

**FORM 11B**  
**INSTRUCTIONS ON REVERSE**



**JAMAICA**  
**THE COMPANIES ACT**  
**DECLARATION BY COMPANY DIRECTOR**  
**FOR ACQUISITION BY COMPANY OF ITS OWN SHARES**

(Pursuant to section 59 (4) )

1. NAME OF COMPANY

1A. COMPANY NUMBER

1B. COMPANY TAXPAYER REGISTRATION NUMBER

1C. COMPANY FAX NUMBER

1D. TYPE OF COMPANY:

PRIVATE

PUBLIC

2.

I, \_\_\_\_\_  
(PRINT NAME)

of \_\_\_\_\_  
(STATE FULL RESIDENTIAL ADDRESS)

\_\_\_\_\_

I, \_\_\_\_\_  
(PRINT NAME)

of \_\_\_\_\_  
(STATE FULL RESIDENTIAL ADDRESS)

\_\_\_\_\_

I, \_\_\_\_\_  
(PRINT NAME)

of \_\_\_\_\_  
(STATE FULL RESIDENTIAL ADDRESS)

\_\_\_\_\_

do solemnly and sincerely declare as follows that::

3. There are no reasonable grounds for believing that:

- (a) the company is, or would after payment for its own shares be, unable to pay its liabilities as they become due; or
- (b) the realizable value of the company's assets would, after the payment for its own shares, be less than the aggregate of its liabilities and the amount required for payment on a redemption or in a winding up of all shares the holders of which have the right to be paid prior to or rateably with the holders of the shares to be purchased or acquired.

4. This declaration is based upon:

- (a) the company's audited accounts made up no more than 12 months before the date of this declaration;
- (b) the company's unaudited accounts made up no more than 45 days before the date of this declaration; and
- (c) other relevant facts within the knowledge of the directors, which is set out below:

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(FILL OUT WHERE APPLICABLE)

5. TAKEN AND ACKNOWLEDGED by )  
 the said )  
 at )  
 in the parish of )  
 this day of )  
 Before me: )

\_\_\_\_\_

\_\_\_\_\_  
 JUSTICE OF THE PEACE  
 for the parish of:

NOTARY PUBLIC

A COMMISSIONER OF OATHS

(INDICATE CAPACITY)

TAKEN AND ACKNOWLEDGED by )  
the said )  
at )  
in the parish of )  
this day of )  
Before me: )

\_\_\_\_\_

\_\_\_\_\_  
JUSTICE OF THE PEACE   
for the parish of:

NOTARY PUBLIC   
A COMMISSIONER OF OATHS   
(INDICATE CAPACITY)

TAKEN AND ACKNOWLEDGED by )  
the said )  
at )  
in the parish of )  
this day of )  
Before me: )

\_\_\_\_\_

\_\_\_\_\_  
JUSTICE OF THE PEACE   
for the parish of:

NOTARY PUBLIC   
A COMMISSIONER OF OATHS   
(INDICATE CAPACITY)

6 FILED BY:

<b>NAME:</b>			
<b>ADDRESS:</b>	<b>STREET</b>		
	<b>TOWN</b>		
	<b>POST OFFICE</b>		
	<b>PARISH</b>		
<b>E-MAIL ADDRESS:</b>			
<b>CONTACT NUMBER:</b>			
<b>FAX NUMBER:</b>			

7. PARTICULARS OF DIRECTORS

NAME OF DIRECTOR	EMAIL ADDRESS	TAX REGISTRATION NUMBER

<b>“FOR OFFICIAL USE ONLY”</b>		
<b>COMPANY NUMBER:</b> _____		
<b>FILED:</b> _____	/	/
<b>DAY</b>	<b>MONTH</b>	<b>YEAR</b>

**JAMAICA**  
**THE COMPANIES ACT**  
**DECLARATION BY COMPANY DIRECTOR**  
**FOR ACQUISITION BY COMPANY OF ITS OWN SHARES**

**FORM 11B**

**INSTRUCTIONS**

**GENERAL**

This document is required to be filed with the Office of the Registrar of Companies and must conform to the requirement under the Act. Where any provision required to be set out is too long for the space provided in the form, the form may incorporate the provisions by annexing a schedule in such manner as may be prescribed under the Act.

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**ITEMS 1, 1A, 1B, 1C & 1D**

- Set out the full legal name of the company.
- Set out Company number assigned by the Registrar of Companies.
- Set out Company Taxpayer Registration Number. (The Company Taxpayer Registration Number will be photocopied by the Registrar of Companies and returned. Individuals may, instead of bringing the Taxpayer Registration Card into the Offices of the Registrar of Companies, provide a certified copy of the same). An Attorney –at – Law, a Justice of the Peace, or a Notary Public may certify the copy of the Taxpayer Registration Number. Where the copy is certified by a Justice of the Peace or a Notary Public they must affix the relevant seal of their office.
- Set out, where applicable the company fax number.
- Indicate whether the company is a private or a public company.

**NOTE:** Once certified copies of the Taxpayer Registration Number have been supplied to the Registrar of Companies or the Registrar of Companies has seen the original Taxpayer Registration Card and made a copy of the same the company need only affix the number to any documents being subsequently filed.

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**ITEM 2**

Set out the full name and residential address of each director.

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**ITEM 3**

There should be no reasonable grounds for believing that

- (a) the company is, or would after the reduction of its stated capital be, unable to pay its liabilities as they become due; or
- (b) the realizable value of the company's assets would, after the reduction of stated capital, be less than the aggregate of its liabilities and the amount required for payment on a redemption or in a winding up of all shares the holders of which have the right to be paid prior to or ratably with the holders of the shares to be purchased or acquired

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**ITEM 4**

The declaration must be based upon

- (a) the company's audited accounts made up no more than 12 months before the date of this declaration
- (b) the company's unaudited accounts made up no more than 45 days before the date of this declaration; and
- (c) where applicable, other relevant facts within the knowledge of the directors.

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**ITEM 5**

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This declaration must be signed in the presence of a Justice of the Peace, a Notary Public, or a Commissioner of Oaths, who must affix the relevant seal of their office.

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**ITEM 6**

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Set out the name, residential address, telephone number, fax number and email address of the person filing the form with the Registrar of Companies.

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**ITEM 7**

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Set out the email address and the Taxpayer Registration Number of the directors. Individuals may, instead of bringing the Taxpayer Registration Card into the Offices of the Registrar of Companies, provide a certified copy of the same. (See instructions at Item 1 above in relation to Taxpayer Registration cards)

**THIS FORM AND THE PRESCRIBED FEE AT THE DATE OF FILING SHOULD BE DEPOSITED WITH THE REGISTRAR OF COMPANIES.**

**\*\*\* EVERY OFFICER OF THE COMPANY IN DEFAULT OF THE PROVISIONS OF THE COMPANIES ACT IS LIABLE TO THE PRESCRIBED PENALTY AND WHERE NO PENALTY IS PRESCRIBED BY THE RELEVANT SECTION IN THE ACT TO A FINE NOT EXCEEDING \$50,000 (SECTION 384 COMPANIES ACT)**