issue

Current Unlimited No. of Shares:

Current Number of Shares:

**Authorisation to Issue Shares :**

- The company is NOT authorised to issue shares
- The company is authorised to issue shares
  - Unlimited No. of Shares:
  - Number of Shares:
  - Par value Shares:  Yes  No

Is the company authorised to issue, convert or exchange registered shares for bearer shares:

Yes  No

If yes, Current number of shares held by a qualifying custodian within the meaning of Paragraph II of Schedule I, Part III:

**POST-INCORPORATION TRANSACTIONS**

Current number of shares held by an authorized or recognized non-qualifying custodian:

number of shares held by a qualifying custodian within the meaning of Paragraph II of Schedule I, Part III:

number of shares held by an authorized or recognized non-qualifying custodian:

Current authorised capital of the company:

Authorised capital of the company after registration of notice of amendment of the memorandum:  
US \$ or US \$ equivalent (if capital not in US \$)

**Existing Capital Currencies:**

S.No.	Currency Type	Capital Amount	Exchange Rate to USD	USD Equivalent
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**Capital Currencies**

S.No.	Currency Type	Capital Amount	Exchange Rate to USD	USD Equivalent
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Articles of Merger signed by representative of each merging company: (In English) :

Articles of Merger signed by representative of each merging company: (Foreign Language) :

A resolution to amend the memorandum and articles of the surviving company: (In English) :

**POST-INCORPORATION TRANSACTIONS**

A resolution to amend the memorandum and articles of the surviving company: (Foreign Language) :

Details outlining requirements of section 174(2)(b)(i), (ii), (iii): (In English) applicable only if Unregistered Foreign Entity is surviving :

Details outlining requirements of section 174(2)(b)(i), (ii), (iii): (Foreign Language) applicable only if Unregistered Foreign Entity is surviving :

Certificate of Merger issued by foreign jurisdiction: (In English) applicable only if Unregistered Foreign Entity is surviving :

Certificate of Merger issued by foreign jurisdiction:(Foreign Language) applicable only if Unregistered Foreign Entity is surviving :

I / We, (agent) hereby declare that the translator's certificate is included to verify that the attached document in English is an accurate translation of the attached document in Foreign Language.

Agent :

**List of companies being merged:**

**POST-INCORPORATION TRANSACTIONS**

Company Name	Identification No.	Name of Jurisdiction	Surviving Company
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**Additional Request**

S/No.	Document Type	Quantity
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**Remarks**

Please note that these comments will have no legal implications, nor form part of the Company's Memorandum and Articles of Association.

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**ANNUAL FEE SUBMISSION**

Company Name	:	<input type="text"/>
BVI Co. No.	:	<input type="text"/>
Previous Bearer Fee	:	<input type="text"/>
Current Bearer Fee	:	<input type="text"/>
Previous Renewal Fees	:	<input type="text"/>
Current Renewal Fee	:	<input type="text"/>
Restoration Charges	:	<input type="text"/>
Total Amount	:	<input type="text"/>

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Annual Return (Unlimited Company not Authorised to Issue shares)**

BVI Company No. :

Company Name :

Date of annual return (made up to) :

**Attachment (attach the following):**

Annual return(certified as correct by a director of the company or by its registered agent): (In English) :

Annual return(certified as correct by a director of the company or by its registered agent): (Foreign Language) :

I / We, (agent name), hereby declare that the translator's certificate document in English is an accurate translation of the attached document in Foreign Language.

Agent :

**Additional Request**

S/No.	Document Type	Quantity

**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

**POST-INCORPORATION TRANSACTIONS**

**Notice of Continuation out of the Virgin Islands (Discontinuation)**

BVI Company No :

Company Name :

Name under which company is continued :

Name of continuing jurisdiction :

Date of continuation :

**Declaration (choose one of the following two options)**

Certified copy of the certificate of continuation: (In English) :

Certified copy of the certificate of continuation: (Foreign Language) :

**OR**

Other document evidencing continuation: (In English) :

Other document evidencing continuation: (Foreign Language) :

I / We, (agent name), hereby declare that the translator's certificate is included to verify that the attached document in English is an accurate translation of the attached document in Foreign Language.

Agent

**Additional Request**

S/No.	Document Type	Unit Amount	Quantity
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**POST-INCORPORATION TRANSACTIONS**

**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name

:

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Registered Agent Intent to Resign**

BVI Company No. :

Company Name :

(Please note the 90 days period starts from date specified in notice)

Date specified in notice :

Email Address of a director of the company :

**Attachment (attach the following)**

Notice of Intention to resign given to the company under section93(2)(In English) :

Notice of Intention to resign given to the company under section93(2)(Foreign Language) :

List of approved Registered Agents provided to the company(In English)

List of approved Registered Agents provided to the company(Foreign Language)

I / We, (agent name), hereby declare that the translator's certificate is included to verify that the attached document in English is an accurate translation of the attached document in Foreign Language.

Agent :

**Remarks:**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

**POST-INCORPORATION TRANSACTIONS**

**Notice Of Resignation Of Registered Agent**

BVI Company No. :

Company Name :

I / We, (agent name), hereby give notice of our resignation as Registered Agent

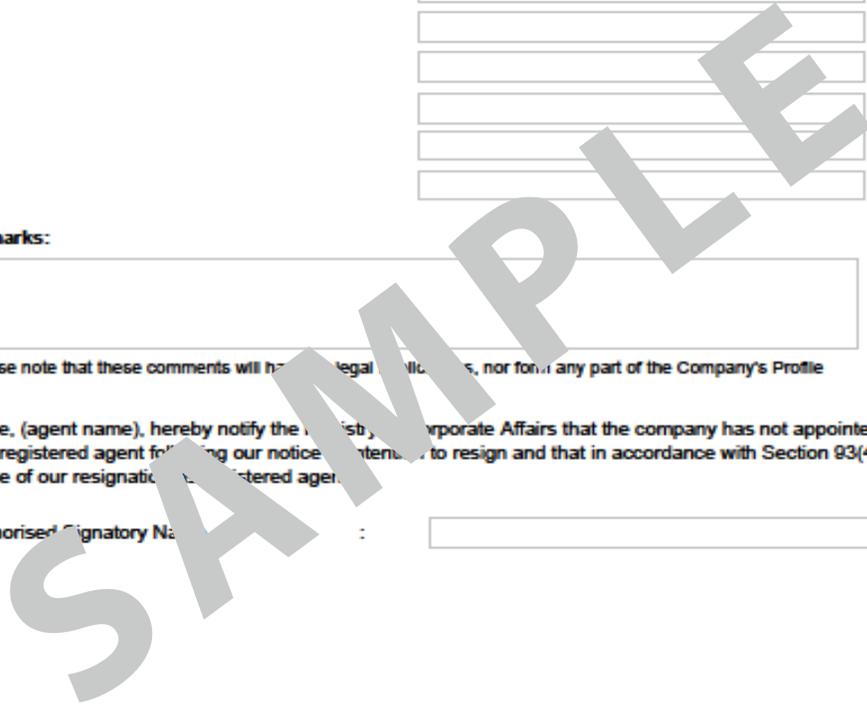
Agent :

**Remarks:**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, (agent name), hereby notify the Registrar of Corporate Affairs that the company has not appointed a new registered agent following our notice of intention to resign and that in accordance with Section 93(4), we give notice of our resignation as registered agent.

Authorised Signatory Name :



**POST-INCORPORATION TRANSACTIONS**

**Request for Certificate of Good Standing(BC)**

BVI Company No. :

Company Name :

Requestor :

Quantity	Unit Amount	Remarks
<input type="text"/>	<input type="text"/>	

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :



**POST-INCORPORATION TRANSACTIONS**

**Request for Certificate of Automatic Re-registration**

BVI Company No. :

Company Name :

Agent :

Quantity	Unit Amount	Remarks
<input type="text"/>	<input type="text"/>	

I / We, (agent name), hereby confirm that information provided above is correct to our knowledge.

Authorised Signatory Name :

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Request for Certifications (BC)**

BVI Company No. :

Company Name :

Copy of Memorandum and Articles for certification :

Copy of Original Certificate (For companies incorporated prior to VIRRGIN) :

Requestor :

**Additional Request**

S/No.	Document Type	Quantity	Unit Amount	Remarks
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile  
I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

**POST-INCORPORATION TRANSACTIONS**

**Request for Certificate of Automatic Re-registration of Local Company**

BVI Company No.: :

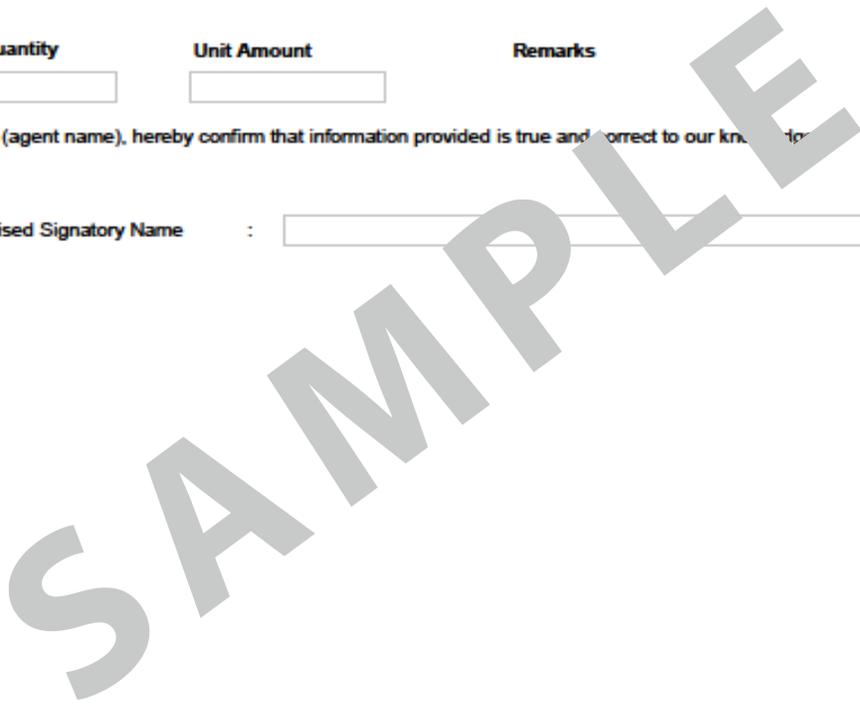
Company Name: :

Agent :

Quantity	Unit Amount	Remarks
<input type="text"/>	<input type="text"/>	

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :



**PRE-INCORPORATION TRANSACTIONS**

**Application for Formation - Limited Partnership**

Proposed Limited Partnership Name :

Name Reservation No. :

Suffix :

Partnership Type:\*

Local Limited Partnership

International Limited Partnership

Will the company be operating as a Mutual Fund?

Yes  No

Confirmation

Do you confirm that you have received the corresponding Articles of Partnership duly executed by all the partners pursuant to Section 53(1) of the Act?

Yes  No

Memorandum of Limited Partnership: (In English) :

Memorandum of Limited Partnership: (Foreign Language) :

Agent :



**PRE-INCORPORATION TRANSACTIONS**

**General Partners**

S/No.	Identification No.	Name
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**Additional Request**

S/No.	Document Type	Quantity
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I / We, (agent name), hereby apply to the Financial Services Commission for the formation of the Company and consent to act as Registered Agent on its formation under the Partnership Act, 1998

Authorised Signatory Name :

SAMPLE

**PRE-INCORPORATION TRANSACTIONS**

**Application for Continuation - Limited Partnership**

Proposed Limited Partnership Name :

Name Reservation No. :

Suffix :

Partnership Type:\*

Local Limited Partnership

International Limited Partnership

Will the company be operating as a Mutual Fund?

Yes  No

Confirmation

Do you confirm that you have received the corresponding Articles of Partnership duly executed by all the partners pursuant to Section 53(1) of the Act?

Yes  No

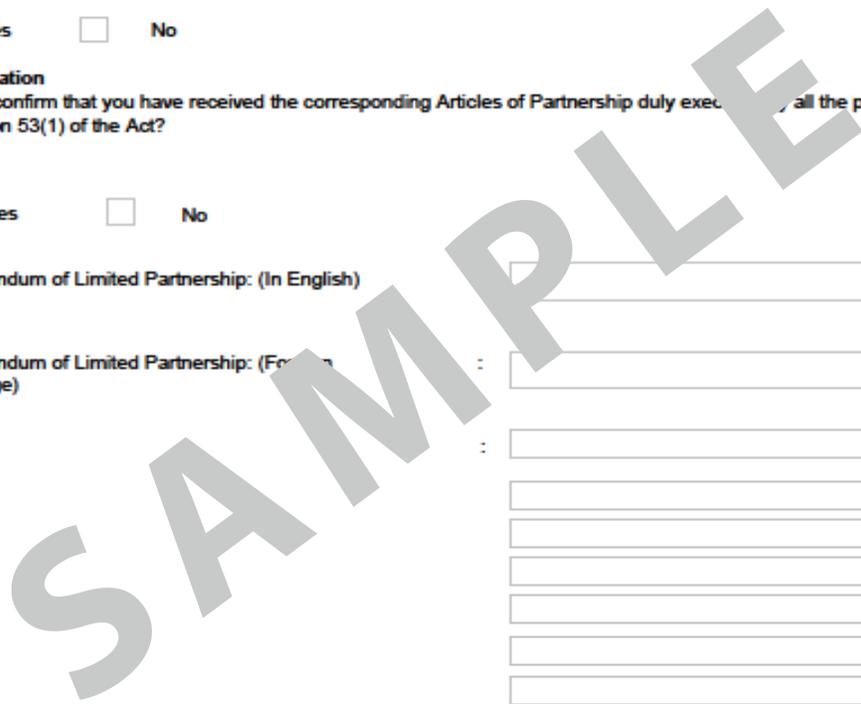
Memorandum of Limited Partnership: (In English)

Memorandum of Limited Partnership: (Foreign Language) :

Agent :

Name of Current Jurisdiction :

Date of Original Registration :



**PRE-INCORPORATION TRANSACTIONS**

**General Partners**

S/No.	Identification No.	Name
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**Additional Request**

S/No.	Document Type	Quantity
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I / We, (agent name), hereby apply to the Financial Services Commission for the formation of the Company and consent to act as Registered Agent on its formation under the Partnership Act, 1996

Authorised Signatory Name :

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Amendment to Memorandum of Partnership / General Amendments**

Limited Partnership No. :

Limited Partnership Name :

The above company has amended its Memorandum of Partnership by resolution dated :

**Attachment (attach the following) options**

Particulars of Amendment:(In English) :

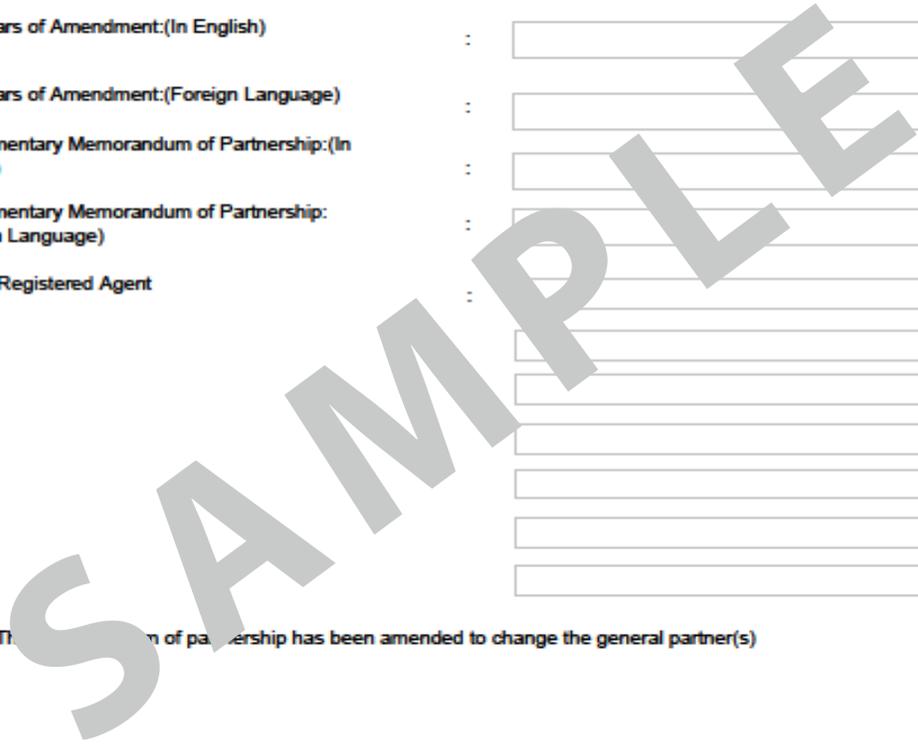
Particulars of Amendment:(Foreign Language) :

Supplementary Memorandum of Partnership:(In English) :

Supplementary Memorandum of Partnership:(Foreign Language) :

Current Registered Agent :

The Memorandum of Partnership has been amended to change the general partner(s)



**POST-INCORPORATION TRANSACTIONS**

**General Partners**

**Ceased General Partners**

The memorandum of partnership has been amended to change the registered agent / office

**Name and address of New Registered Agent**

New Agent: \_\_\_\_\_

Address Line 1: \_\_\_\_\_

Address Line 2: \_\_\_\_\_

City: \_\_\_\_\_

State/Province/Region: \_\_\_\_\_

ZIP/Postal Code: \_\_\_\_\_

Country: \_\_\_\_\_

The memorandum of partnership has been amended to change the name of the Limited Partnership

**Change in Limited Partnership Name**

Name Reservation: \_\_\_\_\_

Suffix: \_\_\_\_\_

**Additional Information**

**POST-INCORPORATION TRANSACTIONS**

**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Limited Partnership's Profile

We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name

:

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Articles of Dissolution (LP)**

Limited Partnership No. :

Limited Partnership Name :

**Attachment (attach the following):**

Articles of Dissolution: (In English) :

Articles of Dissolution: (Foreign Language) :

Letter of consent from Registered Agent: (In English) applicable only if filed by Legal Practitioner :

Letter of consent from Registered Agent: (Foreign Language) applicable only if filed by Legal Practitioner :

**Certification:**

I / We, (agent name), hereby declare that we are authorized to process this application on behalf of the company as stated.

Agent :

**Liquidators:**

S. No.	Name	Identification No.
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**POST-INCORPORATION TRANSACTIONS**

**Additional Request**

S/No.	Document Type	Quantity
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Limited Partnership's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name

:

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Completion of Liquidation (LP)**

Limited Partnership No. :

Limited Partnership Name :

**Attachment (attach the following):**

Liquidator's Notice of Completion of Liquidation: (In English) :

Liquidator's Notice of Completion of Liquidation: (Foreign Language) :

Copy of publication of winding-up in Newspaper and/or gazette: (In English) :

Copy of publication of winding-up in Newspaper and/or gazette: (Foreign Language) :

**Certification:**

I / We, (agent name), hereby certify that I / we are authorized to file this application on behalf of the company stated and the liquidator(s) associated with this voluntary liquidation.

Agent

**Additional Request**

S/No.	Document Type	Quantity

**POST-INCORPORATION TRANSACTIONS**

**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Limited Partnership's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name

:

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Notice of Rescission of Articles of Dissolution**

Limited Partnership No. :

Limited Partnership Name :

**Attachment: (attach the following options)**

Authorisation Letter of Rescission: (In English) :

Authorisation Letter of Rescission: (Foreign Language) :

Consent letter from agent if filed by Solicitor: (In English) :

Consent letter from agent if filed by Solicitor: (Foreign Language) :

**Certification:**

I / We, (agent name), hereby to certify that we are authorized to file this application on behalf of the company stated and the liquidator(s) associated with this voluntary liquidation.

Agent :

Addition S/No.	Document Type	Quantity
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Limited Partnership's Profile

**POST-INCORPORATION TRANSACTIONS**

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I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name

:

SAMPLE

**POST-INCORPORATION TRANSACTIONS**

**Notice of Continuation out of the Virgin Islands (Discontinuation) (LP)**

Limited Partnership No. :

Limited Partnership Name :

**Attachment: (attach one of the following two options)**

Affidavit: (In English) :

Affidavit: (Foreign Language) :

Certified copy of the certificate of continuation or other document evidencing continuation: (In English) :

Certified copy of the certificate of continuation or other document evidencing continuation: (Foreign Language) :

Agent :

**Additional Request**

S/No.	Document Type	Quantity
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Limited Partnership's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

**POST-INCORPORATION TRANSACTIONS**

**Registered Agent intent to Resign (LP)**

Limited Partnership No. :

Limited Partnership Name :

**Attachment (attach the following):**

Letter to partner at partner's, last known address advising of intent to resign: (In English) :

Letter to partner at partner's, last known address advising of intent to resign: (Foreign Language) :

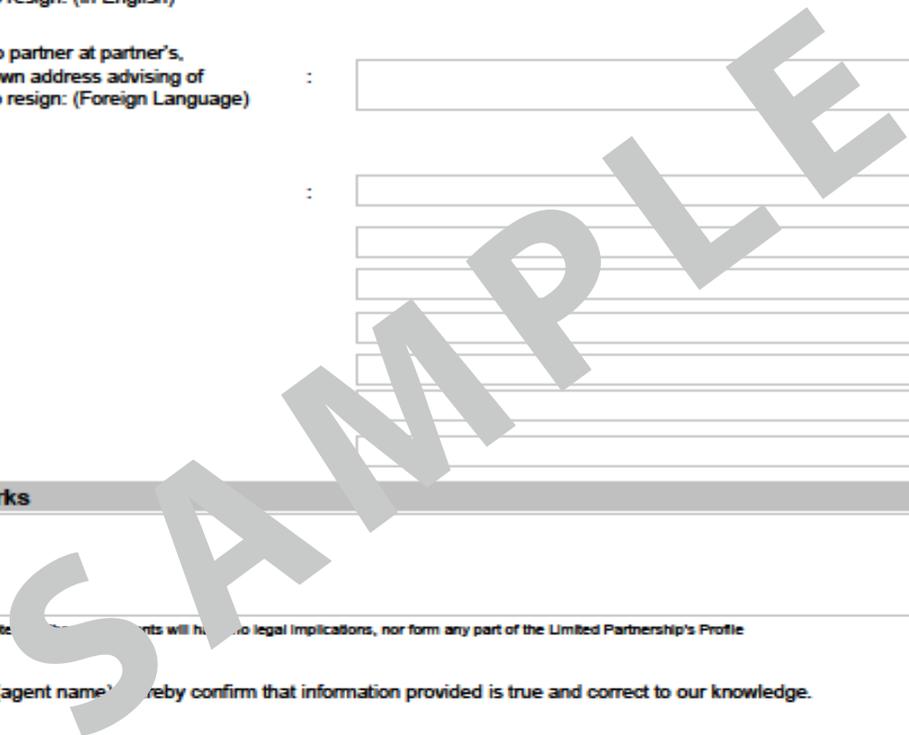
Agent :

**Remarks**

Please note that comments will have no legal implications, nor form any part of the Limited Partnership's Profile

I / We, (agent name) hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :



**POST-INCORPORATION TRANSACTIONS**

**Notice of Resignation of Registered Agent (LP)**

Limited Partnership No. :

Limited Partnership Name :

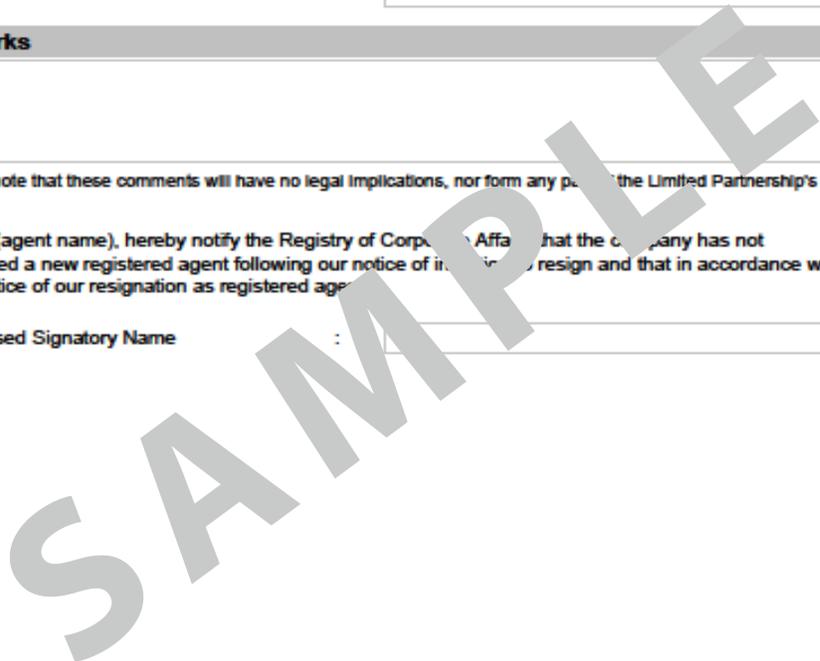
Agent :

**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Limited Partnership's Profile

I / We, (agent name), hereby notify the Registry of Corporate Affairs that the company has not appointed a new registered agent following our notice of intention to resign and that in accordance with Section 93(4), we give notice of our resignation as registered agent.

Authorised Signatory Name :



**POST-INCORPORATION TRANSACTIONS**

**Request for Certificate of Good Standing(LP)**

BVI Company No. :

Company Name :

Requestor :

Quantity	Unit Amount	Remarks
<input type="text"/>	<input type="text"/>	<input type="text"/>

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :



**POST-INCORPORATION TRANSACTIONS**

**Request for Certifications (LP)**

Limited Partnership No. :

Limited Partnership Name :

Copy of Memorandum and Articles for certification.(In English) :

Copy of Memorandum and Articles for certification. (Foreign Language) :

Copy of Original Certificate. (In English) (optional) :

Copy of Original Certificate. (Foreign Language) :

Requestor :

**Additional Request**

S/No.	Doc. Type	Unit Amount	Quantity	Remarks
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**Remarks**

Please note that these comments will have no legal implications, nor form any part of the Limited Partnership's Profile

I / We, (agent name), hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name :

**POST-INCORPORATION TRANSACTIONS**

**ANNUAL FEE SUBMISSION**

Limited Partnership Name: :

Limited Partnership No.: :

Previous Renewal Fees :

Current Renewal Fee :

Total Amount :

We, (agent\_name), hereby confirm that the information provided is true and correct to our knowledge.

Authorised Signatory Name :

SAMPLE

Issued by the Financial Services Commission this 15<sup>th</sup> day of October, 2012.

[Sgd:] Robert Mathavious  
Managing Director/CEO