



# FORM 31A



READ INSTRUCTIONS BEFORE COMPLETING

NEW REGISTRATION  
AMENDED

CO # \_\_\_\_\_

Reason for amendment:

## THE COMPANIES ACT OF JAMAICA PARTICULARS OF OVERSEAS COMPANY WITH SHARE CAPITAL

*(Pursuant to sections 363(1) and  
365(1) 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			<b>ITEM 1A:</b> The full name of the company should be stated at Item 1A. The name here must be completely consistent with the name on the company's Certificate of Registration or Incorporation, or, in the case of a name change, any Certificate of Name Change.
1B. TYPE OF COMPANY	Private	Public	<b>ITEM 1B:</b> Item 1B must be completed to indicate whether the company is privately or publicly traded.
1C. COUNTRY OF INCORPORATION			<b>ITEMS 1C:</b> Item 1C refers to the place where the company was originally incorporated.
1D. COMPANY TELEPHONE NUMBER		1E. COMPANY EMAIL ADDRESS	<b>ITEM 1D and 1E:</b> Item 1D and 1E are not mandatory, however, if provided must be completed in full. For example, Item 1D must reflect a legitimate 10 digit telephone number and Item 1E must contain the relevant domain ending, such as 'gmail.com' or 'yahoo.com'.

### 2. LOCATION OF COMPANY'S REGISTERED OFFICE IN THE PLACE OF INCORPORATION

STREET OR DISTRICT			<b>ITEM 2:</b> The address stated at Item 2 should be the physical location of the company in the country it was incorporated in.
TOWN			
POST OFFICE / POSTAL CODE			
STATE/COUNTY/ PARISH		COUNTRY	

### 2A. MAILING ADDRESS OF COMPANY IN THE PLACE OF INCORPORATION

STREET OR DISTRICT			<b>ITEM 2A:</b> The address stated at Item 2A should be the mailing address of the company, that is, the address where company mail is sent to and from, in the country it was incorporated in.
TOWN			
POST OFFICE / POSTAL CODE			
STATE/COUNTY/ PARISH		COUNTRY	



# FORM 31A



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### 3. LOCATION OF ESTABLISHED PLACE OF BUSINESS IN JAMAICA

STREET OR DISTRICT		<b>ITEM 3:</b> The address stated at Item 3 should be the physical location of the branch of the company being established in Jamaica.
TOWN		
POST OFFICE / POSTAL CODE		
PARISH		

### 3A. MAILING ADDRESS IN JAMAICA

STREET OR DISTRICT		<b>ITEM 3A:</b> The address stated at Item 3A should be the mailing address of the company, that is, the address where company mail is sent to and from, in Jamaica.
TOWN		
POST OFFICE / POSTAL CODE		
PARISH		

### 4. NAME AND ADDRESS OF AGENT AUTHORISED TO ACCEPT SERVICE OF PROCESS IN JAMAICA

NAME OF AGENT		<b>ITEM 4:</b> The information stated at Item 4 can be for a company or natural person. A business name cannot be placed here as it does not have legal personality.
STREET OR DISTRICT		
TOWN		
POST OFFICE		
PARISH		



# FORM 31A



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## 5. PARTICULARS OF DIRECTORS

(In the case of an LLC, the Managers should be stated. In the case of any other entity, the equivalent to a Director should be stated.)

**DIRECTOR 1** (Where the Director is an individual the name must be represented as FIRST MIDDLE LAST)

This person is a nominee director

FULL NAME:			NATIONALITY:		<b>ITEM 5:</b> Item 5 requires information on the Directors of the company, however, where the entity does not have Directors then a position with equivalent authority or responsibility as a Director may be stated. For example, an LLC has Managers not Directors, in such a case Item 5 would be populated with information on the Managers.
FULL ADDRESS or REGISTERED OFFICE ADDRESS:	STREET/DISTRICT:				
	TOWN:		POST OFFICE/POSTAL CODE:		
	PARISH/COUNTY/STATE/PROVINCE:		COUNTRY:		
OCCUPATION:					

**DIRECTOR 2** (Where the Director is an individual the name must be represented as FIRST MIDDLE LAST)

This person is a nominee director

FULL NAME:			NATIONALITY:	
FULL ADDRESS or REGISTERED OFFICE ADDRESS:	STREET/DISTRICT:			
	TOWN:		POST OFFICE/POSTAL CODE:	
	PARISH/COUNTY/STATE/PROVINCE:		COUNTRY:	
OCCUPATION:				

**DIRECTOR 3** (Where the Director is an individual the name must be represented as FIRST MIDDLE LAST)

This person is a nominee director

FULL NAME:			NATIONALITY:	
FULL ADDRESS or REGISTERED OFFICE ADDRESS:	STREET/DISTRICT:			
	TOWN:		POST OFFICE/POSTAL CODE:	
	PARISH/COUNTY/STATE/PROVINCE:		COUNTRY:	
OCCUPATION:				



# FORM 31A



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DIRECTOR 4 (Where the Director is an individual the name must be represented as FIRST MIDDLE LAST)  
This person is a nominee director

FULL NAME:			NATIONALITY:	
FULL ADDRESS or REGISTERED OFFICE ADDRESS:	STREET/DISTRICT:			
	TOWN:		POST OFFICE/POSTAL CODE:	
	PARISH/COUNTY/STATE/PROVINCE:		COUNTRY:	
OCCUPATION:				

DIRECTOR 5 (Where the Director is an individual the name must be represented as FIRST MIDDLE LAST)  
This person is a nominee director

FULL NAME:			NATIONALITY:	
FULL ADDRESS or REGISTERED OFFICE ADDRESS:	STREET/DISTRICT:			
	TOWN:		POST OFFICE/POSTAL CODE:	
	PARISH/COUNTY/STATE/PROVINCE:		COUNTRY:	
OCCUPATION:				

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

## 6. PARTICULARS OF COMPANY SECRETARY

(Where the Secretary is an individual the name must be represented as FIRST MIDDLE LAST)  
(Where one of the named Directors has been identified as the Company Secretary, this item does not need to be completed.)

FULL NAME:				
FULL ADDRESS or REGISTERED OFFICE ADDRESS:	STREET/DISTRICT:			
	TOWN:		POST OFFICE/POSTAL CODE:	
	PARISH/COUNTY/STATE/PROVINCE:		COUNTRY:	
OCCUPATION:				



# FORM 31A



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## 7. LIST OF CURRENT MEMBERS WHO ARE NATURAL INDIVIDUALS

All the members who are natural persons must be listed in this section.

Members are those legal persons whose names have been entered in the company's register of members. In a company with shares, these persons will also tend to be shareholders.

### MEMBER 1 This person is a nominee shareholder

NAME (For individuals: FIRST LAST)	ADDRESS	NATIONALITY	OCCUPATION	CLASS(ES) OF SHARES	NUMBER OF SHARES
				1.	
				2.	

### MEMBER 2 This person is a nominee shareholder

NAME (For individuals: FIRST LAST)	ADDRESS	NATIONALITY	OCCUPATION	CLASS(ES) OF SHARES	NUMBER OF SHARES
				1.	
				2.	

### MEMBER 3 This person is a nominee shareholder

NAME (For individuals: FIRST LAST)	ADDRESS	NATIONALITY	OCCUPATION	CLASS(ES) OF SHARES	NUMBER OF SHARES
				1.	
				2.	

### MEMBER 4 This person is a nominee shareholder

NAME (For individuals: FIRST LAST)	ADDRESS	NATIONALITY	OCCUPATION	CLASS(ES) OF SHARES	NUMBER OF SHARES
				1.	
				2.	

### MEMBER 5 This person is a nominee shareholder

NAME (For individuals: FIRST LAST)	ADDRESS	NATIONALITY	OCCUPATION	CLASS(ES) OF SHARES	NUMBER OF SHARES
				1.	
				2.	

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



# FORM 31A



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## 8. LIST OF CURRENT MEMBERS WHO ARE COMPANIES

All the members that are companies must be listed in this section.

Members are those legal persons whose names have been entered in the company's register of members. In a company with shares, these persons will also tend to be shareholders.

This person is a nominee shareholder

NAME OF COMPANY 1	ADDRESS	COUNTRY OF INCORPORATION
CLASS(ES) OF SHARES	NUMBER OF SHARES	DATE OF INCORPORATION: (dd/mm/yyyy)
1		
2		

This person is a nominee shareholder

NAME OF COMPANY 2	ADDRESS	COUNTRY OF INCORPORATION
CLASS(ES) OF SHARES	NUMBER OF SHARES	DATE OF INCORPORATION: (dd/mm/yyyy)
1		
2		

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

## 9. 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	CAPACITY	Director	Secretary	Authorised Official
SIGNATURE OF DECLARANT	DATE (DD/MM/YYYY)			



# FORM 31A



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# FORM 31A



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FILED BY

## 10. PARTICULARS OF INDIVIDUAL/COMPANY FILING THE FORM WITH THE COMPANIES OFFICE OF JAMAICA

FIRST NAME:		LAST NAME:		<b>ITEM 8:</b> Item 8 requires information on the person who files this form at the Companies Office. For example, if the company being registered on this form had the form prepared and filed by its Attorney then Item 12 would reflect the personal details of that Attorney.
ADDRESS:	STREET:			
	TOWN:			
	POST OFFICE:			
	PARISH:			
E-MAIL ADDRESS:				
CONTACT NUMBER:				
FAX NUMBER:				

## 11. ADDITIONAL PARTICULARS OF COMPANY SECRETARY

NAME OF SECRETARY	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

## 12. ADDITIONAL PARTICULARS OF DECLARANT

NAME	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 12:</b> Item 12 requires further information on the person who signs as the declarant of the form.





# FORM 31A



READ INSTRUCTIONS BEFORE COMPLETING

## 13. ADDITIONAL PARTICULARS OF INDIVIDUAL MEMBERS

NAME OF INDIVIDUAL MEMBER	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>	DATE OF BIRTH	<b>ITEM 13:</b> The Companies (Amendment) Act 2022 and the Companies Amendment (Beneficial Ownership) Rules 2022 both require additional personal information on members and beneficial owners. Items 14, 15 and 16 must be completed to satisfy the requirements of these laws.
1.			
2.			
3.			
4.			
5.			

## 14. ADDITIONAL PARTICULARS OF DIRECTORS

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
1.			
2.			
3.			
4.			
5.			
6.			



# FORM 31A



READ INSTRUCTIONS BEFORE COMPLETING

THE COMPANIES ACT OF JAMAICA  
PARTICULARS OF OVERSEAS COMPANY WITH SHARE CAPITAL  
FORM 31A

## 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 the where alphanumeric characters are used to label a schedule(s), same must be done in ascending order.

### ITEMS 1A – 1E

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**ITEM 1A:** The full name of the company should be stated at Item 1A. The name here must be completely consistent with the name on the company's Certificate of Registration or Incorporation, or, in the case of a name change, any Certificate of Name Change.

**ITEM 1B:** Item 1B must be completed to indicate whether the company is privately or publicly traded.

**ITEM 1C:** Item 1C refers to the place where the company was originally incorporated.

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

### ITEM 2 – 2A

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**ITEM 2:** The address stated at Item 2 should be the physical location of the company in the country it was incorporated in.

**ITEM 2A:** The address stated at Item 2A should be the mailing address of the company, that is, the address where company mail is sent to and from, in the country it was incorporated in.

### ITEM 3 – 3A

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**ITEM 3:** The address stated at Item 3 should be the physical location of the branch of the company being established in Jamaica.

**ITEM 3A:** The address stated at Item 3A should be the mailing address of the company, that is, the address where company mail is sent to and from, in Jamaica.

### ITEM 4

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**ITEM 4:** The information stated at Item 4 can be for a company or natural person. A business name cannot be placed here as it **does not** have legal personality.



# FORM 31A



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## ITEM 5

**ITEM 5:** Item 5 requires information on the Directors of the company, however, where the entity does not have Directors then a position with equivalent authority or responsibility as a Director may be stated. For example, an LLC has Managers not Directors, in such a case Item 5 would be populated with information on the Managers.

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## 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.

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## ITEM 7

**ITEM 7:** Item 7 requires information on the person who files this form at the Companies Office. For example, if the company being registered on this form had the form prepared and filed by its Attorney then Item 12 would reflect the personal details of that Attorney.

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## ITEM 8

**ITEM 8:** Item 8 requires further information on the person who signs as the declarant of the form.

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## ITEM 9

**ITEM 9:** The Companies (Amendment) Act 2022 and the Companies Amendment (Beneficial Ownership) Rules 2022 both require additional personal information on members and beneficial owners. Items 14, 15 and 16 must be completed to satisfy the requirements of these laws.