



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

AMENDED RETURN YEAR(S)

If, the return for the year above was registered in error, please indicate the reason(s) for amendment in this box:

## THE COMPANIES ACT OF JAMAICA ANNUAL RETURN FOR COMPANIES WITH SHARES *(Pursuant to sections 121, 122 & 124 of the Companies Act 2004)*

COMPLETE THIS FORM IN BLOCK CAPITALS ONLY  
WITHIN THE PRESCRIBED FIELDS.  
PUT "N/A" IN FIELDS THAT DO NOT APPLY.

1A. NAME OF COMPANY			
1B. TYPE OF COMPANY	Private	Public	
1C. COMPANY REGISTRATION NUMBER			
1D. COMPANY TAXPAYER REGISTRATION NUMBER		1E. COMPANY TELEPHONE NUMBER	
1F. COMPANY EMAIL ADDRESS			

### 2. PERIOD FOR WHICH ANNUAL RETURN IS MADE UP

(I). START	Day	Month	Year	(II). END	Day	Month	Year
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### 3A. LOCATION OF REGISTERED OFFICE

STREET OR DISTRICT	
TOWN	
POST OFFICE	
PARISH	

### 3B. MAILING ADDRESS (if different from the registered office address)

STREET OR DISTRICT	
TOWN	
POST OFFICE	
PARISH	

4. HAS THERE BEEN A CHANGE IN THE REGISTERED OFFICE ADDRESS DURING THE PERIOD FOR WHICH THE ANNUAL RETURN IS MADE UP? <i>(If yes, notice must be given to the Registrar using a Form 17)</i>	YES	NO
5A. IS/ARE THE REGISTER(S) OF SHAREHOLDERS/DIRECTORS' SHAREHOLDINGS/DEBENTURE HOLDINGS/DIRECTORS' SERVICE CONTRACTS LOCATED AT AN ADDRESS DIFFERENT FROM THE REGISTERED OFFICE? <i>(If yes, this information must be presented in a schedule and attached to this form)</i>	YES	NO
5B. (FOR COMPANIES LIMITED BY GUARANTEE HAVING A SHARE CAPITAL ONLY) HAS THERE BEEN AN INCREASE IN THE REGISTERED NUMBER OF SHAREHOLDERS? <i>(If yes, notice must be given to the Registrar using a Form 27A)</i>	YES	NO
6. PLEASE INDICATE THE TOTAL AMOUNT OF INDEBTEDNESS OF THE COMPANY, IF ANY \$ _____	This information relates only to charges which are required to be filed with the Companies Office of Jamaica.	

FOR OFFICIAL USE ONLY COMPANY #:



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

## 7. SUMMARY OF SHARE PARTICULARS

7A. AUTHORISED NUMBER OF SHARES <i>(Indicate below the maximum number of shares the company is authorised to issue)</i>	7B. CLASSES OF SHARES	7C. TOTAL NUMBER OF SHARES IN EACH CLASS	<b>ITEM 7A:</b> Item 7A requires the number of shares the company is authorised to issue.
	(I) ORDINARY		<b>ITEM 7C:</b> Item 7C should be completed with the number of shares in each class.
	(II) PREFERENCE		
	(III) OTHER Specify _____		

8. ARE THERE ANY ISSUED SHARES THAT HAVE BEEN FULLY PAID UP?      YES      NO  
 If yes, please complete items 8A–8C. If no, you must complete items 9–9C.

A fully paid up share is a share for which the full issue price has been paid.

**ITEM 8:** Item 8 should be completed by selecting "Yes" where the issued shares have been fully paid for and "No" where the shares have been partially paid for. Where "Yes" is selected, kindly proceed to completing items 8A-8C.

## 8A. PARTICULARS OF THE TOTAL SHARES THAT HAVE BEEN FULLY PAID UP

CLASS OF SHARES	(i) TOTAL NUMBER OF SHARES ISSUED AT THE BEGINNING OF THE PERIOD	(ii) PARTIALLY PAID-UP SHARES THAT BECAME FULLY PAID UP DURING THE PERIOD	(ii) TOTAL SHARES ISSUED DURING THE PERIOD	(iii) TOTAL SHARES PURCHASED/REDEEMED /SURRENDERED DURING THE PERIOD	(iv) TOTAL NUMBER OF SHARES AT THE END OF THE PERIOD	<p><b>ITEM 8A:</b> Item 8A requires the class of issued shares in the first column. Where more than one class of shares have been issued, each row should be completed with the different class of shares.</p> <p><b>ITEM 8A (I)</b> should be completed with the number of shares taken up at incorporation if this is the first Annual Return or amount taken up since the made date of the last Annual Return.</p> <p><b>ITEM 8A (II)</b> Where any shares which were partially paid for becomes fully paid up shares during the period at Item 2, the number of such shares should be inserted.</p> <p><b>ITEM 8A (III)</b> should reflect the number of shares issued during the period reflected at Item 2.</p> <p><b>ITEM 8A (IV)</b> The number of shares purchased, redeemed or surrendered during the period should be inserted. (Note, only shares which are deemed redeemable can be redeemed)</p> <p><b>ITEM 8A (V)</b> should reflect the number of issued shares at the end of the period. (Note, Items 8A(i) + 8A(ii) + 8A(iii) - 8A(iv) = Item 8A(v)).</p>

## 8B. CASH FULLY PAID UP SHARE PARTICULARS

## 8C. NON-CASH FULLY PAID UP SHARE PARTICULARS

CLASS	NUMBER	CLASS	NUMBER	<p><b>ITEM 8B:</b> Item 8B should reflect the class and number of shares issued for cash which are fully paid up while Item 8C should reflect the class and number of shares issued for non-cash consideration (otherwise than cash). For example, shares issued for service provided).</p>



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

9. ARE THERE ANY ISSUED SHARES THAT HAVE BEEN PARTIALLY PAID UP? YES NO

If yes, please complete items 9A–9C. If no, you must complete items 8–8C.

A partially paid up share is a share for which the full issue price has not been paid

ITEM 9: Item 9 should be completed by selecting "Yes" where the issued shares have been partially paid for and "No" where the shares have been fully paid for. Where "Yes" is selected, kindly proceed to completing Items 9A-9C.

## 9A. PARTICULARS OF THE TOTAL SHARES THAT HAVE BEEN PARTIALLY PAID UP

CLASS OF SHARES	(i) TOTAL NUMBER OF SHARES ISSUED AT THE BEGINNING OF THE PERIOD	(ii) TOTAL SHARES ISSUED DURING THE PERIOD	(ii) PARTIALLY PAID-UP SHARES THAT BECAME FULLY PAID UP DURING THE PERIOD	(iii) TOTAL SHARES PURCHASED/ FORFEITED/SURRENDERED DURING THE PERIOD	(iii) TOTAL NUMBER OF SHARES AT THE END OF THE PERIOD

ITEM 9A: Item 9A requires the class of issued shares in the first column. Where more than one class of shares have been issued, each row should be completed with the different class of shares.

ITEM 9A (I) Item 9A (i) should be completed with the number of shares taken up at incorporation if this is the first Annual Return or amount taken up since the made up date of the last Annual Return.

ITEM 9A (II) Item 9A (ii) should reflect the number of shares issued during the period reflected at Item 2 which are partially paid up.

ITEM 9A (III) Item 9A (iii) where any shares which were partially paid for becomes fully paid up shares during the period at Item 2, the number of such shares should be inserted. This amount should be deducted from the total partially paid up shares.

ITEM 9A (IV) Item 9A (iv) should reflect the number of shares purchased, forfeited or surrendered during the period.

ITEM 9A (V) Item 9A (v) should reflect the number of issued partially paid up shares at the end of the period. (Note, Items  $9A(i) + 9A(ii) - 9A(iii) + 9A(iv) = \text{Item } 9A(v)$ .)

## 9B. CASH SHARES THAT HAVE BEEN PARTIALLY PAID UP (Shares which were or are to be paid for in cash)

CLASS OF SHARES	(i) NUMBER OF CASH SHARES PARTLY PAID UP IN CASH	(ii) AMOUNT CALLED UPON EACH SHARE	(iii) TOTAL AMOUNT RECEIVED FROM CALLS	(iv) TOTAL AMOUNT OF CALLS UNPAID

ITEM 9B: Item 9B should reflect the class of issued cash shares which are partially paid up in the first column. Where there are more than one class of shares, each row should be completed with the different class of shares.

ITEM 9B (I) Item 9B (i) should reflect the number of cash partially paid up shares taken up at incorporation if this is the first Annual Return or the amount taken up since the made up date of the last Annual Return.

ITEM 9B (II) Item 9B (ii) should be completed where calls have been made on the shares (that is, where the Directors have asked the shareholders to make payment on the shares), if no calls were made, Nil or None should be inserted.

ITEM 9B (III) Item 9B (iii) should be completed with the amount of calls received (that is, the amount paid on each shares by the shareholders). N/A should be inserted where no calls were made or where calls were made but no payment received.

ITEM 9B (IV) Item 9B (iv) should be completed with the total amount of calls unpaid.

## 9C. NON-CASH SHARES THAT HAVE BEEN PARTIALLY PAID UP (Shares which were or are to be paid for in consideration other than in cash, e.g. services, goods)

CLASS OF SHARES	(i) NUMBER OF NON-CASH SHARES PARTLY PAID UP	(ii) AMOUNT CALLED UPON EACH SHARE	(iii) TOTAL AMOUNT RECEIVED FROM CALLS	(iv) TOTAL AMOUNT OF CALLS UNPAID

ITEM 9C: Item 9C should be completed to reflect the number of partially paid up shares issued for non-cash consideration (otherwise than cash). Item 9C should be completed similar to Item 9B where applicable.



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

**ITEM 10:** Item 10 should be completed with the particulars for the individual/natural shareholders and should account for any changes during the period at Item 2.

## 10. LIST OF INDIVIDUAL/NATURAL SHAREHOLDERS

This list shall include all shareholders holding shares during the period for which the Annual Return is made up and must reflect all changes in shareholders.

NOTE: Where shares are transferred, forfeited etc. the date of the transaction must be indicated under the relevant column next to the name of the person acquiring/disposing of the shares and the type of transaction (see key at right).

Where shares are issued during the period, the details shall also be provided on a Return of Allotment (Form 9). This includes newly issued shares and shares re-allotted upon forfeiture.

### KEY TO TYPES OF TRANSACTION

<b>N</b>	= NEW ISSUE	<b>T</b>	= TRANSFER
<b>TM</b>	= TRANSMISSION	<b>F</b>	= FORFEITURE
<b>R</b>	= REDEMPTION	<b>P</b>	= PURCHASE
<b>S</b>	= SURRENDERED (as a gift to the company)		

This person is a nominee shareholder

NAME (For individuals: FIRST LAST)	CLASS OF SHARES	NUMBER OF SHARES HELD AT BEGINNING OF PERIOD	CHANGES IN SHAREHOLDING DURING THE PERIOD		DATE OF TRANSACTION (dd/mm/yyyy)	TYPE OF TRANSACTION (see key above)	NUMBER OF SHARES HELD AT THE END OF THE PERIOD
			# of shares acquired <sup>2</sup>	# of shares disposed of <sup>3</sup>			

ADDRESS

NATIONALITY

OCCUPATION

This person is a nominee shareholder

NAME (For individuals: FIRST LAST)	CLASS OF SHARES	NUMBER OF SHARES HELD AT BEGINNING OF PERIOD	CHANGES IN SHAREHOLDING DURING THE PERIOD		DATE OF TRANSACTION (dd/mm/yyyy)	TYPE OF TRANSACTION (see key above)	NUMBER OF SHARES HELD AT THE END OF THE PERIOD
			# of shares acquired <sup>2</sup>	# of shares disposed of <sup>3</sup>			

ADDRESS

NATIONALITY

OCCUPATION

FOR OFFICIAL USE ONLY COMPANY #:



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

This person is a nominee shareholder

NAME (For individuals: FIRST LAST)	CLASS OF SHARES	NUMBER OF SHARES HELD AT BEGINNING OF PERIOD	CHANGES IN SHAREHOLDING DURING THE PERIOD		DATE OF TRANSACTION (dd/mm/yyyy)	TYPE OF TRANSACTION (see key above)	NUMBER OF SHARES HELD AT THE END OF THE PERIOD
			# of shares acquired <sup>2</sup>	# of shares disposed of <sup>3</sup>			
ADDRESS			NATIONALITY			OCCUPATION	

This person is a nominee shareholder

NAME (For individuals: FIRST LAST)	CLASS OF SHARES	NUMBER OF SHARES HELD AT BEGINNING OF PERIOD	CHANGES IN SHAREHOLDING DURING THE PERIOD		DATE OF TRANSACTION (dd/mm/yyyy)	TYPE OF TRANSACTION (see key above)	NUMBER OF SHARES HELD AT THE END OF THE PERIOD
			# of shares acquired <sup>2</sup>	# of shares disposed of <sup>3</sup>			
ADDRESS			NATIONALITY			OCCUPATION	

1. Transmission occurs on the death of the shareholder and the shares that were held by the deceased pass on to his personal representative.
2. Acquired shares are shares received by shareholders during the period for which the Annual Return is made up, usually by means of transfer or allotment.
3. Disposed shares are those which no longer belong to the shareholder, usually by means of transfer, forfeiture, purchase or redemption by the company or given as gift to the company.

\_\_\_\_\_ Continuation page(s) attached



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

## 11. LIST OF SHAREHOLDERS WHO ARE COMPANIES

**ITEM 11:** Item 11 should be completed where there are shareholders that are companies.

This list shall include all companies who are shareholders holding shares during the period for which the Annual Return is made up and must reflect all changes in shareholders.

NOTE: Where shares are transferred, forfeited etc. the date of the transaction must be indicated under the relevant column next to the name of the person acquiring/disposing of the shares and the type of transaction (see key at right).

Where shares are issued during the period, the details shall also be provided on a Return of Allotment (Form 9). This includes newly issued shares and shares re-allotted upon forfeiture. The beneficial owner of a company is the natural individual who meets one or more of the criteria as specified below.

### KEY TO TYPES OF TRANSACTION

<b>N</b> = NEW ISSUE	<b>T</b> = TRANSFER
<b>TM</b> = TRANSMISSION	<b>F</b> = FORFEITURE
<b>R</b> = REDEMPTION	<b>P</b> = PURCHASE
<b>S</b> = SURRENDERED (as a gift to the company)	

This person is a nominee shareholder

NAME OF COMPANY 1	COMPANY REGISTERED OFFICE ADDRESS/OTHER ADDRESS	COUNTRY OF INCORPORATION	CLASS OF SHARES	NUMBER OF SHARES HELD AT BEGINNING OF PERIOD	CHANGES IN SHAREHOLDING DURING THE PERIOD		DATE OF TRANSACTION (dd/mm/yyyy)	TYPE OF TRANSACTION (see key above)	NUMBER OF SHARES HELD AT THE END OF THE PERIOD
					# of shares acquired <sup>2</sup>	# of shares disposed of <sup>3</sup>			
DATE OF INCORPORATION									

This person is a nominee shareholder

NAME OF COMPANY 2	COMPANY REGISTERED OFFICE ADDRESS/OTHER ADDRESS	COUNTRY OF INCORPORATION	CLASS OF SHARES	NUMBER OF SHARES HELD AT BEGINNING OF PERIOD	CHANGES IN SHAREHOLDING DURING THE PERIOD		DATE OF TRANSACTION (dd/mm/yyyy)	TYPE OF TRANSACTION (see key above)	NUMBER OF SHARES HELD AT THE END OF THE PERIOD
					# of shares acquired <sup>2</sup>	# of shares disposed of <sup>3</sup>			
DATE OF INCORPORATION									

1. Transmission occurs on the death of the shareholder and the shares that were held by the deceased pass on to his personal representative.
2. Acquired shares are shares received by shareholders during the period for which the Annual Return is made up, usually by means of transfer or allotment.
3. Disposed shares are those which no longer belong to the shareholder, usually by means of transfer, forfeiture, purchase or redemption by the company or given as gift to the company.

\_\_\_\_\_ Continuation page(s) attached



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

12A. HAS THERE BEEN ANY CHANGE IN DIRECTORSHIP (REMOVALS/APPOINTMENTS) DURING THE PERIOD FOR WHICH THE ANNUAL RETURN IS MADE UP?

(If yes, notice must be given to the Registrar using a Form 23)

YES

NO

**ITEM 12A:** Item 12A should be completed by selecting "Yes" if there have been changes in the Directorship during the period reflected at Item 2. If there were no changes, "No" should be selected.

12B. PARTICULARS OF DIRECTORS

This shall be a complete listing of all Directors as at the date of this Annual Return taking into consideration any changes (whether removals or appointments) made during the period. Directors who have been removed during this period shall be excluded from this list while those Directors who have been appointed since the last Annual Return and are still Directors must be included. Ensure that the Notices of the Appointments of all listed Directors have been filed with the Companies Office of Jamaica

DIRECTOR 1 This person is a nominee director

FULL NAME:			
FORMER NAME(S) (IF ANY) (for individuals)			
FULL ADDRESS or REGISTERED OFFICE ADDRESS:			
CURRENT NATIONALITY (for individuals)		NATIONALITY OF ORIGIN (If different from current)	
OCCUPATION (for individuals)			

**ITEM 12B:** Item 12B should be completed with the particulars of the Directors as of the period reflected at Item 2.

DIRECTOR 2 This person is a nominee director

FULL NAME:			
FORMER NAME(S) (IF ANY) (for individuals)			
FULL ADDRESS or REGISTERED OFFICE ADDRESS:			
CURRENT NATIONALITY (for individuals)		NATIONALITY OF ORIGIN (If different from current)	
OCCUPATION (for individuals)			

DIRECTOR 3 This person is a nominee director

FULL NAME:			
FORMER NAME(S) (IF ANY) (for individuals)			
FULL ADDRESS or REGISTERED OFFICE ADDRESS:			
CURRENT NATIONALITY (for individuals)		NATIONALITY OF ORIGIN (If different from current)	
OCCUPATION (for individuals)			



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

**DIRECTOR 4** This person is a nominee director

FULL NAME:			
FORMER NAME(S) (IF ANY) (for individuals)			
FULL ADDRESS or REGISTERED OFFICE ADDRESS:			
CURRENT NATIONALITY (for individuals)	NATIONALITY OF ORIGIN (If different from current)		
OCCUPATION (for individuals)			

**DIRECTOR 5** This person is a nominee director

FULL NAME:			
FORMER NAME(S) (IF ANY) (for individuals)			
FULL ADDRESS or REGISTERED OFFICE ADDRESS:			
CURRENT NATIONALITY (for individuals)	NATIONALITY OF ORIGIN (If different from current)		
OCCUPATION (for individuals)			

**DIRECTOR 6** This person is a nominee director

FULL NAME:			
FORMER NAME(S) (IF ANY) (for individuals)			
FULL ADDRESS or REGISTERED OFFICE ADDRESS:			
CURRENT NATIONALITY (for individuals)	NATIONALITY OF ORIGIN (If different from current)		
OCCUPATION (for individuals)			

\_\_\_\_\_ Continuation page(s) attached

**13A. HAS THERE BEEN ANY CHANGE OF COMPANY SECRETARY DURING THE PERIOD FOR WHICH THE ANNUAL RETURN IS MADE UP?** (If yes, notice must be given to the Registrar using a Form 20) YES NO

**ITEM 13A:** Item 13A should be completed by selecting "Yes" if there has been a change of Company Secretary during the period reflected at Item 2. If there were no changes, "No" should be selected.

**13B. PARTICULARS OF COMPANY SECRETARY AS AT THE DATE OF THIS ANNUAL RETURN**  
Please ensure that the Notice of Appointment of the Secretary has been filed with the Companies Office of Jamaica.

FULL NAME: (First then last)	OCCUPATION: (for individuals)		<b>ITEM 13B:</b> Item 13B should be completed with the particulars of the Company Secretary as of the date reflected at Item 2(ii).
FULL ADDRESS OR REGISTERED OFFICE ADDRESS:	STREET/DISTRICT:		
	TOWN:	POST OFFICE/POSTAL CODE:	
	PARISH/COUNTY/ STATE/PROVINCE:	COUNTRY:	

FOR OFFICIAL USE ONLY COMPANY #:





# FORM 19A



## READ INSTRUCTIONS BEFORE COMPLETING

Certificate A & B should be signed by all private companies. Certificate C should be signed by all private companies where the number of shareholders exceed 20 and consists wholly of persons who are in the employment or formerly in the employment of the company. Lastly, Certificate D should be signed by all private companies except in cases where one or any of the shareholders is a corporate shareholder that is required to file Accounts (Financial Statement). (Note, the certificates are not applicable to public companies).

### 14. PRIVATE COMPANY CERTIFICATES

The relevant certificate is to be signed by both a duly appointed Director and the Secretary of the Company. Where a Director is also the Secretary s/he may not sign in both capacities.)

#### A. CERTIFICATE TO BE SIGNED BY ALL PRIVATE COMPANIES

"We certify that the Company has not since the date of the last Annual Return or incorporation as the case may be, issued any invitation to the Public to subscribe for any shares or debentures of the Company or to deposit money for fixed periods or payable on call whether bearing or not bearing interest. We also certify that to the best of our knowledge and belief since the above-mentioned date, no person other than the holder has, except in cases provided for in the Fourteenth Schedule, had any interest in any of the Company's shares."

EXECUTION BY OFFICERS WHO ARE NATURAL PERSONS	NAME OF INDIVIDUAL DIRECTOR	SIGNATURE OF INDIVIDUAL DIRECTOR	
	NAME OF INDIVIDUAL SECRETARY	SIGNATURE OF INDIVIDUAL SECRETARY	
EXECUTION BY OFFICERS WHO ARE COMPANIES	FULL COMPANY NAME OF CORPORATE DIRECTOR		Seal of Corporate Director
	NAME OF OFFICER 1 OF CORPORATE DIRECTOR	SIGNATURE OF OFFICER 1 OF CORPORATE DIRECTOR	
	NAME OF OFFICER 2 OF CORPORATE DIRECTOR	SIGNATURE OF OFFICER 2 OF CORPORATE DIRECTOR	
	FULL COMPANY NAME OF CORPORATE SECRETARY		Seal of Corporate Secretary
	NAME OF OFFICER 1 OF CORPORATE SECRETARY	SIGNATURE OF OFFICER 1 OF CORPORATE SECRETARY	
	NAME OF OFFICER 2 OF CORPORATE SECRETARY	SIGNATURE OF OFFICER 2 OF CORPORATE SECRETARY	

#### B. CERTIFICATE TO BE SIGNED BY ALL PRIVATE COMPANIES

"We certify that to the best of our knowledge and belief, no person other than the holder thereof except in cases provided for in the Twelfth Schedule has had any interest in any of the Company's shares since the date of the last Annual Return or incorporation or in the case of an existing company which became a private company, the date on which it became a private company."

EXECUTION BY OFFICERS WHO ARE NATURAL PERSONS	NAME OF INDIVIDUAL DIRECTOR	SIGNATURE OF INDIVIDUAL DIRECTOR	
	NAME OF INDIVIDUAL SECRETARY	SIGNATURE OF INDIVIDUAL SECRETARY	
EXECUTION BY OFFICERS WHO ARE COMPANIES	FULL COMPANY NAME OF CORPORATE DIRECTOR		Seal of Corporate Director
	NAME OF OFFICER 1 OF CORPORATE DIRECTOR	SIGNATURE OF OFFICER 1 OF CORPORATE DIRECTOR	
	NAME OF OFFICER 2 OF CORPORATE DIRECTOR	SIGNATURE OF OFFICER 2 OF CORPORATE DIRECTOR	
	FULL COMPANY NAME OF CORPORATE SECRETARY		Seal of Corporate Secretary
	NAME OF OFFICER 1 OF CORPORATE SECRETARY	SIGNATURE OF OFFICER 1 OF CORPORATE SECRETARY	
	NAME OF OFFICER 2 OF CORPORATE SECRETARY	SIGNATURE OF OFFICER 2 OF CORPORATE SECRETARY	



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

### C. CERTIFICATE TO BE SIGNED BY A PRIVATE COMPANY WITH MORE THAN TWENTY SHAREHOLDERS

"We certify that the excess of shareholders of the Company above twenty consists wholly of persons who are in the employment of the Company, and/or of persons who, having been formerly in the employment of the Company, were while in such employment and have continued after the determination of such employment to be, shareholders of the Company."

EXECUTION BY OFFICERS WHO ARE NATURAL PERSONS	NAME OF INDIVIDUAL DIRECTOR	SIGNATURE OF INDIVIDUAL DIRECTOR	
	NAME OF INDIVIDUAL SECRETARY	SIGNATURE OF INDIVIDUAL SECRETARY	
EXECUTION BY OFFICERS WHO ARE COMPANIES	FULL COMPANY NAME OF CORPORATE DIRECTOR		Seal of Corporate Director
	NAME OF OFFICER 1 OF CORPORATE DIRECTOR	SIGNATURE OF OFFICER 1 OF CORPORATE DIRECTOR	
	NAME OF OFFICER 2 OF CORPORATE DIRECTOR	SIGNATURE OF OFFICER 2 OF CORPORATE DIRECTOR	
	FULL COMPANY NAME OF CORPORATE SECRETARY		Seal of Corporate Secretary
	NAME OF OFFICER 1 OF CORPORATE SECRETARY	SIGNATURE OF OFFICER 1 OF CORPORATE SECRETARY	
	NAME OF OFFICER 2 OF CORPORATE SECRETARY	SIGNATURE OF OFFICER 2 OF CORPORATE SECRETARY	

### D. CERTIFICATE TO BE SIGNED BY A PRIVATE COMPANY WITHOUT A CORPORATE SHAREHOLDER OR WITH A CORPORATE SHAREHOLDER NOT REQUIRED TO FILE ACCOUNTS

Shall the Company be a private company not obliged to file Accounts the following certificate is also required:

"We certify that to the best of our knowledge and belief, pursuant to the exception provided in the Thirteenth Schedule, no body corporate obliged to file accounts holds any shares in the Company, and that has been the position at all times since the date of the last Annual Return (or the date of incorporation for companies filing first Annual Return, or in the case of an existing company which became a private company, the date on which it became a private company)."

EXECUTION BY OFFICERS WHO ARE NATURAL PERSONS	NAME OF INDIVIDUAL DIRECTOR	SIGNATURE OF INDIVIDUAL DIRECTOR	
	NAME OF INDIVIDUAL SECRETARY	SIGNATURE OF INDIVIDUAL SECRETARY	
EXECUTION BY OFFICERS WHO ARE COMPANIES	FULL COMPANY NAME OF CORPORATE DIRECTOR		Seal of Corporate Director
	NAME OF OFFICER 1 OF CORPORATE DIRECTOR	SIGNATURE OF OFFICER 1 OF CORPORATE DIRECTOR	
	NAME OF OFFICER 2 OF CORPORATE DIRECTOR	SIGNATURE OF OFFICER 2 OF CORPORATE DIRECTOR	
	FULL COMPANY NAME OF CORPORATE SECRETARY		Seal of Corporate Secretary
	NAME OF OFFICER 1 OF CORPORATE SECRETARY	SIGNATURE OF OFFICER 1 OF CORPORATE SECRETARY	
	NAME OF OFFICER 2 OF CORPORATE SECRETARY	SIGNATURE OF OFFICER 2 OF CORPORATE SECRETARY	

### 15. DECLARATION OF ACCURACY OF PRESENTED INFORMATION

To the best of my knowledge, information and belief, I hereby certify the contents of this form to be accurate.

NAME OF DECLARANT (First then Last)		CAPACITY	Director	Secretary	Authorised Official
SIGNATURE OF DECLARANT		DATE (DD/MM/YYYY)			

FOR OFFICIAL USE ONLY COMPANY #:



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

FILED BY PAGE

## 16. FILED BY INFORMATION: PARTICULARS OF INDIVIDUAL/COMPANY FILING THE FORM WITH THE COMPANIES OFFICE OF JAMAICA

FIRST NAME:			LAST NAME:		<b>ITEM 16:</b> The particulars of the officer who has filed the document should be reflected.
ADDRESS:	STREET:				
	TOWN:				
	POST OFFICE:				
	PARISH:				
E-MAIL ADDRESS:					
CONTACT NUMBER:					
FAX NUMBER:					

## 17. ADDITIONAL PARTICULARS OF DIRECTORS LISTED AT ITEM 12B.

NAME OF DIRECTOR	TAXPAYER REGISTRATION NUMBER <small>(WHERE THERE IS NONE, USE OTHER GOVERNMENT ID NUMBER, VOTER'S ID NUMBER, PASSPORT NUMBER OR DRIVER'S LICENSE NUMBER)</small>	EMAIL	CONTACT NUMBER	<b>ITEM 17:</b> Item 17 requires additional particulars of the officers listed at Item 12B.



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

## 18. PARTICULARS OF COMPANY SECRETARY LISTED AT ITEM 13B.

NAME OF SECRETARY (for individuals: first then last name)	TAXPAYER REGISTRATION NUMBER <i>(WHERE THERE IS NONE, USE OTHER GOVERNMENT ID NUMBER, VOTER'S ID NUMBER, PASSPORT NUMBER OR DRIVER'S LICENSE NUMBER)</i>	EMAIL	CONTACT NUMBER	ITEM 18: Item 18 requires additional particulars for the officer listed at Item 13B.

## 19. ADDITIONAL PARTICULARS OF INDIVIDUAL MEMBERS/SHAREHOLDERS LISTED AT ITEM 10.

NAME OF INDIVIDUAL MEMBERS/SHAREHOLDERS (for individuals: first then last name)	TAXPAYER REGISTRATION NUMBER <i>(WHERE THERE IS NONE, USE OTHER GOVERNMENT ID NUMBER, VOTER'S ID NUMBER, PASSPORT NUMBER OR DRIVER'S LICENSE NUMBER)</i>	DATE OF BIRTH (dd/mm/yyyy)	ITEM 19: The Companies (Amendment) Act 2021 and the Companies Amendment rules 2021 both require additional personal information on members and beneficial owners. Item 19 must be completed to satisfy the requirements of these laws.
1.			
2.			
3.			
4.			
5.			



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

## THE COMPANIES ACT OF JAMAICA ANNUAL RETURN FOR COMPANIES WITH SHARES FORM 19A

### INSTRUCTIONS

#### GENERAL

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This document is required to be filed at the Companies Office of Jamaica and must conform to the requirements under the Companies Act of Jamaica and subsequent Amendments made thereto.

Where any provision required to be set out is too long for the space provided in the form, a schedule may be appended to the form. This schedule must be labeled appropriately, for example, 'Schedule A' or 'Schedule B' and where alphanumeric characters are used to label a schedule(s), same must be done in ascending order.

#### ITEMS 1A-F

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**ITEM 1A:** The full name of the company should be stated at Item 1A. The name here must be consistent with the name stated on its Certificate of Incorporation or most recent Change of Name Certificate applicable to the period of the Annual Return.

**ITEM 1B:** Item 1B must be completed to indicate the type of company. A public company is one where the shares of the company are offered to the public.

**ITEM 1C:** Item 1C requires the company registration number. This is the number assigned to the company at the time of registration at the COJ.

**ITEM 1D:** Item 1D should be completed with the company's TRN. This is the nine-digit number assigned to the company by the Tax Administration of Jamaica.

**ITEM 1E and 1F:** Item 1E and 1F are not mandatory, however, if provided must be completed in full. For example, Item 1E must reflect a legitimate 10-digit telephone number and item 1F must contain the relevant domain ending, such as 'gmail.com' or 'yahoo.com'.

#### ITEM 2

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This section should be completed to reflect the reporting period of the Annual Return. For the first Annual Return being filed since incorporation, the start date should be the incorporation date of the company while the end date may be earlier, but no later than the anniversary of incorporation. For all subsequent Annual Return filings, Item 2(i) must reflect the date immediately following the end date of the previous Annual Return while the date at Item 2(ii) may be earlier, but no later than the anniversary of the end date of the previous Annual Return. For example, if the company was incorporated on August 10, 2018, for the first Annual Return: the start date at Item 2(i) would be August 10, 2018 while Item 2(ii) would ideally reflect August 10, 2019. For the Annual Return being filed for the next year, the start date at Item 2(i) should reflect August 11, 2019 while Item 2(ii) would ideally reflect August 10, 2020.

#### ITEM 3

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**ITEM 3:** The registered office address is where all communications and notices may be addressed. The address stated at Item 3 should be consistent with the address stated at Item 6a on the Company Registration Form (CRF) or on the most recent Notice of Change of Registered Office Address (Form 17) where the effective date of change of address is between the period reflected at item 2 inclusive.



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

**ITEM 3B:** Item 3A refers to the address where mail and other such correspondence is sent.

## ITEM 4 - 6

**ITEM 4:** Item 4 requires the company to indicate whether the registered office location of the company has changed within the reporting period. If the company selects 'No', no further action is required. If the company selects 'Yes', then they must complete and file a Form 17.

**ITEM 5A:** Item 5A requires the company to indicate whether certain documents are located the registered office address of the company, or at another address. Where the documents mentioned at Item 5 are located at another address, 'Yes' must be selected and the company must attach a schedule to this form stating the other location. Where the documents mentioned at Item 5 are located at the same address as the registered office, 'No' must be selected, and no further action is required. For example, if the company has its registered office address at *1 Grenada Way, Kingston 5*, but keeps its register of members at storage facility a *212 Kingsway Avenue, Kingston 10*, then the company would have to select 'Yes' at Item 5 and attach a schedule which states the address where it keeps its register of members. However, on the other hand, if the company has its registered office address at *1 Grenada Way, Kingston 5*, and keeps its register of members there as well, then the company would have to select 'No' at Item 5.

**ITEM 5B:** Item 5B requires the company, if it is a company limited by guarantee without share capital, to indicate whether its membership has increased during the reporting period. For example, if the company's membership increased from 25 to 26, then 'Yes' should be selected and a Form 5 stating this filed with the COJ.

**ITEM 6:** Item 6 requires the company to state the dollar value of its indebtedness as at the end date stated at item 2.

## ITEM 7 – 7C

**ITEM 7A:** Item 7A requires the number of shares the company is authorised to issue.

**ITEM 7C:** Item 7C should be completed with the number of shares in each class.

## ITEM 8 – 8C

**ITEM 8:** Item 8 should be completed by selecting "Yes" where the issued shares have been fully paid for and "No" where the shares have been partially paid for. Where "Yes" is selected, kindly proceed to completing items 8A-8C.

**ITEM 8A:** Item 8A requires the class of issued shares in the first column. Where more than one class of shares have been issued, each row should be completed with the different class of shares.

**ITEM 8A (i):** Item 8A (i) should be completed with the number of shares taken up at incorporation if this is the first Annual Return or amount taken up since the made date of the last Annual Return.

**ITEM 8A (ii):** Item 8A (ii) Where any shares which were partially paid for becomes fully paid up shares during the period at Item 2, the number of such shares should be inserted.

**ITEM 8A (iii):** Item 8A (iii) should reflect the number of shares issued during the period reflected at Item 2.

**ITEM 8A (iv):** Item 8A (iv) The number of shares purchased, redeemed or surrendered during the period should be inserted. (Note, only shares which are deemed redeemable can be redeemed).



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

**ITEM 8A (v):** Item 8A (v) should reflect the number of issued shares at the end of the period. *(Note, Items (8A(i) + 8A(ii) + 8A(iii)) - 8A(iv) = Item 8A(v)).*

**ITEM 8B:** Item 8B should reflect the class and number of shares issued for cash which are fully paid up while Item 8C should reflect the class and number of shares issued for non-cash consideration (otherwise than cash). For example, shares issued for service provided).

## ITEM 9 – 9C

**ITEM 9:** Item 9 should be completed by selecting “Yes” where the issued shares have been partially paid for and “No” where the shares have been fully paid for. Where “Yes” is selected, kindly proceed to completing Items 9A-9C.

**ITEM 9A:** Item 9A requires the class of issued shares in the first column. Where more than one class of shares have been issued, each row should be completed with the different class of shares.

**ITEM 9A (i):** Item 9A (i) should be completed with the number of shares taken up at incorporation if this is the first Annual Return or amount taken up since the made up date of the last Annual Return.

**ITEM 9A (ii):** Item 9A (ii) should reflect the number of shares issued during the period reflected at Item 2 which are partially paid up.

**ITEM 9A (iii):** Item 9A (iii) where any shares which were partially paid for becomes fully paid up shares during the period at Item 2, the number of such shares should be inserted. This amount should be deducted from the total partially paid up shares.

**ITEM 9A (iv):** Item 9A (iv) should reflect the number of shares purchased, forfeited or surrendered during the period.

**ITEM 9A (v):** Item 9A (v) should reflect the number of issued partially paid up shares at the end of the period. *(Note, Items (9A(i) + 9A(ii)) – (9A(iii) + 9A(iv)) = Item 9A(v)).*

**ITEM 9B:** Item 9B should reflect the class of issued cash shares which are partially paid up in the first column. Where there are more than one class of shares, each row should be completed with the different class of shares.

**ITEM 9B (i):** Item 9B (i) should reflect the number of cash partially paid up shares taken up at incorporation if this is the first Annual Return or the amount taken up since the made up date of the last Annual Return.

**ITEM 9B (ii):** Item 9B (ii) should be completed where calls have been made on the shares (that is, where the Directors have asked the shareholders to make payment on the shares), if no calls were made, Nil or None should be inserted.

**ITEM 9B (iii):** Item 9B (iii) should be completed with the amount of calls received (that is, the amount paid on each shares by the shareholders). N/A should be inserted where no calls were made or where calls were made but no payment received.

**ITEM 9B (iv):** Item 9B (iv) should be completed with the total amount of calls unpaid.

**ITEM 9C:** Item 9C should be completed to reflect the number of partially paid up shares issued for non-cash consideration (otherwise than cash). Item 9C should be completed similar to Item 9B where applicable.



# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

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## ITEM 10

**ITEM 10:** Item 10 should be completed with the particulars for the individual/natural shareholders and should account for any changes during the period at Item 2.

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## ITEM 11

**ITEM 11:** Item 11 should be completed where there are shareholders that are companies.

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## ITEM 12 – 12A

**ITEM 12A:** Item 12A should be completed by selecting “Yes” if there have been changes in the Directorship during the period reflected at Item 2. If there were no changes, “No” should be selected.

**ITEM 12B:** Item 12B should be completed with the particulars of the Directors as of the period reflected at Item 2.

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## ITEM 13A – 13B

**ITEM 13A:** Item 13A should be completed by selecting “Yes” if there has been a change of Company Secretary during the period reflected at Item 2. If there were no changes, “No” should be selected.

**ITEM 13B:** Item 13B should be completed with the particulars of the Company Secretary as of the date reflected at Item 2(ii).

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## ITEM 14

**Certificate A & B** should be signed by all private companies. **Certificate C** should be signed by all private companies where the number of shareholders exceed 20 and consists wholly of persons who are in the employment or formerly in the employment of the company. Lastly, **Certificate D** should be signed by all private companies except in cases where one or any of the shareholders is a corporate shareholder that is required to file Accounts (Financial Statement). (*Note, the certificates are not applicable to public companies*).

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## ITEM 15

**ITEM 15:** Item 15 should be signed by a duly appointed Director, Company Secretary or Authorised Official. Where the document is signed by an Authorised Official, a Notice to the Registrar (Form 5) should be filed to give notice of the appointment of the Authorised Official and it should be dated. (Note, the date should not be prior to the date at item 2(ii)).

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## ITEM 16

**ITEM 16:** The particulars of the officer who has filed the document should be reflected.

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## ITEM 17

**ITEM 17:** Item 17 requires additional particulars of the officers listed at Item 12B.





# FORM 19A



READ INSTRUCTIONS BEFORE COMPLETING

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## ITEM 18

**ITEM 18:** Item 18 requires additional particulars for the officer listed at Item 13B.

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## ITEM 19

**ITEM 19:** The Companies (Amendment) Act 2021 and the Companies Amendment rules 2021 both require additional personal information on members and beneficial owners. Item 19 must be completed to satisfy the requirements of these laws.