



FORM 23



READ INSTRUCTIONS BEFORE COMPLETING

AMENDED
DATE ORIGINALLY FILED: _____

Reason for amendment:

THE COMPANIES ACT OF JAMAICA NOTICE OF APPOINTMENT OF/ CHANGE OF DIRECTORS

(Pursuant to sections 183 (2) & (3))

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

1. NAME OF COMPANY			
1A. COMPANY NUMBER			
1B. COMPANY TAXPAYER REGISTRATION NUMBER			
1C. COMPANY FAX NUMBER		1D. TYPE OF COMPANY	Private Public

2. NOTICE IS GIVEN THAT ON THE _____ DAY OF _____, _____ THE FOLLOWING PERSON(S)
WAS/WERE APPOINTED DIRECTOR(S)

PARTICULARS OF DIRECTOR # 1 This person is a nominee director

SURNAME		CHRISTIAN NAME:	
MIDDLE NAME		MAIDEN NAME	
FULL ADDRESS OR REGISTERED OFFICE ADDRESS:	STREET/DISTRICT:		
	TOWN:	POST OFFICE/POSTAL CODE:	
	PARISH/COUNTY/ STATE/PROVINCE:	COUNTRY:	
OCCUPATION		NATIONALITY	
IS THIS PERSON 18 YEARS OR OLDER?	YES NO		
SEX	FEMALE MALE	IS THIS PERSON A DIRECTOR FOR ANOTHER COMPANY? (If 'Yes' is selected, please complete the relevant schedule)	YES NO
SIGNATURE			

ITEM 2: With respect to each Director, who is an individual,

- Set out full name.
- State residential address.
- Specify occupation.
- Set out whether/he is eighteen (18) years of age and over, contact number, sex and nationality.
- Set out particulars of any other directorship held that is in the name of the company, its registered address and its company number.

NOTE: Section 172 (1) of the Companies Act 2004 provides that:

"A private company shall have at least one director, but a public company shall have at least three directors, at least two of whom are not employees of the company or any of its affiliates".

I AM AN EMPLOYEE OF THE COMPANY OR ITS AFFILIATES (Section 172 (1) of the Companies Act 2004)

I AM NOT AN EMPLOYEE OF THE COMPANY OR ITS AFFILIATES (Section 172 (1) of the Companies Act 2004)

(This section is only applicable to public companies)

PRINT NAME	DATE	SIGNATURE

FOR OFFICIAL USE ONLY COMPANY #:



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PARTICULARS OF DIRECTOR # 2

This person is a nominee director

SURNAME			CHRISTIAN NAME:	
MIDDLE NAME			MAIDEN NAME	
FULL ADDRESS OR REGISTERED OFFICE ADDRESS:	STREET/DISTRICT:			
	TOWN:		POST OFFICE/POSTAL CODE:	
	PARISH/COUNTY/ STATE/PROVINCE:		COUNTRY:	
OCCUPATION			NATIONALITY	
IS THIS PERSON 18 YEARS OR OLDER?	YES	NO		
SEX	FEMALE	MALE	IS THIS PERSON A DIRECTOR FOR ANOTHER COMPANY? (If 'Yes' is selected, please complete the relevant schedule)	YES NO
SIGNATURE				

I AM AN EMPLOYEE OF THE COMPANY OR ITS AFFILIATES (Section 172 (1) of the Companies Act 2004)

I AM NOT AN EMPLOYEE OF THE COMPANY OR ITS AFFILIATES (Section 172 (1) of the Companies Act 2004)

(This section is only applicable to public companies)

PRINT NAME	DATE	SIGNATURE
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PARTICULARS OF DIRECTOR # 3

This person is a nominee director

SURNAME			CHRISTIAN NAME:	
MIDDLE NAME			MAIDEN NAME	
FULL ADDRESS OR REGISTERED OFFICE ADDRESS:	STREET/DISTRICT:			
	TOWN:		POST OFFICE/POSTAL CODE:	
	PARISH/COUNTY/ STATE/PROVINCE:		COUNTRY:	
OCCUPATION			NATIONALITY	
IS THIS PERSON 18 YEARS OR OLDER?	YES	NO		
SEX	FEMALE	MALE	IS THIS PERSON A DIRECTOR FOR ANOTHER COMPANY? (If 'Yes' is selected, please complete the relevant schedule)	YES NO
SIGNATURE				

I AM AN EMPLOYEE OF THE COMPANY OR ITS AFFILIATES (Section 172 (1) of the Companies Act 2004)

I AM NOT AN EMPLOYEE OF THE COMPANY OR ITS AFFILIATES (Section 172 (1) of the Companies Act 2004)

(This section is only applicable to public companies)

PRINT NAME	DATE	SIGNATURE
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_____ Continuation page(s) attached



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3. PARTICULARS OF DIRECTORS WHO ARE COMPANIES # 1

This person is a nominee director

COMPANY PARTICULARS		OFFICER PARTICULARS	OFFICER 1	OFFICER 2
COMPANY NAME		OFFICER NAME		
COMPANY NUMBER (IF IT IS A LOCAL COMPANY)		OFFICE HELD IN COMPANY		
COMPANY REGISTERED OFFICE ADDRESS/OTHER ADDRESS		SIGNATURE		
COUNTRY OF INCORPORATION		DATE (DD/MM/YYYY)		
SEAL		WITNESS PARTICULARS	WITNESS FOR OFFICER 1	WITNESS FOR OFFICER 2
		BY (NAME OF WITNESS)		
		WITNESSED AT (LOCATION/ADDRESS)		
		SIGNATURE		
		DATE (DD/MM/YYYY)		
		If an officer and a witness are located in different countries, 'while on visit' must be selected.	While on Visit	While on Visit
			_____ Continuation page(s) attached	

ITEM 3: With respect to each Director, that is a company,

- Indicate whether it is a public or a private company,
- Set out the name of the company and the company number assigned by the Registrar of Companies,
- Set out the place of incorporation, including the city and country,
- Set out the company fax number and the company Taxpayer Registration Number,
- It must be signed by two (2) officers of the company and the company seal must be affixed. These officers must either be a Director, Secretary or an Authorized Officer of the company.



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PARTICULARS OF DIRECTORS WHO ARE COMPANIES # 2

This person is a nominee director

COMPANY PARTICULARS		OFFICER PARTICULARS	OFFICER 1	OFFICER 2
COMPANY NAME		OFFICER NAME		
COMPANY NUMBER (IF IT IS A LOCAL COMPANY)		OFFICE HELD IN COMPANY		
		SIGNATURE		
COMPANY REGISTERED OFFICE ADDRESS/OTHER ADDRESS				
COUNTRY OF INCORPORATION		DATE (DD/MM/YYYY)		
SEAL		WITNESS PARTICULARS	WITNESS FOR OFFICER 1	WITNESS FOR OFFICER 2
		BY (NAME OF WITNESS)		
		WITNESSED AT (LOCATION/ADDRESS)		
		SIGNATURE		
		DATE (DD/MM/YYYY)		
		If an officer and a witness are located in different countries, 'while on visit' must be selected.	While on Visit	While on Visit
		_____ Continuation page(s) attached		

FOR OFFICIAL USE ONLY COMPANY #:



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4. NOTICE IS GIVEN THAT ON THE _____ DAY OF _____, _____ THE FOLLOWING PERSON (S) CEASED TO HOLD OFFICE AS THE A DIRECTOR

NAME(S)	REASON FOR CEASING	<p>ITEM 4: Indicate whether any directors have resigned or have been otherwise removed. In the column marked "Reason for Ceasing" the following key should be used:</p>

5. THE DIRECTORS OF THIS COMPANY AS OF THE _____ DAY OF _____, _____ ARE:

NAME(S)	<p>ITEM 5: Specify the complete list of Directors that are appointed as such as at the date of this Form.</p> <p>NOTE: The date mentioned in this section refers to the date of the last change.</p>

6. 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.

DATE	PRINTED NAME	SIGNATURE	CONTACT #	<p>ITEM 6: A Director, Secretary or other Authorised Officer of the company shall sign the Notice. (This form cannot be signed by a resigning Director). This form must be dated.</p>
CAPACITY	<p>DIRECTOR SECRETARY AUTHORIZED OFFICIAL</p>			



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7. FIELD BY

FIRST NAME:			LAST NAME:	
ADDRESS:	STREET:			
	TOWN:			
	POST OFFICE:			
	PARISH:			
E-MAIL ADDRESS:				
CONTACT NUMBER:				
FAX NUMBER:				

ITEM 7: Set out the name, residential address, telephone number, fax number and email address of the person filing the form with the Registrar of Companies.

8. PARTICULARS OF DIRECTORS

NAME OF DIRECTOR	EMAIL ADDRESS	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>	CONTACT NUMBER

ITEM 8: Set out in respect of each Director his/her email address and their Taxpayer Registration Number. (The 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). (See instructions at Item 1 above in relation to Taxpayer Registration Cards).

"FOR OFFICIAL USE ONLY"

COMPANY NUMBER: _____

FIELD: _____ / _____ / _____
Day Month Year



FORM 23



READ INSTRUCTIONS BEFORE COMPLETING

THE COMPANIES ACT OF JAMAICA
NOTICE OF APPOINTMENT OF CHANGE OF DIRECTORS
FORM 23

INSTRUCTIONS

GENERAL

This document should indicate in its title its specific purpose and is required to be filed with the Office of the Registrar of Companies and must conform to the requirements 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.

Complete Items 1, 1C, 1D, 2, 4, 5, 8, 9 and 10 for new companies.

Complete Items 1-10 for appointment of directors.

Complete Items 1, 2, 4, 5, 8, 9 and 10 for cessation of directors.

Complete Item 3, 6 & 7 where applicable.

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

ITEM 1: Set out the full legal name of the company.

ITEM 1A: Set out Company number assigned by the Registrar of Companies if it is a change of Director.

ITEM 1B: Set out Company Taxpayer Registration Number if it is a change of Director. (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 same).

ITEM 1C: Set out, where applicable the company fax number.

ITEM 1D: 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 same, the company need only affix the number to any document being subsequently filed.

ITEM 2

With respect to each Director, who is an individual,

- Set out full name.
- State residential address.
- Specify occupation.
- Set out whether/he is eighteen (18) years of age and over, contact number, sex and nationality.
- Set out particulars of any other directorship held that is in the name of the company, its registered address and its company number.

NOTE: Section 172 (1) of the Companies Act 2004 provides that:

“A private company shall have at least one director, but a public company shall have at least three directors, at least two of whom are not employees of the company or any of its affiliates”.



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ITEM 3

With respect to each Director, that is a company,

- Indicate whether it is a public or a private company,
- Set out the name of the company and the company number assigned by the Registrar of Companies,
- Set out the place of incorporation, including the city and country,
- Set out the company fax number and the company Taxpayer Registration Number,
- It must be signed by two (2) officers of the company and the company seal must be affixed. These officers must either be a Director, Secretary or an Authorized Officer of the company.

ITEM 4

ITEM 4: Specify the complete list of Directors that ceased to be Directors as at the date of this Form.

NOTE: The date mentioned in this section refers to the date of the last change.

ITEM 5

ITEM 5: Specify the complete list of Directors that are appointed as such as at the date of this Form.

NOTE: The date mentioned in this section refers to the date of the last change.

ITEM 6

ITEM 6: A Director, Secretary or other Authorised Officer of the company shall sign the Notice. (This form cannot be signed by a resigning Director). This form must be dated.

ITEM 7

ITEM 7: Set out the name, residential address, telephone number, fax number and email address of the person filing the form with the Registrar of Companies.

ITEM 8

ITEM 8: Set out in respect of each Director his/her email address and their Taxpayer Registration Number. (The 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). (See instructions at Item 1 above in relation to Taxpayer Registration Cards)

NOTE: Where required by the Act, the changes being reported by the filing of this Form must be authorized by the Director (s).

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

** A LATE FEE MIGHT ALSO BE APPLICABLE PURSUANT TO THE 15th SCHEDULE OF THE COMPANIES ACT

*** 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).