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SECOND SCHEDULE

*Beneficial Ownership Disclosure Form 1**Beneficial Ownership Disclosure Form for Natural Person**Beneficial Ownership Disclosure Form for Publicly Listed Company**Beneficial Ownership Disclosure Form for Annual Returns**Beneficial Ownership Disclosure Amendment Form*

THIRD SCHEDULE

Classification of Companies

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IN exercise of the power conferred on the Minister responsible for Justice by section 381 of the Companies Act, 2019 (Act 992) and on the advice of the Board, these Regulations are made this 12th day of October, 2023.

Preliminary Provisions

Purpose of Regulations

1. The purpose of these Regulations is to provide for
 - (a) the inspection and rectification of branch registers of companies;
 - (b) the forms required under section 374 of the Act;
 - (c) the particulars of beneficial ownership required to be entered in the Central Register in accordance with section 373 of the Act;
 - (d) the conduct of electronic transactions under the Act; and
 - (e) any other matter necessary for the efficient and effective implementation of the provisions of the Act.

Application of Regulations

2. These Regulations apply to a company registered under the Act.

Administrative Provisions

Hours for transaction of business with the public

3. The Office of the Registrar shall be open to the public on each working day for the transaction of business

- (a) between the hours of 8 a.m. and 5 p.m.; or
- (b) at any other period determined by the Registrar and published
 - (i) on the website of the Office of the Registrar; and
 - (ii) in any other medium determined by the Registrar.

Prescribed forms

4. (1) A form provided under these Regulations shall be used for the purpose specified in the Act and these Regulations.
- (2) The Registrar shall make a form provided under these Regulations available on the website of the Office of the Registrar.

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(3) A form provided under these Regulations shall be completed in accordance with the instructions specified by the Registrar or as indicated on the form.

Document required to be signed

5. (1) Where a document is required to be signed under the Act,
- (a) the signature on the document shall be an original or digital signature;
 - (b) the full name of the signatory shall be
 - (i) legibly typed,
 - (ii) printed,
 - (iii) stamped, or
 - (iv) written,below or beside the original or digital signature;
 - (c) the national identity card number or in the case of a foreigner, the passport number shall be indicated; and
 - (d) the capacity of the signatory shall be legibly typed, printed, stamped, or written.

(2) Subregulation (1) applies to a document provided in an electronic form subject to any modifications determined by the Registrar.

(3) Despite paragraph (c) of subregulation (1), a person shall indicate a Tax Identification Number in addition to a national identity card until otherwise determined by the Registrar by publication in the *Companies Bulletin*.

Verification of address

6. Where a digital address is provided in a document delivered or registered with the Registrar, the Registrar may verify the digital address.

Payments

7. (1) Payment to the Registrar may be made electronically on the online portal of the Office of the Registrar.

(2) The filing of a form provided under these Regulations or any other document shall be accompanied with a receipt or any other proof of payment of the prescribed fee.

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(3) Where a document is delivered to the Office of the Registrar for filing electronically, the document shall be accompanied with a receipt for payment of the prescribed fee.

(4) Where payment to the Office of the Registrar is to be made by crossed cheque or bank draft

- (a) the crossed cheque or bank draft shall represent the exact amount assessed; and
- (b) the filing of the document concerned shall be effective on the day on which the Office of the Registrar gets value for the crossed cheque or bank draft.

Certified true copy of a registered document

8. (1) A person who seeks to request for a certified true copy of a document filed shall, submit to the Registrar a Certified True Copy request form.

(2) Where a company makes payment at the Office of the Registrar in respect of a document filed, the payment shall include payment for a certified true copy of the document.

Conduct of search on a company

9. A person who seeks to conduct a search in respect of a company shall submit to the Registrar a search request form.

Update of records of a company

10. (1) The Registrar may request a company to update the records of the company with the Office of the Registrar.

(2) The Registrar may specify the requirements for the update of the records of a company in the *Companies Bulletin*.

Change in company profile

11. (1) The Registrar may, on effecting a change in the particulars of a company made by the company or an interested party, issue a change profile to the company.

(2) The change profile under subregulation (1) shall contain the particulars of the company indicated in the records of the Registrar as at the date of issue of the change profile.

(3) A company may apply for a copy of the profile of that company from the Registrar.

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*Requirements for Filing***Proof of filing of annual returns**

12. Where a filing is made under the Act, the Registrar shall request that the filing is accompanied with proof of filing of up-to-date annual returns.

Incorporation of a company

13. (1) In furtherance of section 13 of the Act, the following documents shall be submitted to the Registrar for the incorporation of a Private Company Limited by Shares:

- (a) a completed Application to Register a Company with Shares - Private Limited as set out in Form 3 of the First Schedule;
- (b) a completed Consent to Act as Director Form as set out in Form 26A of the First Schedule, for each director of the Company;
- (c) a completed Consent to Act as Company Secretary Form as set out in Form 26B of the First Schedule for the Company Secretary;
- (d) a completed Statutory Declaration Form as set out in Form 26C of the First Schedule, for each director;
- (e) a completed Beneficial Ownership Disclosure Form 1 as set out in the Second Schedule; and
- (f) a completed Beneficial Ownership Disclosure Form as set out in the Second Schedule, as applicable.

(2) In furtherance of section 13 of the Act, the following documents shall be submitted to the Registrar for the incorporation of a Private Company Unlimited by Shares:

- (a) a completed Application to Register a Company with Shares - Private Unlimited as set out in Form 3A of the First Schedule;
- (b) a completed Consent to Act as a Director Form as set out in Form 26A of the First Schedule, for each director of the Company;
- (c) a completed Consent to Act as a Company Secretary Form as set out in Form 26B of the First Schedule, for the Company Secretary;

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- (d) a completed Statutory Declaration Form as set out in Form 26C of the First Schedule, for each director;
- (e) a completed Beneficial Ownership Disclosure Form 1 as set out in the Second Schedule; and
- (f) a completed Beneficial Ownership Disclosure Form as set out in the Second Schedule, as applicable.

(3) In furtherance of section 13 of the Act, the following documents shall be submitted to the Registrar for the incorporation of a Private Company Limited by Guarantee:

- (a) a completed Application to Register a Company Limited by Guarantee - Private Limited as set out in Form 3B of the First Schedule;
- (b) a completed Consent to Act as a Director Form as set out in Form 26A of the First Schedule for each director;
- (c) a completed Consent to Act as a Company Secretary Form as set out in Form 26B of the First Schedule for the Company Secretary;
- (d) a completed Statutory Declaration Form as set out in Form 26C of the First Schedule for each director;
- (e) completed Beneficial Ownership Disclosure Form 1 as set out in the Second Schedule; and
- (f) completed Beneficial Ownership Disclosure Form as set out in the Second Schedule, as applicable.

(4) In furtherance of section 13 of the Act, the following documents shall be submitted to the Registrar for the incorporation a Public Company Limited by Shares:

- (a) a completed Application to Register a Company with Shares - Public Limited as set out in Form 3C of the First Schedule;
- (b) a completed Consent to Act as a Director Form as set out in Form 26A of the First Schedule, for each director of the Company;
- (c) a completed Consent to Act as a Company Secretary Form as set out in Form 26B of the First Schedule, for the Company Secretary;

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- (d) a completed Statutory Declaration Form as set out in Form 26C of the First Schedule for each director;
- (e) a completed Beneficial Ownership Disclosure Form 1 as set out in the Second Schedule; and
- (f) a completed Beneficial Ownership Disclosure Form as set out in the Second Schedule, as applicable.

(5) In furtherance of section 13 of the Act, the following documents shall be submitted to the Registrar for the incorporation of a Public Company Unlimited by Shares:

- (a) a completed Application to Register a Company with Shares - Public Unlimited as set out in Form 3D of the First Schedule;
- (b) a completed Consent to Act as a Director Form as set out in Form 26A of the First Schedule, for each director of the Company;
- (c) a completed Consent to Act as a Company Secretary Form as set out in Form 26B of the First Schedule, for the Company Secretary;
- (d) a completed Statutory Declaration Form as set out in Form 26C of the First Schedule, for each director;
- (e) a completed Beneficial Ownership Disclosure Form 1 as set out in the Second Schedule; and
- (f) a completed Beneficial Ownership Disclosure Form as set out in the Second Schedule, as applicable.

(6) In furtherance of section 13 of the Act, the following documents shall be submitted to the Registrar for the incorporation of a Public Company Limited by Guarantee:

- (a) a completed Application to Register a Company Limited by Guarantee - Public Limited as set out in Form 3E of the First Schedule;
- (b) a completed Consent to Act as a Director Form as set out in Form 26A of the First Schedule for each director;
- (c) a completed Consent to Act as a Company Secretary Form as set out in Form 26B of the First Schedule, for the Company Secretary;

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- (d) a completed Statutory Declaration Form as set out in Form 26C of the First Schedule, for each director;
- (e) a completed Beneficial Ownership Disclosure Form 1 as set out in the Second Schedule; and
- (f) a completed Beneficial Ownership Disclosure Form as set out in the Second Schedule, as applicable.

Registration of constitution of a company

14. A company that seeks to register the constitution of the company shall submit to the Registrar the following documents:

- (a) a copy of the constitution signed by
 - (i) the subscribers of the company; or
 - (ii) the Company Secretaryand attested to by a witness; and
- (b) a copy of the special resolution for the adoption of the registered constitution.

Amendment of registered constitution

15. A company that seeks to amend the registered constitution of the company shall submit to the Registrar the following documents:

- (a) a copy of the special resolution for the amendment of the registered constitution; and
- (b) a copy of the amended constitution marked "Amended by Special Resolution dated" and reflecting the amended provisions of the registered constitution, where required by the company.

Use of "Group of Companies" or "Holdings"

16. A company that seeks to use the words "Group of Companies" or "Holdings" in the name of the company shall submit to the Registrar the following documents:

- (a) a formal application to the Registrar for approval to use the words "Group of Companies" or "Holdings" in the name of the company; and
- (b) evidence of not less than two subsidiary companies.

*COMPANIES REGULATIONS, 2023***Registration of notice of change of name**

17. In furtherance of subsection (4) of section 21 of the Act, a company that seeks to change the name of the company shall submit to the Registrar, the following documents:

- (a) a copy of the special resolution for change of name; and
- (b) the original copy of the certificate of incorporation of the company, for cancellation.

Change of nature of business or object

18. In furtherance of subsection (2) of section 20 of the Act, a company that seeks to change the nature of the business for which the company was incorporated to carry on or the object of the company shall submit to the Registrar the following documents:

- (a) a copy of the special resolution changing the nature of business or object of the company; and
- (b) a completed Notice to Debentureholders Secured by Floating Charge of Alteration of Authorised Business as set out in Form 1 of the First Schedule, where applicable.

Increase in authorised shares

19. A company that seeks to file an increase in the number of authorised shares of the company effected in furtherance of paragraph (a) of subsection (1) of section 59 of the Act shall submit to the Registrar, a copy of the special resolution to increase the authorised shares of the company stating the new authorised shares.

Increase in stated capital

20. (1) In furtherance of section 46 and subsection (5) of section 68 of the Act, a company that seeks to file a notice of increase of stated capital by cash shall submit to the Registrar the following documents:

- (a) a completed Return on Issue of Shares other than the Re-Issue of Treasury Shares as set out in Form 7 of the First Schedule; and
- (b) a completed Particulars of Alteration in the Stated Capital of Company as set out in Form 8 of the First Schedule.

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(2) In furtherance of subsection (2) of section 45 and subsection (5) of section 68 of the Act, a company that seeks to file a notice of increase of stated capital otherwise than cash shall submit to the Registrar the following documents:

- (a) a completed Particulars of a Contract relating to Shares as set out in Form 6 of the First Schedule and stamped in accordance with the Stamp Duty Act, 2005 (Act 689);
- (b) a completed Return on Issue of Shares other than the Re-Issue of Treasury Shares as set out in Form 7 of the First Schedule; and
- (c) a completed Particulars of Alteration in the Stated Capital of Company as set out in Form 8 of the First Schedule.

(3) In furtherance of paragraph (c) of subsection (1) of section 68 and subsection (5) of section 68 of the Act, a company that seeks to file a notice of increase of stated capital by transfer from reserves to stated capital shall submit to the Registrar the following documents:

- (a) a copy of the special resolution for transfer from reserves to stated capital;
- (b) in the case of a capitalisation issue under section 77 of the Act, a completed Return on Issue of Shares other than the Re-issue of Treasury Shares as set out in Form 7 of the First Schedule; and
- (c) a completed Particulars of Alteration in the Stated Capital of Company as set out in Form 8 of the First Schedule.

Notice of appointment or change of a director or particulars of director

21. (1) In furtherance of section 172 of the Act, a company that seeks to file the appointment of a director shall submit to the Registrar the following documents:

- (a) a completed Notice of Change or Appointment of Director as set out in Form 17 of the First Schedule;
- (b) a completed statutory declaration required under paragraph (a) of subsection (2) of section 172 of the Act,
 - (i) stamped by a Commissioner for Oaths, in the case of a director resident in the country; or

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- (ii) notarised in the country of execution, in the case of a director who is not resident in the country; and
- (c) a completed and signed Consent Form as set out in Form 26A of the First Schedule or a consent letter as required under paragraph (b) of subsection (2) of section 172 of the Act.

(2) In furtherance of section 216 of the Act, a company that seeks to file a change occurring in the appointment of a director or the particulars of a director shall submit to the Registrar a completed Notice of Change or Appointment of Director as set out in Form 17 of the First Schedule.

Notice of change of Company Secretary or particulars of Company Secretary

22. In furtherance of section 216 of the Act, the following documents shall be submitted to the Registrar for the filing of a notice of change of Company Secretary:

- (a) a completed Notice of Change of Company Secretary as set out in Form 17A of the First Schedule; and
- (b) a completed Consent Form as set out in Form 26B of the First Schedule and required under subsection (8) of section 211 of the Act.

Notice of change of an auditor

23. In furtherance of subsection (6) of section 139 of the Act, the following documents shall be submitted to the Registrar for the filing of a change of an auditor:

- (a) a completed Notice of Change of Auditors as set out in Form 15 of the First Schedule; and
- (b) a consent letter from the auditor.

Notice of change of address

24. (1) In furtherance of subsection (2) of section 123 of the Act, a company that seeks to file a notice of change in location of the registered office or principal place of business, the number of the post office box, digital address or electronic mail address shall submit to the Registrar a completed Notice of Change of Registered Office, Post Office Box, Digital Address or Electronic Mail as set out in Form 13 of the First Schedule.

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(2) The address of the registered office of a company shall be a physical address or digital address in the country.

(3) In furtherance of subsection (9) of section 35 of the Act, a company that seeks to file a notice of change in the address at which the register of members is kept shall submit to the Registrar a completed Notice of Address where the Register of Members is kept, other than at the Registered Office as set out in Form 5 of the First Schedule.

Annual returns

25. In furtherance of section 126 of the Act, the following documents shall be submitted to the Registrar for the filing of the annual returns of a company:

- (a) a completed Annual Returns form; and
- (b) a copy of the audited financial statement signed by two directors and an auditor of the company.

Registration of a charge

26. (1) The following documents shall be submitted to the Registrar for the filing of a notice of a charge created by a company as required under subsection (1) of section 110 of the Act:

- (a) a completed Particulars of a Charge Created by a Company Registered in Ghana as set out in Form 9 of the First Schedule;
- (b) an original or certified copy of a deed or an instrument creating a charge or a deed of variation stamped in accordance with the Stamp Duty Act, 2005 (Act 689); and
- (c) a certified true copy of the court order creating the charge, mortgage or debenture, where applicable.

(2) The following documents shall be submitted to the Registrar for the filing of a notice of series of debentures containing, or giving by reference to any other instrument, a charge to the benefit of which the debenture holders are entitled at the same rate, as required under subsection (7) of section 110 of the Act:

- (a) a completed Particulars of a Series of Debentures Containing, or Giving Reference to any other Instrument, any Charge, to the Benefit of which the Debenture Holders of the Said

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Series are Entitled *Pari Passu*, created by a Company as set out in Form 9A of the First Schedule;

- (b) an original or a certified copy of the instrument creating the charge stamped in accordance with the Stamp Duty Act, 2005 (Act 689); and
- (c) a certified true copy of the court order authorising the creation of the charge, mortgage or debenture, where applicable.

(3) The following documents shall be submitted to the Registrar for the registration of the particulars of a mortgage or charge subject to which a property has been acquired by a company as required under subsection (1) of section 112 of the Act:

- (a) a completed Particulars of a Mortgage, Charge or Debenture Subject to which Property has been Acquired by a Company Registered in Ghana as set out in Form 9B of the First Schedule;
- (b) an original or a certified copy of the instrument creating the charge or mortgage and stamped in accordance with the Stamp Duty Act, 2005 (Act 689); and
- (c) a certified true copy of the court order authorising the creation of the charge or mortgage, where applicable.

Notice of satisfaction of a charge

27. The following documents shall be submitted to the Registrar for the filing of a release or satisfaction of a charge:

- (a) a completed Declaration Verifying the Memorandum relating to a Registered Charge as set out in Form 10 of the First Schedule, where applicable;
- (b) a completed Declaration Verifying the Memorandum of Satisfaction of a Registered Charge as set out in Form 10A of the First Schedule, where applicable;
- (c) an original or a certified copy of the deed of release stamped in accordance with the Stamp Duty Act, 2005 (Act 689); and
- (d) a certified true copy of the court order releasing or discharging the charge, mortgage or debenture, where applicable.

*COMPANIES REGULATIONS, 2023***Notice of appointment of receiver or manager**

28. In furtherance of subsection (1) of section 119 of the Act, a person who obtains an order for the appointment of a receiver or manager shall submit to the Registrar the following documents:

- (a) in the case of an appointment by the Court under section 267 of the Act,
 - (i) a completed Notice of Appointment of a Receiver or Manager as set out in Form 11 of the First Schedule; and
 - (ii) a certified true copy of the court order appointing the receiver or manager, where applicable; and
- (b) in the case of the appointment of the receiver or manager out of Court under section 268 of the Act,
 - (i) a completed Notice of Appointment of a Receiver or Manager as set out in Form 11 of the First Schedule; and
 - (ii) a certified copy of the deed of appointment or other instrument evidencing the appointment of the receiver or manager.

Notice of entry into possession

29. In furtherance of subsection (1) of section 119 of the Act, a person who enters into possession of a property under a charge shall submit to the Registrar the following documents:

- (a) a Notice of Entry into Possession as set out in Form 11A of the First Schedule; and
- (b) a certified true copy of the court order authorising the entry into possession, where applicable.

Notice of cessation to act as receiver or manager

30. For purposes of subsection (1) of section 119 of the Act, a person who ceases to act as a receiver or a manager for a company shall submit to the Registrar a Notice of Cessation to act as a Receiver or Manager as set out in Form 12 of the First Schedule.

*COMPANIES REGULATIONS, 2023***Submission of financial statement of receiver or manager**

31. For purposes of paragraph (a) of subsection (1) of section 272 of the Act, a receiver or manager shall submit to the Registrar an Abstract of Receipts and Payments as set out in Form 18 of the First Schedule.

Voluntary winding up by members

32. Where the winding up of a company continues for more than one year and the liquidator believes that the company will not be able to pay the debts of the company within the period stated in the statutory declaration of solvency, the liquidator shall file a

- (a) Notice that the Company is Unable to Pay its Debts as set out in Form 19 of the First Schedule and required under subsection (1) of section 286 of the Act; and
- (b) a completed Statement of Assets and Liabilities as set out in Form 19A of the First Schedule.

Dissolution of a company

33. (1) For purposes of section 288 of the Act, the Registrar shall, on receipt of the following documents, strike the name of a company off the company register

- (a) a statutory declaration by the liquidator or receiver or manager that the winding up of the company is complete; and
- (b) the original certificate of registration or where applicable, a certified true copy of the certificate of registration for cancellation.

(2) For purposes of section 289 of the Act, the Registrar may, in determining whether there is a reasonable ground to believe that a company is not carrying on business or is not in operation, have regard to the fact that the company has failed to file annual returns as required under section 126 of the Act for a period of three consecutive years.

Registration of merger proposal

34. In furtherance of section 245 of the Act, the documents to be submitted for registration of a merger proposal include the following:

- (a) a completed Consent to Act as a Director Form as set out in Form 26A of the First Schedule, signed by the person

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named in the merger proposal as a director of the transferee company consenting to act as a director of the company;

- (b) a completed Consent to Act as a Company Secretary Form as set out in Form 26B of the First Schedule, signed by the person named in the merger proposal as a secretary of the transferee company consenting to act as a secretary to the company; and
- (c) the original certificate of incorporation of each dissolved company in the merger scheme, for cancellation.

Filing of notice of arrangements, compromises, divisions and sale of undertakings

35. (1) The following documents shall be submitted for registration of notice of arrangements or sale of an undertaking:

- (a) a copy of the special resolution authorising the arrangement or sale of the undertaking in compliance with subsections (1) and (8) of section 238 of the Act; or
- (b) a certified true copy of the court order, where applicable; and
- (c) the original certificate of incorporation of each dissolved company for cancellation, where applicable.

(2) In accordance with subsection (11) of section 239 of the Act, the following documents shall be submitted to the Registrar with the notice of an arrangement or a compromise:

- (a) a certified true copy of the court order approving the arrangement or compromise, if applicable; and
- (b) the original certificate of incorporation or a certified true copy of each dissolved company for cancellation.

Conversion of a private company to a public company

36. (1) For purposes of subsection (2) of section 302 of the Act, the following documents shall be submitted to the Registrar for the conversion of a private company to a public company:

- (a) a copy of the special resolution of the company converting the company to a public company;

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- (b) a copy of the registered constitution of a public company, where applicable;
- (c) a copy of the prospectus or statement in lieu of prospectus in accordance with section 303 of the Act; and
- (d) the original certificate of incorporation or a certified true copy of the private company, for cancellation.

Conversion of a company limited by shares to a company limited by guarantee

37. The following documents shall be submitted to the Registrar for the conversion of a company limited by shares to a company limited by guarantee in accordance with section 9 of the Act:

- (a) a copy of the special resolution of the company converting the company limited by shares to a company limited by guarantee;
- (b) a copy of the registered constitution of the company limited by guarantee, where applicable;
- (c) a statutory declaration by a director and the Company Secretary confirming that the conditions provided under subsection (1) of section 9 of the Act have been complied with; and
- (d) the original certificate of incorporation of the company limited by shares for cancellation.

Conversion of a company limited by shares to an unlimited company

38. The following documents shall be submitted to the Registrar for the conversion of a company limited by shares to an unlimited company:

- (a) a copy of the special resolution of the company converting the company limited by shares to an unlimited company and adoption of the constitution of the unlimited company;
- (b) a copy of the registered constitution of the unlimited company adopted pursuant to section 27 of the Act, where applicable; and
- (c) the original certificate of incorporation of the company limited by shares for cancellation.

*COMPANIES REGULATIONS, 2023***Unclaimed dividends**

39. (1) A shareholder or the estate of a shareholder that makes a claim to the Registrar for unpaid dividends under subsection (7) of section 73 of the Act shall provide the following in support of the claim:

- (a) an application letter addressed to the Registrar, requesting for payment of the dividend and any accrued interest, signed by the shareholder, executor or administrator of the estate of the shareholder;
- (b) a certified copy of probate or letters of administration, where applicable;
- (c) a valid photo identification of the deceased person and a valid photo identification of the person making the claim for the unclaimed dividends and any accrued interest; and
- (d) account details for payment of the unclaimed dividends and any accrued interest.

(2) The Registrar shall, within thirty days after receipt of the documents in support of the claim under subregulation (1),

- (a) verify the details of the claim and the documents submitted in support of the claim to ascertain the veracity of the documents;
- (b) confirm the amount of the claim for the unclaimed dividends and any accrued interest; and
- (c) make payment of the unclaimed dividends and any accrued interest to the claimant through the designated bank account.

(3) Where the Registrar rejects a claim made by a claimant for the unclaimed dividends and any accrued interest, the Registrar shall, within twenty-one days after the rejection of the claim, issue a notice to the claimant stating

- (a) the reason for rejection of the claim; and
- (b) that the claimant has the right to appeal to Court.

(4) The Registrar shall sign and date a notice under subregulation (3).

(5) A person aggrieved by a decision of the Registrar under subregulation (3) may seek redress in Court.

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(6) The Registrar shall keep a Register of unclaimed dividends.

(7) Where a company fails to pay to the Registrar the total amount of unclaimed dividends plus the interest accrued on the amount, in accordance with subsection (2) of section 73 of the Act, the company and every officer of the company that is in default is liable to pay to the Registrar, an administrative penalty of twenty-five penalty units for each day during which the default continues.

Provisions relating to an external company

40. (1) The following documents shall be submitted to the Registrar for the registration of an external company under subsection (1) of section 330 of the Act:

- (a) a completed and notarised Particulars of the External Company Requiring Registration as set out in Form 20 of the First Schedule;
- (b) a notarised statement of the company stating the particulars as set out in paragraph (c) of subsection (1) of section 330 of the Act;
- (c) a Statement that there are no Charges on Property as set out in Form 21 of the First Schedule in accordance with paragraph (d) of subsection (1) of section 330 of the Act;
- (d) a copy of the certificate of incorporation in the English Language;
- (e) a copy of the constitution, charter, statutes, regulations, memorandum and articles, where applicable, or any other instrument which constitutes or defines the constitution of the company in the English Language; and
- (f) a Power of Attorney authorising a local manager, notarised or endorsed by
 - (i) a notary public or the equivalent of a notary public in the country of origin of the external company;
 - (ii) the Ghana Mission in the country of origin of the external company, if any; or
 - (iii) the nearest country where there is a Ghana Mission.

(3) A document required to be notarised by an external company, shall be duly notarised in the country of origin of the company.

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(4) A completed Notice of Alteration of Registered Particulars of the External Company Form as set out in Form 22 of the First Schedule shall be submitted for the filing of a notice of alteration of registered particulars of an external company.

(5) The following documents shall be submitted for filing of notice of alteration in particulars registered of an external company under subsection (2) of section 331 of the Act:

- (a) a completed Notice of Alteration in Particulars Registered as set out in Form 23 of the First Schedule; and
- (b) where the change involves a change in the local manager, a Power of Attorney for a new local manager, duly notarised or endorsed by
 - (i) a notary public or the equivalent of a notary public in the country of origin of the external company;
 - (ii) the Ghana Mission in the country of origin of the external company, if any; or
 - (iii) the nearest country where there is a Ghana Mission.

(6) The following documents shall be submitted for filing a notice of the winding up of an external company under subsection (1) of section 338 of the Act:

- (a) a completed Notice of the Dissolution or Cessation of External Company as set out in Form 24 of the First Schedule; and
- (b) proof of winding up in the form of a resolution or court order.

(7) The following documents shall be submitted for the filing of a notice of cessation of business of an external company under subsection (1) of section 340 of the Act:

- (a) a completed Notice of Cessation of Business of External Company as set out in Form 25 of the First Schedule; and
- (b) proof of cessation in the form of a resolution of the company.

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(8) The following documents shall be submitted for the filing of the financial statements of an external company in accordance with subsection (1) of section 334 of the Act:

- (a) a cover letter; and
- (b) a copy of financial statements comprising
 - (i) a statement of financial position,
 - (ii) a statement of comprehensive income,
 - (iii) a statement of changes in equity, and
 - (iv) a statement of cash flows,prepared in the form required under the law of the country of origin of the external company.

*Beneficial Ownership***Identification of a beneficial owner**

41. In furtherance of the definition for "beneficial owner" in the First Schedule to the Act,

- (a) an ultimate beneficial owner means an individual who directly or indirectly
 - (i) holds an interest in a company in the form of shareholding or voting rights; or
 - (ii) holds an interest in a company in the form of shareholding or voting rights through an intermediary company in accordance with the applicable threshold specified in subregulation (1) of regulation 44;
- (b) substantial control, significant control or significant influence means the control vested in an individual who may exercise, or actually exercises direct or indirect influence, or direct or indirect control over a company, through one or more of the following:
 - (i) the right to appoint or remove a majority of the board of directors, or an equivalent governing body of the company;
 - (ii) the right to appoint or remove the managing director, chief executive officer or the holder of an equivalent position of the managing director or chief executive officer;

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- (iii) the right to veto or overrule a decision of the board of directors or an equivalent governing board of the company;
 - (iv) the right to vote in a company other than by virtue of ownership interest;
 - (v) the right to change the nature of business of a company;
 - (vi) the right to approve a business plan of the company and any amendments to the business plan of the company;
 - (vii) the right to sign or approve borrowing, lending or other transactions made by a company, other than administrative signatories in accordance with employment obligations;
 - (viii) the right to sign a bank account or a financial institution account of the company, other than administrative signatories in accordance with employment obligations; or
 - (ix) influence over any other decision that affects the overall direction of the company; and
- (c) substantial economic benefit means the right to benefit directly or indirectly from the profit or assets of the company, through formal or informal arrangements, otherwise than through a shareholding or equivalent ownership interest.

(2) A beneficial owner does not include an agent, a custodian, an intermediary, a nominee or a person acting in a capacity as an agent, a custodian, an intermediary or a nominee.

Entry of particulars of beneficial owner in Central Register

42. (1) The Registrar shall enter the following particulars of beneficial ownership in the Central Register:

- (a) in respect of an individual beneficial owner of a company who is a Ghanaian:
 - (i) full name and any former names;

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- (ii) Tax Identification Number, where applicable;
 - (iii) date of birth;
 - (iv) place of birth;
 - (v) telephone number;
 - (vi) national identity card number;
 - (vii) residential address and digital address;
 - (viii) address for service of documents;
 - (ix) electronic mail address, where applicable;
 - (x) nature of the interest including the method by which ownership or control is exercised;
 - (xi) details of the legal, financial, security, debenture or informal arrangement giving rise to the beneficial ownership;
 - (xii) percentage of the beneficial ownership interest or the nature of control, or both; and
 - (xiii) a declaration on whether the individual meets the definition of a politically exposed person;
- (b) in respect of an individual beneficial owner of a company who is a non-Ghanaian:
- (i) full name and any former names;
 - (ii) date of birth;
 - (iii) place of birth;
 - (iv) telephone number;
 - (v) nationality;
 - (vi) passport number, or where the passport number is not available, any other form of personal identification specified in subregulation (3);
 - (vii) residential address;
 - (viii) address for service of documents;
 - (ix) electronic mail address, where applicable;
 - (x) nature of the interest including the method by which ownership or control is exercised;
 - (xi) the details of the legal, financial, security, debenture or informal arrangement giving rise to the beneficial ownership;

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- (xii) percentage of the beneficial ownership interest or the nature of control, or both; and
- (xiii) a declaration on whether the individual meets the definition of a politically exposed person; and
- (c) in the case of a publicly listed company on a Recognised Stock Exchange,
 - (i) the name of the company;
 - (ii) the registration authority and number of the company;
 - (iii) a legal entity identifier, if any;
 - (iv) an International Securities Identifying Number;
 - (v) the percentage of shares of the company listed on the stock exchange;
 - (vi) the name of each Recognised Stock Exchange on which the shares are listed; and
 - (vii) the web address of the page which gives details of the listing for each Recognised Stock Exchange specified in paragraph (vi).

(2) For purposes of subparagraph (v) of paragraph (c) of subregulation (1), where the total percentage of ownership is less than one hundred per cent, the details of other beneficial owners specified under paragraphs (a) and (b) of subregulation (1) shall be provided.

(3) For purposes of subparagraph (vi) of paragraph (b) of subregulation (1), the form of personal identification shall be

- (a) valid,
- (b) issued by a Government agency, and
- (c) unique to the individual.

(4) A valid form of identification under subregulation (3) includes

- (a) a national identity card;
- (b) a social security number or the equivalent of a social security number; or
- (c) a driver's licence.

(5) The Registrar may require a beneficial owner to produce any other documents considered necessary for ascertaining the direct or indirect interest of the beneficial owner in a company.

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(6) A company may authorise the legal representative of the company to be responsible for the provision and ascertaining of beneficial ownership information.

Forms for submission of beneficial ownership data

43. A company to which regulation 41 applies shall use the applicable Form as set out in the Second Schedule for purposes of submission of the beneficial ownership data required under the Act and these Regulations.

Thresholds for reporting beneficial ownership information

44. (1) Pursuant to paragraph (f) of subsection (2) of section 381 of the Act, a beneficial owner with a direct or an indirect interest in a company shall disclose information based on the following thresholds:

- (a) a direct or an indirect interest of not less than five per cent, where the beneficial owner is a foreign politically exposed person;
- (b) a direct or an indirect interest in a company, where the beneficial owner is a Ghanaian politically exposed person;
- (c) a direct or an indirect interest of not less than five per cent, where the Registrar considers the company as a company in a high-risk category;
- (d) a direct or an indirect interest of not less than five per cent, where the company is not listed on a Recognised Stock Exchange; and
- (e) a direct or an indirect interest of not less than twenty per cent, in all cases other than those specified in paragraph (a), (b), (c) or (d).

(2) Subregulation (1) applies to a beneficial owner identified under regulation 41.

(3) The Registrar may request a company to produce information of beneficial owners with interest lower than the thresholds specified in paragraph (a), (b), (c) or (d) of subregulation (1), if the information is considered necessary for the implementation of the Act.

(4) For purposes of paragraph (c) of subregulation (1), the Registrar shall classify a company as

- (a) low risk,

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- (b) medium risk, or
- (c) high-risk

for the purpose of determining the thresholds or the effective application of section 373 of the Act.

(5) The basis for the classification under subregulation (4) shall follow similar classification by the following agencies:

- (a) the Financial Intelligence Centre or any other agency set up for the purpose of fighting money laundering and terrorist financing; and
- (b) any other assessment conducted by the Registrar, a law enforcement agency or a competent authority.

(6) The Registrar shall subject a company classified under the category of a high-risk company under subregulation (4) to a lower threshold than a standard threshold adopted under this regulation for reporting.

(7) The Registrar may review the basis for the classification of a company as low risk, medium risk or high-risk every five years.

Verification of beneficial ownership information

45. (1) The Registrar shall put in place measures to ensure the accuracy of and timeous access to information on beneficial ownership in the Central Register, including measures

- (a) to ensure the timely submission and completeness of information in respect of a beneficial owner as required under the Act;
- (b) to minimise errors in data entry;
- (c) to authenticate the data collected;
- (d) to verify the accuracy of information in respect of a beneficial owner;
- (e) in respect of operating the Central Register of beneficial owners of a company to ensure improvement in
 - (i) data collection processes; and
 - (ii) the accuracy of data; and
- (f) to identify data for further investigation.

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(2) The Registrar shall, in establishing the measures required under subregulation (1), verify

- (a) the identity of an individual who has been reported to the Registrar as a beneficial owner of a company;
- (b) whether all beneficial owners of a company have been identified;
- (c) whether the information provided on a beneficial owner of a company meets the requirements provided under
 - (i) paragraph (m) of subsection (2) of section 13 of the Act;
 - (ii) paragraph (b) of subsection (1) of section 35 of the Act; and
 - (iii) paragraph 7 of the Fifth Schedule to the Act;
- (d) the address and other contact information provided to the Registrar on a beneficial owner of a company;
- (e) any additional information provided by a company; and
- (f) the identity of the individual responsible for the declaration of beneficial ownership information and the nature of the relationship between the individual and the company.

(3) The Registrar shall establish a system that allows

- (a) a law enforcement agency,
- (b) a competent authority, or
- (c) any other person

to report a discrepancy between information held in the register and information that a person lawfully obtains from any other source.

(4) The Registrar shall

- (a) investigate a discrepancy reported under subregulation (3); and
- (b) request the person concerned to provide clarification on the matter.

(5) Where the discrepancy is established, the Registrar shall, within twenty-eight days after receipt of the discrepancy reported or the request for clarification under subregulation (4)

- (a) inform the person who reported the discrepancy under subregulation (3) of the outcome of the investigation; and

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- (b) correct the beneficial ownership information in the Central Register.

Access to the Central Register

46. (1) A law enforcement officer or a competent authority shall, on request and in accordance with the data sharing protocols developed by the Registrar, have access to requested information in the Central Register.

(2) For the purpose of paragraph (c) of subsection (3) of section 373 of the Act, a person shall, during business hours and on payment of a prescribed fee, have electronic access to information in the Central Register.

(3) The Registrar shall, on request, make available to a competent authority of the Republic the particulars of a beneficial owner in the Central Register.

(4) The Registrar shall make available to the public the following information from the Central Register on an individual beneficial owner:

- (a) the full name and any former names of the individual beneficial owner;
- (b) the percentage of the beneficial ownership interest; and
- (c) a declaration on whether the individual meets the definition of a politically exposed person.

(5) The Registrar shall make available to the public the following information in the Central Register on each company with a beneficial owner:

- (a) the percentage of shares listed on a Recognised Stock Exchange;
- (b) the name of each Recognised Stock Exchange on which the shares are listed; and
- (c) the website address of the page which gives details of the listing for each Recognised Stock Exchange.

Exemption from disclosure of information in the Central Register

47. (1) An individual beneficial owner may apply to the Registrar for information on a company in the Central Register to be exempt from

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disclosure, if the individual can provide proof that the disclosure will pose a threat

- (a) to the safety of the individual or a family member of the individual, especially the threat of serious injury or death;
 - (b) of attack on the property or place of work of the individual;
 - (c) of kidnapping of the individual or a family member of the individual;
 - (d) of blackmail or extortion against the individual or a family member of the individual; or
 - (e) of significant financial loss through a criminal activity.
- (2) For purposes of subregulation (1), "proof" includes
- (a) an actual threat or an incident that is documented;
 - (b) a police report of a previous threat or incident;
 - (c) police assessment of the level of threat;
 - (d) a public statement by a violent group which specifically mentions the individual or the type of business in which the individual is involved;
 - (e) a previous attack on an individual who operates in a similar business sector; or
 - (f) a certified true copy of a court order.
- (3) For purposes of subregulation (1), the Registrar shall
- (a) publish in the *Companies Bulletin*, the fee for an application for non-disclosure of information in the Central Register;
 - (b) establish a physical system and an electronic system to enable an applicant to withhold publication of information about the beneficial ownership interest of the individual in a company;
 - (c) within thirty days after receipt of an application, consider and respond to the application; and
 - (d) publish annually data on the number of applications for non-disclosure received and the number of applications for non-disclosure granted.
- (4) The Registrar shall, in considering an application under this regulation,
- (a) consider only,

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- (i) the information recorded in the Central Register;
 - (ii) an assessment of whether the information alone can lead to a threat under subregulation (1);
 - (iii) a report and an assessment provided by the Police which specifically relates to the application; and
 - (iv) the nature of the business and whether the business faces an immediate and realistic possibility of provoking a threat; and
- (b) not consider any of the following:
- (i) the public profile and job title of the applicant;
 - (ii) information on the applicant that is already in the public domain including press articles, social media posts or disclosures by the applicant; and
 - (iii) the wealth or perceived wealth of the applicant.

(5) Where the Registrar determines that an applicant faces an immediate threat, as a direct result of the disclosure of the beneficial ownership information of the applicant in the Central Register in respect of a company, the Registrar shall ensure that the beneficial ownership information of the applicant is not disclosed to the public.

(6) Despite subregulation (5), the Registrar shall retain beneficial ownership information of an applicant in the Central Register for the use of a competent Government authority and a law enforcement agency.

(7) The Registrar shall, within twenty-eight days after receipt of an application under subregulation (1), communicate, in writing, the decision of the Registrar to the applicant, stating the reasons for rejection where the application is rejected.

(8) An applicant who is dissatisfied with the decision of the Registrar under this regulation may appeal to the Minister.

Penalty for default in complying with reporting requirements

48. Where a company fails to comply with the reporting requirements in respect of the Central Register, the company and every officer of the company that is in default is liable to pay to the Registrar an administrative penalty of five penalty units for each day during which the default continues.

*COMPANIES REGULATIONS, 2023**Branch Register***Inspection of branch register**

49. (1) Except where a branch register is closed in accordance with the applicable law, the branch register, the index of names of members of a company and the index of names of beneficial owners of the company shall, during business hours in the Republic, and subject to reasonable restrictions that the company may impose, be open for inspection by

- (a) a member, at no fee, and
- (b) any other person in accordance with subsection (2) of section 107 of the Act, on payment of a reasonable fee determined by the company, for each inspection.

(2) An inspection under subregulation (1) shall be for a period of not less than two hours each day, other than a Saturday, a Sunday or a public holiday.

(3) A member of a company or any other person may request for a copy of the branch register or a part of the branch register,

- (a) in the case of a member, at no fee; or
- (b) in the case of any other person, on the payment of a reasonable fee determined by the company.

(4) The company shall send a copy of the branch register or a part of the branch register requested under subregulation (3) to the member or person within a period of ten days after the day on which the request is received by the company.

(5) Where

- (a) an inspection required under this regulation is refused, or
- (b) a copy of the branch register or a part of the branch register requested under this regulation is not sent within the period specified under subregulation (4),

the company and every officer of the company that is in default, is liable in respect of each default to pay to the Registrar, an administrative penalty of twenty-five penalty units for each day during which the default continues.

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- (6) In addition to the penalty in subregulation (5), the Court may
- (a) order the immediate production of the branch register for inspection; or
 - (b) direct that a copy of the branch register or a part of the branch register requested be sent to the person who requested the copy, subject to payment of the prescribed fee.

Rectification of branch register

50. (1) A member of a company, or any other person may apply to the Court for rectification of the branch register, if

- (a) the name of the person is, without justification, entered in or omitted from the register of members of the company; or
 - (b) there is a default in entering on the branch register, any of the particulars which are required to be entered on the branch register under section 35 of the Act.
- (2) Subject to subregulation (1), the Court may
- (a) refuse the application; or
 - (b) order for the rectification of the branch register and payment by the company of compensation for the loss sustained by the applicant.

(3) Where an application is made under subregulation (1), the Court shall decide a question relating to the entitlement of a person, who is a party to the application, to have the name of that person entered in or omitted from the branch register, whether the question arises

- (a) between members or alleged members; or
- (b) between members or alleged members on the one hand and the company on the other hand.

(4) A company may, without application to the Court, at any time rectify an error or omission in the branch register of members, but the rectification shall not adversely affect a person unless that person agrees to the rectification.

*COMPANIES REGULATIONS, 2023**Classification of Companies for Exemptions and Waivers***Classification of companies**

51. (1) The Registrar shall classify a company as small, medium or large as set out in the Third Schedule.

(2) The classification under subregulation (1) shall be based on the following:

- (a) the turnover of the company; or
- (b) any other variable determined by the Registrar in consultation with the Board.

(3) The Registrar may amend the classification of a company based on information

- (a) available; or
- (b) filed by the company.

Exemption from filing full version of annual returns

52. A company which is classified as a small company or a medium company in accordance with regulation 51

- (a) is exempted from the requirement to file annual returns in the form required under section 126 of the Act; and
- (b) shall annually confirm the accuracy of the information of the company contained in the Register.

Waiver of requirement for audit and auditors' report

53. (1) The requirement for audit of financial statements by an auditor and the publication of a report by the auditors in accordance with section 137 of the Act is waived for a company which is classified as a small company in accordance with regulation 51.

(2) A small company is subject to an auditor review by the auditors of the company in accordance with

- (a) the International Standards on Review Engagements; and
- (b) any other standards issued by the International Audit and Assurance Standards Board applicable to the audit of less complex entities adopted by the Institute of Chartered Accountants, Ghana.

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(3) A report of auditors required under section 137 of the Act in respect of a company classified as a small company shall only contain a brief report on the financial statement of the company prepared by the internal auditor of the company.

Miscellaneous Provisions

Interpretation

54. In these Regulations, unless the context otherwise requires,

“alleged members” mean a person or an entity that claims to be a member of a company;

“custodian” means a person who takes responsibility for safe-guarding the financial assets of a firm or individual and holds the assets in safekeeping on behalf of the firm or individual;

“Financial Intelligence Centre” means the Financial Intelligence Centre established under section 6 of the Anti-Money Laundering Act, 2020 (Act 1044);

“high-risk category” means a sector that has a major strategic deficiency with respect to the ability to counter money laundering, terrorist financing, proliferation of weapons of mass destruction, and illicit financial flows as classified under the National Anti-Money Laundering and Countering the Financing of Terrorism Risk Assessment policy of Ghana;

“interest” means

(a) the ownership of shares, debentures, warrants or any other financial instrument issued by or relating to a company; or

(b) a legal right to a revenue stream from or capital value of shares, debentures, warrants or other financial instruments issued by or relating to a company;

“Recognised Stock Exchange” includes

(a) the Ghana Stock Exchange; and

(b) any other stock exchange located in any country which is a full member of the Organisation of Economic Co-operation and Development; and

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"registration authority" means the statutory authority in the country of registration of a company that registered or incorporated the company.

Revocation and savings

55. (1) The Companies (Prescribed Forms) Instrument, 2014 (L.I. 2214) is revoked.

(2) Despite the revocation of L.I. 2214, an order or notice issued under L.I. 2214, a proceeding being conducted under L.I. 2214 or any other act lawfully made or done under the revoked enactment and in force immediately before the coming into force of these Regulations shall be considered to have been issued or done under these Regulations and shall continue to have effect until reviewed, cancelled or terminated.

COMPANIES REGULATIONS, 2023

SCHEDULES

FIRST SCHEDULE

Prescribed Forms



**OFFICE OF THE REGISTRAR
OF COMPANIES**
REPUBLIC OF GHANA

**NOTICE OF DEBENTURE HOLDERS SECURED BY FLOATING
CHARGE OF ALTERATION OF AUTHORISED BUSINESS**
-THE COMPANIES ACT, 2019 (ACT 992)
PURSUANT TO SECTION 20(2)

FORM 1

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS
PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS
ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh
Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration

$$= \{A\}$$

Company Name*										Name should be exact as registered, should there have been any Change of Name after registration do state the new name. The Registration Number is stated at the top left side of the Registration Certificate											
Registration Number*																					
Presented By*										Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies											
										TIN*											
(B)																					
To a)										a) Name of Debenture Holders											
										b) Company Name											
b).....} hereby gives you notice, pursuant to subsection (2) of section 20 of the Companies Act, 2019 (Act 992) that the Company at a General Meeting altered by special resolution dated the day of..... the provisions of its constitution as regards its authorised business, in the following manner:-																					
(I)										Declaration											
Name*										Provide Signature of the Director or Secretary. Position: held in the company (i.e. Director or Secretary) Provide the date of signing											
Position/Designation*																					
TIN*																					
Ghana Card (National Identity Card)*										GHA -											
Signature*																					
Date*																					
For Office Use Only																					
Date of Submission of Document																					
Transaction ID Number Allocated																					
Office Description																					

COMPANIES REGULATIONS, 2023

Important Information	
Privacy Notice	
Collection of Information: We collect personal identifiable Information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfill your specific request.	
Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)	
Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.	
Change Notice	
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.	
Annual Return of a Company Incorporated	
All companies Incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties	
Check List (✓):	
Please make sure you have complied with the following	
The document has been signed at all indicated places	
Agreement stamped at Land Valuation Board	
If application exceeds 45 days, then attach extension of time from the court	

COMPANIES REGULATIONS, 2023



OFFICE OF
THE REGISTRAR
OF COMPANIES
REPUBLIC OF GHANA

APPLICATION TO REGISTER A COMPANY WITH SHARES
THE COMPANIES ACT, 2019 (ACT 992)

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE SPELL OUT ALL WORDS WITH NO ABBREVIATIONS.

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 3

Private Limited

A fee is payable with this form. Please see the fees on our website www.orc.gov.gh.

Read the Instructions before completing the Form. Incomplete applications or Invalid data may delay the registration process

(A)	Registered Constitution	Standard Constitution	Tick Registered Constitution if the company has its own Constitution. If not, Tick Standard Constitution as in schedule 2 of Act 992.
Company Name*			Name should not be duplicated, similar, misleading or undesirable. The Registrar of Companies shall have the final approval regarding the name which is eventually submitted for registration. Section 21(2) of Act 992. A list of registered names can be found on our portal www.rgdeservices.com .
Ending With*	LTD	LIMITED COMPANY	Tick one preferred name ending
Presented By*			Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies
	TIN*		
(B)	Nature of Business/Sector(s)*		
Legal	Estate/Housing	Media	Transport/Aerospace
Utilities	Education	Shipping & Port	Estate/Housing
Tourism	Quarry / Mining	Hospitality	Fashion/Beautification
Insurance	Entertainment	Health Care	Refinery of Minerals
Agriculture	Food Industry	Securities/Brokers	Others (Please Specify)
Oil and Gas	Manufacturing	Commerce/ Trading	
Construction	Pharmaceutical	Banking and Finance	
Telecom/ICT	Security	Sanitation	
(C)	Principal Business Activities		
Select the International Standard Industrial Classification (ISIC) code number(s) for the principal activity and other activities			ISIC or classification code is a standard classification for economic or business activities so that establishments could be classified based on the activity they carry out. A detailed list of ISIC or Classification Codes can be found on our website at www.orc.gov.gh
ISIC code 1			
ISIC code 2			
ISIC code 3			
If you cannot determine a code, please give a brief description of the company's business activities			
(D)	Object(s) of the Company		Specialized institutions for example Banks, Insurance and Security companies are required to state their objects here. All other applicants who wish to indicate their objects can also state same in this column

Mobile No 1*					
Mobile No 2					
Fax					
Email Address*					
Website					
(J) Particulars of Directors of the Company					
Director 1 Statutory Declaration & Consent Letter					
A person shall not be appointed a director if					
i. That person within the preceding five years of the application for incorporation has been a director or senior manager of a Company that has become insolvent.					
Tick applicable	Yes	No			
ii. Charged with or convicted of a criminal offence involving fraud or dishonesty					
Tick applicable	Yes	No			
iii. Charged with or convicted of a criminal offence relating to the promotion, incorporation or management of a company					
Tick applicable	Yes	No			
Statutory Declaration Form*					
Title	Mr	Mrs	Miss	Ms	Dr
Consent Letter*					
First Name*					
Middle Name*					
Last Name*					
Any Former Name*					
Gender*	Male	Female			
Date of Birth*					
Place of Birth*					
Nationality*					
Occupation*					
Mobile No 1*					
Mobile No 2					
Fax					
Email Address*					
TIN					
Ghana Card(National Identity Card)*	GHA-				
Without TIN	Fill the GRA TIN Form attached:-				
Residential Address					
Digital Address*					
House/Building/Flat* (Name or House No.)/LMB					
Street Name*					
City*					
District*					
Region*					
Country*					
Occupational Address					
Digital Address*					
House/Building/Flat* (Name or House No.)/LMB					
Street Name*					

Directors should be at least 18 years and above.

Directors are to attach a statutory declaration and consent letter as stated in section 172 (2) of Act 992.

If you tick "yes" to any of the Statutory Declarations, provide details that qualifies you to be a director. Attach supporting documents.

A Company shall have at least two directors of which one should be resident in Ghana.

If there are more than two directors, additional directors' forms shall be obtained from our website at www.orc.gov.gh:

This address when provided will not appear on public record, unlike that of the Company.

Applicants are to ensure that the digital address provided matches with the residential address provided.

Provide your current workplace address.

COMPANIES REGULATIONS, 2023

Occupational Address															
Digital Address*															
House/Building/Flat* (Name or House No.)/LMB															
Street Name*															
City*															
District*															
Region*															
Country*															
Particulars of other Directorships*															
Director's Signature*															
(1) Particulars of Company Secretary															
Professional qualification												Tick the applicable qualification(s) Attach Consent Letter Reference to Section 211(1) and (3) of Act 992			
Tertiary level qualification															
Company Secretary Trainee															
Barrister or Solicitor in the Republic															
Institute of Chartered Accountants															
Under the supervision of a qualified Company Secretary															
Institute of Chartered Secretaries and Administrators															
By virtue of an academic qualification, member of a professional body, appears to the directors as capable of performing the functions of Secretary of the															
Consent Letter*															
Title		Mr		Mrs		Miss		Ms		Dr					
First Name*															
Middle Name*															
Last Name*															
Any Former Name*															
TIN															
Ghana Card(National Identity Card)*		GHA-													
Without TIN		Fill the GRA-TIN Form attached													
Gender*		Male		Female											
Date of Birth*		D	M	Y	M	Y	Y	Y	Y	Y	Y	Y	Y		
Place of Birth*															
Nationality*															
Occupation*															
Mobile No 1*															
Mobile No 2															
Fax															
Digital Address*															
Email Address*															
(M) In Case of Corporate Body Acting as Company Secretary															
Corporate Name*												The Corporate Body must have as one of its promoters, subscribers or operating officers a person who qualifies to be a Company Secretary			

COMPANIES REGULATIONS, 2023

Corporate TIN*		The Corporate entative must hold at least one of the qualification(s) of secretary stated above Reference to section 211 (2) Act 992
Digital Address*		
Corporate Address		
H/No. LMB*		
P.O. Box/DTF/PMB*		
Name of Person Representing the Corporate Secretary*		For authentication purposes, two officers of the company are to sign their signatures together with a seal or stamp of the company Reference to section 150 (1) (D) (i) Act 992
TIN of Representative*		
Signature (Corporate Representative)*		
Corporate Stamp*		
Attested by		
Director*	TIN	In the absence of a stamp or a seal of the company, the signature of two directors and a Company Secretary are needed for authentication purposes. Reference to section 150 (1) (D) (ii) of Act 992
Name*		
Signature*		
Secretary*	TIN	
Name*		
Signature*		In the absence of a stamp or a seal of the company, the signature of two directors and a Company Secretary are needed for authentication purposes. Reference to section 150 (1) (D) (ii) of Act 992
Or in the Alternative		
Director*	TIN	
Name*		
Signature*		
Director*	TIN	
Name*		

COMPANIES REGULATIONS, 2023

Signature*													
Secretary*		TIN											
Name*													
Signature*													
(N)		Auditor of the Company											
TIN*													
Auditor's Firm Name*													
Digital Address*													
Auditor's Firm Address*													
P.O.Box													
PMB/DTD*													
House/Building/Flat (Name or House No.)/LMB*													
Street Name*													
City*													
District*													
Region*													
Mobile No.*													
Office No.													
Consent Letter*		Attach Consent Letter from Auditor											
(O)		Capital and Shares Details											
Authorised Shares*													
Stated Capital*		GHC											
Number of Authorised Shares of Each Class*													
Ordinary Shares*													
Preference Shares													IF ANY
Number of Issued Shares of Each Class													
Ordinary Shares*													
Preference Shares													IF ANY
Amount Paid In Cash of Each Class:													
Ordinary Shares*		GHC											
Preference Shares		GHC											IF ANY

A person shall be appointed an Auditor of a private company if that person is qualified and licensed in accordance with the Chartered Accountants Act, 1963 (Act 170). See section 138 (1) and (2) of Act 892.

Applicant needs to attach an Auditor's consent letter to this application before submission.

All Auditors shall hold office for a term of not more than six years and are eligible for appointment after a cooling off period of not less than six years. Refer to section 189 (11)

State clearly the total amount of Authorized Shares and the Stated Capital. All shares are of no par value. Also state all the relevant details about the company shares.

The amount Paid in Cash of Each Class and Amount Remaining to be Paid on Each Class must not exceed stated capital.

COMPANIES REGULATIONS, 2023

Amount Paid Otherwise than in Cash of Each Class:												
Ordinary Shares*	GHC											
Preference Shares	GHC											IF ANY
Amount Remaining to be Paid on Each Class:												
Ordinary Shares (Unpaid):	GHC											
Ordinary Shares (Due):	GHC											
Preference Shares (Unpaid)	GHC											
Preference Shares (Due)	GHC											

Amount Remaining to be Paid on Each Class must be stated, if it is applicable to the company.

(P) Address and Description of Subscriber - Individual												
<p>This Section Must Be Filled with or Without a Registered Constitution</p> <p>I/We the undersigned are desirous of forming an Incorporated Company in pursuance of this Constitution and we respectively agree to take the number of shares in the Company set opposite our respective names and to pay therefor in cash the consideration respectively stated:</p>												
Subscriber 1	Mr	Mrs	Miss	Ms	Dr							
First Name*												
Middle Name*												
Last Name*												
Any Former Name*												
TIN												
Ghana Card (National Identity Card)*	GHA-											
Without TIN	Fill the GRA TIN Form attached:											
Gender*	Male		Female									
Date of Birth*	D	D	M	M	Y	Y						
Place of Birth*												
Nationality*												
Occupation*												
Digital Address*												
Address*												
No. of Shares Taken*												
Consideration Payable in Cash*	GHC											
Signature*												

A subscriber is somebody who agrees to become a member of the company by the taking up shares at the inception of the company.

The application for incorporation shall be made by a person:

a. Signing a duly completed application for incorporation form

or

b. signing a duly completed application for incorporation form and the constitution of the proposed company; (where a registered constitution is preferred)

If there are more than two subscribers, additional subscriber forms shall be obtained from our website at www.orc.gov.gh

(Q) Address and Description of Subscriber - Individual												
Subscriber 2	Mr	Mrs	Miss	Ms	Dr							
First Name*												
Middle Name*												
Last Name*												
Any Former Name*												
TIN												
Ghana Card (National Identity Card)*	GHA-											
Without TIN	Fill the GRA TIN Form attached											
Gender*	Male		Female									

Kindly use the instructions given in section (P)

70 2

[illegible]

COMPANIES REGULATIONS, 2023

Signature*													
Secretary*		TIN											
Name*													
Signature*													
Or in the Alternative													
Director*		TIN											
Name*													
Signature*													
Director*		TIN											
Name*													
Signature*													
Secretary*		TIN											
Name*													
Signature*													
(S)		Shares In Trust for Minor(s)											
		Address and Description of Trustee - Individual											
TIN*													
Ghana Card(National Identity Card)*		-GHA-											
Trustee*		Mr	Mrs	Miss	Ms	Dr							
First Name*													
Middle Name*													
Any Former Name*													
Last Name*													
Nationality*													
Occupation*													
Digital Address*													
Address*													

In the absence of a stamp or a seal of the company, the signature of two directors and a company secretary are needed for authentication purposes

Individual or Corporate Bodies that may be holding shares for minors

COMPANIES REGULATIONS, 2023

Declaration*		That I/we hold the Share(s) and all dividends and interests accrued or to accrue on trust for the Owner and I/we undertake to transfer and deal, in all respects, and to pay the Share and any dividends, interest and other benefits thereon and accretions thereto in such manner as the Owner shall from time to time direct.												
No. of Shares Taken*														
Consideration Payable in Cash* GHC.														
Name (Minor)*														
Date of Birth*														
Identification Type (ID)														
ID Reference Number														
Signature (Trustee)*														
(*) In Case of Corporate Body Acting as a Trustee														
Corporate Name*														
Corporate TIN*														
Corporate Address*														
H/No. LMB														
P.O. Box/DTD/PMB*														
Corporate Stamp*														For authentication purposes, two offices of the company are to sign their signatures together with a seal or stamp of the company
Attested by														
Director*	TIN													
Name*														
Signature*														
Secretary*	TIN													
Name*														
Signature*														
Or in the Alternative														
Director*	TIN													In the absence of a stamp or a seal of the company, the signature of two directors and a Company Secretary are needed for authentication purposes
Name*														

COMPANIES REGULATIONS, 2023

Provide BOP Reference No.			
Please fill where applicant (Director/Secretary/Subscriber/Trustee) cannot read or write			
I, _____, resident of _____, have carefully read over the contents of this form in the _____ language to _____ (Name of Person(s)) and the said person appeared to understand same before appending his / her thumbprint to same.	For this section print a copy for each person who cannot sign to thumb print		
_____ Signature of the Witness	<div style="border: 1px solid black; width: 100px; height: 100px; margin: 0 auto;"></div> THUMB PRINT		
(Y) Date of Submission of Document* Name of Company Inspector* Filing Date* Signature*	For Office Use Only		
Important Information			
MSME Classification in Ghana			
Enterprise Category	Employment Size(Permanent staff)	Turnover	Assets
Micro	1-5	≤US \$25,000	≤US \$25,000
Small	6-30	US\$25,001 - US\$1,000,000	US\$25,001 - US\$1,000,000
Medium	31-100	US\$1,000,001 - US\$3,000,000	US\$1,000,001 - US\$3,000,000
(An enterprise will be categorized as MSME based on employment size and any other variable.) All amount in USD should be converted into Ghana cedis at Prevailing Bank rate			
Privacy Notice			
Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfill your specific request.			
Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)			
Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.			
Change Notice			
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.			
Annual Return of a Company Incorporated			
All companies Incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Accounts and			

COMPANIES REGULATIONS, 2023

subsequently annually at a fee. Late/Non Filing attracts Penalties	
Check List (✓)	
Please make sure you have complied with the following	
The document has been signed at all indicated places	
Registered Constitution, if any	
Attach each Director's Consent Letter and Statutory Declaration	
Company Secretary has required qualification(s)	
Company Secretary has attached Consent Letter	
All supplementary Forms are attached, if any	
Filled BO Form(s) attached, if any	
Attached prospectus (for Public Companies only)	
Filled TIN Form(s), if any	

COMPANIES REGULATIONS, 2023



OFFICE OF
THE REGISTRAR
OF COMPANIES
REPUBLIC OF GHANA

APPLICATION TO REGISTER A COMPANY WITH SHARES

THE COMPANIES ACT, 2019 (ACT 992)

FILL THE FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 3A
Private Unlimited

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the Instructions before completing the Form. Incomplete applications or invalid data may delay the registration process

(A)	Registered Constitution	Standard Constitution	Tick Registered Constitution if the company has its own Constitution. If not, Tick Standard Constitution as in schedule 2 of Act 992.
Company Name*			Name should not be duplicated, similar, misleading or undesirable. The Registrar of Companies shall have the final approval regarding the name which is eventually submitted for registration. Section 21(2) of Act 992. A list of registered names can be found on our portal www.rgd.services.com
Ending With*	PRUC	PRIVATE UNLIMITED COMPANY	Tick Applicable Ending
Presented By*	TIN*		Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies
(B)	Sector(s)*		
Legal	Estate/Housing	Media	Transport/Aerospace
Utilities	Education	Shipping & Port	Estate/Housing
Tourism	Quarry / Mining	Hospitality	Fashion/Beautification
Insurance	Entertainment	Health Care	Refinery of Minerals
Agriculture	Food Industry	Securities/Brokers	Others (Please Specify)
Oil and Gas	Manufacturing	Commerce/ Trading	
Construction	Pharmaceutical	Banking and Finance	
Telecom/ICT	Security	Sanitation	
(C)	Principal Business Activities		
Select the International Standard Industrial Classification (ISIC) code number(s) for the principal activity and other activities			ISIC or classification code is a standard classification for economic or business activities so that establishments could be classified based on the activity they carry out.
ISIC code 1			A detailed list of ISIC or Classification Codes can be found on our website at www.rgd.gov.gh
ISIC code 2			
ISIC code 3			
ISIC code 4			
If you cannot determine a code, please give a brief description of the company's business activities			
(D)	Nature of Business of the Company		
			Specialized institutions for example Banks, Insurance and Security companies are required to state their objects here.
			All other applicants who wish to indicate their objects can also state same in this column

COMPANIES REGULATIONS, 2023

(E) Registered Office Address										
Digital Address*										Per section 13 (2) (d) of Act 992 every Company must have a Registered Office and this is the address to which the Registrar of Companies may send correspondence. Obtain a digital address by downloading the Ghana Post GPS app onto any smart phone.
House/Building/Flat* (Name or House No.)/LMB										
Street Name*										
City*										
District*										
Region*										To get an accurate address, stand at the entrance of the said location or office. Applicants are to ensure that the digital address provided matches with the registered office address.
(F) Principal Place of Business										
Is the Principal place of Business the same as the Registered Office Address?										
If Yes (Tick the box and proceed with other Place of Business)					If No (Provide Details)					
Digital Address*										
House/Building/Flat (Name or House No.)/LMB*										
Street Name*										
City*										
District*										
Region*										
(G) Other Place of Business										
Digital Address										Companies that have multiple operational locations must complete this section. Supplementary sheets can be found on our website www.rgd.gov.gh
House/Building/Flat (Name or House No.)/LMB										
Street Name										
City										
District										
Region										
(H) Address at which Register of Members will be kept and maintained (If elsewhere than at the Registered Office)										
Digital Address*										A Register of Members is a register that contains the names and addresses of members of an incorporated Company. It is required that every company keeps and maintains a Register of its Members at a location in the country.
House/Building/Flat (Name or House No.)/LMB*										
Street Name*										
City*										
District*										
Region*										
Postal Address										
C/O										Please tick either Post Office Box (P O BOX), Private Mail Bag (PMB) or Door to Door (DTD) and provide details as applicable.
Type*	P.O. BOX	PMB	DTD							
Number*										
Town*										
Region*										
(I) Contact of the Company										
Phone No 1*										Applicants are to provide at least, one mobile phone number and an email address. This is to assist the Registrar of Companies to communicate to the company
Phone No 2										
Mobile No 1*										
Mobile No 2										

COMPANIES REGULATIONS, 2023

Fax																					
Email Address*																					
Website																					
(i) Particulars of Directors of the Company																					
Director 1		Statutory Declaration & Consent Letter										<p>Directors should be at least 18 years and above.</p> <p>Directors are to attach a statutory declaration and consent letter as stated in section 172 (2) of Act 992.</p> <p>If you tick "yes" to any of the Statutory Declarations, provide details that qualifies you to be a director. Attach supporting documents</p> <p>A Company shall have at least two directors of which one should be resident in Ghana.</p> <p>If there are more than two directors, additional directors' forms shall be obtained from our website at www.rgd.gov.gh</p>									
A person shall not be appointed a director if																					
i. That person within the preceding five years of the application for incorporation has been a director or senior manager of a Company that has become insolvent.																					
Tick applicable		Yes		No																	
ii. Charged with or convicted of a criminal offence involving fraud or dishonesty																					
Tick applicable		Yes		No																	
iii. Charged with or convicted of a criminal offence relating to the promotion, incorporation or management of a company that has become insolvent.																					
Tick applicable		Yes		No																	
Statutory Declaration Form*						Consent Letter*															
Title		Mr		Mrs		Miss		Ms		Dr											
First Name*																					
Middle Name																					
Last Name*																					
Any Former Name																					
Gender*		Male		Female																	
Date of Birth*		<table border="1"> <tr> <td>1</td><td>2</td><td>3</td><td>4</td><td>5</td><td>6</td><td>7</td><td>8</td><td>9</td><td>0</td> </tr> </table>										1	2	3	4	5	6	7	8	9	0
1	2	3	4	5	6	7	8	9	0												
Place of Birth*																					
Nationality*																					
Occupation*																					
Mobile No 1*																					
Mobile No 2																					
Fax																					
Email Address*																					
TIN*																					
Ghana Card(National Identity Card)*		GHA-																			
Without TIN		Fill the GRA TIN Form attached																			
Residential Address																					
Digital Address*																					
House/Building/Flat* (Name or House No.)/LMB																					
Street Name*																					
City*																					
District*																					
Region*																					
Country*																					
Occupational Address																					
Digital Address*																					
House/Building/Flat* (Name or House No.)/LMB																					
Street Name*																					
City*																					
District*																					
Region*																					

COMPANIES REGULATIONS, 2023

[illegible]

COMPANIES REGULATIONS, 2023

[illegible]

COMPANIES REGULATIONS, 2023

(M) In Case the Company Secretary is a Body Corporate		
Corporate Name*		The Corporate Body must have as one of its subscribers or operating officers a person who qualifies to be a Company Secretary.
Corporate TIN*		
Digital Address*		
Corporate Address H/No. LMB*		
P.O. Box/DTD/PMB*		
Name of Person Representing the Corporate Secretary*		The Corporate Representative must hold at least one of the qualification(s) of secretary stated above Reference to section 211 (2) Act 992
TIN of Representative*		
Ghana Card(National Identity Card)*	GHA -	
Signature(Corporate Representative)*		
Corporate Stamp*		
Attested by		
Director*	TIN	
Ghana Card(National Identity Card)*	GHA -	
Name*		
Signature*		
Secretary*	TIN	
Ghana Card(National Identity Card)*	GHA -	
Name*		
Signature*		
Or in the Alternative		
Director*	TIN	
Ghana Card(National Identity Card)*	GHA -	
Name*		
Signature*		
Director*	TIN	
Ghana Card(National Identity Card)*	GHA -	
Name*		
Signature*		

For authentication purposes, two officers of the company are to sign their signatures together with a seal or stamp of the company
Reference to section 150 (1) (D) (f) Act 992

In the absence of a stamp or a seal of the company, the signature of two directors and a Company Secretary are needed for authentication purposes
Reference to section 150 (1) (D)(ii) of Act 992

COMPANIES REGULATIONS, 2023

(P) Address and Description of Subscriber - Individual														
This Section Must Be Filled with or Without a Registered Constitution														
I/We the undersigned are desirous of forming an Incorporated Company in pursuance of this Constitution and we respectively agree to take the number of shares in the Company set opposite our respective names and to pay therefor in cash the consideration respectively stated														
Subscriber 1	Mr	Mrs	Miss	Ms	Dr									
First Name*														
Middle Name														
Last Name*														
Any Former Name														
TIN*														
Ghana Card(National Identity Card)*	GHA -													
Without TIN	Fill the GRA TIN Form attached													
Gender*	Male	Female												
Date of Birth*	D	D	M	M	Y	Y	Y	Y						
Place of Birth*														
Nationality*														
Occupation*														
Digital Address*														
Address*														
No. of Shares to be Taken*														
Consideration Payable in Cash*	GHC													
Signature*														
<p>A subscriber is somebody who agrees to become a member of the company by the taking up shares at the inception of the company</p> <p>The application for incorporation shall be made by a person: a. signing a duly completed application for incorporation form or b. signing a duly completed application for incorporation to this form and the constitution of the proposed company (where a registered constitution is preferred)</p> <p>If there are more than two subscribers, additional subscriber forms shall be obtained from our website at www.ngd.gov.gh</p>														
(Q) Address and Description of Subscriber - Individual														
Subscriber 2	Mr	Mrs	Miss	Ms	Dr									
First Name*														
Middle Name														
Last Name*														
Any Former Name														
TIN*														
Ghana Card(National Identity Card)*	GHA -													
Without TIN	Fill the GRA TIN Form attached													
Gender*	Male	Female												
Date of Birth*	D	D	M	M	Y	Y	Y	Y						
Place of Birth*														
Nationality*														
Occupation*														
Digital Address*														
Address*														
No. of Shares to be Taken*														
Consideration Payable in Cash*	GHC													
Signature*														
<p>Kindly use the instructions given in section (P)</p>														

COMPANIES REGULATIONS, 2023

(R)		In Case the Subscriber is a Body Corporate																				
Corporate Name*																						If there are more than one Corporate Subscribers, additional corporate subscribers' forms shall be obtained from our website at www.rgd.gov.gh
Corporate TIN*																						
Digital Address*																						
Corporate Address* H/No. LMB																						
P.O. Box/DTD/PMB*																						
No. of Shares to be Taken*																						
Consideration Payable in Cash*		GHC																				
Name of Person Representing the Corporate Subscriber*																						
TIN of Representative*																						
Ghana Card(National Identity Card)*		GHA -																				
Signature (Corporate Representative)*																						
Corporate Stamp*																						
Attested by																						For authentication purposes, two officers of the company are to sign their signatures together with a seal or stamp of the company
Director*		TIN																				
Ghana Card(National Identity Card)*		GHA -																				
Name*																						
Signature*																						
Secretary*		TIN																				
Ghana Card(National Identity Card)*		GHA -																				
Name*																						
Signature*																						
Or in the Alternative																						In the absence of a stamp or a seal of the company, the signature of two directors and a company secretary are needed for authentication purposes
Director*		TIN																				
Ghana Card(National Identity Card)*		GHA -																				
Name*																						
Signature*																						

COMPANIES REGULATIONS, 2023

Director*		TIN														
Ghana Card(National Identity Card)*		GHA -														
Name*																
Signature*																
Secretary*		TIN														
Ghana Card(National Identity Card)*		GHA -														
Name*																
Signature*																
(S) Shares In Trust for Minor(s)																
Address and Description of Trustee - Individual																
TIN*																
Ghana Card(National Identity Card)*		GHA -														
Trustee*		Mr	Mrs	Miss	Ms	Dr										
First Name*																
Middle Name																
Any Former Name																
Last Name*																
Nationality*																
Occupation*																
Digital Address*																
Address*																
Declaration*		That I/we hold the Share(s) and all dividends and interests accrued or to accrue on trust for the Owner and I/we undertake to transfer and deal, in all respects, and to pay the Share and any dividends, interest and other benefits thereon and accretions thereto in such manner as the Owner shall from time to time direct.														
No. of Shares to be Taken*																
Consideration Payable in Cash* GHC																
Name (Minor)*																
Date of Birth*																
Identification Type(ID)																
ID Reference Number																
Signature(Trustee)*																
(T) In Case the Trustee Is a Body Corporate																
Corporate Name*																
Corporate TIN*																
Corporate Address*																
H/No. LMB																

COMPANIES REGULATIONS, 2023

P.O. Box/DTD/PMB*														For authentication purposes, two officers of the company are to sign their signatures together with a seal or stamp of the company
Corporate Stamp*														
Attested by														
Director*	TIN													
Ghana Card(National Identity Card)*	GHA -													
Name*														
Signature*														
Secretary*	TIN													
Ghana Card(National Identity Card)*	GHA -													
Name*														
Signature*														
Or in the Alternative														
Director*	TIN													In the absence of a stamp or a seal of the company, the signature of two directors and a Company Secretary are needed for authentication purposes
Ghana Card(National Identity Card)*	GHA -													
Name*														
Signature*														
Director*	TIN													
Ghana Card(National Identity Card)*	GHA -													
Name*														
Signature*														
Secretary*	TIN													
Ghana Card(National Identity Card)*	GHA -													
Name*														
Signature*														
Declaration*		That the company holds the Share(s) and all dividends and interests accrued or to accrue on trust for the Owner and I/we undertake to transfer and deal, in all respects, and to pay the Share and any dividends, interest and other benefits thereon and accretions thereto in such manner as the Owner shall from time to time direct.												
No. of Shares to be Taken*														
Consideration Payable in Cash*		GHC												
Name (Minor)*														
Date of Birth(Minor)*														

COMPANIES REGULATIONS, 2023

Identification Type(ID)		
ID Reference Number		
(U) Witness to the above Signatures		
Date*		The form must be signed by all subscribers in the presence of a witness, who shall attest to the signing.
Full Name*		
Witness Signature*		
Address*		
Occupation*		
(V) Beneficial Owner(BO)		
A beneficial owner (or owners) is the individual or natural person who owns, controls, has interest in, or exercises influence over the legal person (or arrangement) or receives substantial benefit from the applicant's activity. A beneficial owner is an individual and cannot be a company.		Section 35 (14) and (15) of Act 992
SANCTIONS: Failure to disclose is an offence and will attract sanctions and penalties		
Fill the BO Form attached /Download from website www.rgd.gov.gh		
(W) MSME Details		
Revenue Envisaged*		This is to determine the size of the Company i.e. small scale business, medium scale business or large scale business
No. of Employees Envisaged*		
(X) Business Operating Permit (BOP) Request		
Apply for BOP Now	Apply for BOP Later	Already have a BOP
Provide BOP Reference No.		
Please fill where applicant (Director/Secretary/Subscriber/Trustee) cannot read or write		
I, resident of have carefully read over the contents of this form in the language		For this section print a copy for each person who cannot sign to thumb print
TO (Name of Person(s)) and the said person appeared to understand same before appending his / her thumbprint to same.		
Signature of the Witness		THUMB PRINT
(Y) For Office Use Only		
Date of Submission of Document*		
Name of Company Inspector*		
Filing Date*		
Signature*		

COMPANIES REGULATIONS, 2023

Important Information			
MSME Classification in Ghana			
Enterprise Category	Employment Size(Permanent staff)	Turnover	Assets
Micro	1-5	≤US \$25,000	≤US \$25,000
Small	6-30	US\$25,001 - US\$1,000,000	US\$25,001 - US\$1,000,000
Medium	31-100	US\$1,000,001 – US\$3,000,000	US\$1,000,001 – US\$3,000,000
(An enterprise will be categorized as MSME based on employment size and any other variable.) All amount in USD should be converted into Ghana cedis at Prevailing Bank rate			
Privacy Notice			
Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfill your specific request. Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992) Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.			
Change Notice			
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.			
Annual Return of a Company Incorporated			
All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Financial Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties			
Check List (✓)			
Please make sure you have complied with the following			
The document has been signed at all indicated places			
Registered Constitution, if any			
Attach each Director's Consent Letter and Statutory Declaration			
Company Secretary has required qualification(s)			
Company Secretary has attached Consent Letter			
All supplementary Forms are attached, if any			
Filled BO Form(s) attached, if any			
Attached prospectus (for Public Companies only)			
Filled TIN Form(s), if any			

COMPANIES REGULATIONS, 2023

(C) Registered Office Address										Per section 13 (2) (d) of Act 992 every Company must have a registered office and this is the address to which the Registrar of Companies may send correspondence.
Digital Address*										
House/Building/Flat* (Name or House No.)/LMB										
Street Name*										
City*										
District*										
Region*										
(D) Principal Place of Company										
Is the Principal place of Company the same as the Registered Office Address?										
If Yes (Tick the box and proceed with Other Place of Company) <input type="checkbox"/>					IF NO (Provide Details)					
Digital Address*										
House/Building/Flat (Name or House No.)/LMB*										
Street Name*										
City*										
District*										
Region*										
(E) Other Place of Company										This applies to Companies that have multiple operational locations. Supplementary sheets can be found on our website www.rgd.gov.gh
Digital Address*										
House/Building/Flat* (Name or House No.)/LMB										
Street Name*										
City*										
District*										
Region*										
(F) Address at which Register of Members will be kept and maintained (if elsewhere than at the Registered Office)										A Register of Members is a Register that holds the names and addresses of members of an Incorporated Company. It is required that every company keeps and maintains a Register of its Members at a location in the country.
Digital Address*										
House/Building/Flat* (Name or House No.)/LMB										
Street Name*										
City*										
District*										
Region*										
(G) Postal Address										Please tick either post office box (P O BOX), private mail bag (PMB) or door to door (DTD) and provide details as applicable.
C/O										
Type*		P O BOX	<input type="checkbox"/>	PMB	<input type="checkbox"/>	DTD	<input type="checkbox"/>			
Number*										
Town*										
Region*										
(H) Contact of the Company										Applicants are to provide at least, one mobile phone number and an email address.
Phone No 1*										
Phone No 2										
Mobile No 1*										

COMPANIES REGULATIONS, 2023

Mobile No 2		This is to assist the Registrar of Companies to communicate to the company
Fax		
Email Address*		
Website		
(I) Executive Council Member or Director of the Company		
Statutory Declaration Form & Consent Letter		
Executive Council Member 1		Directors should be at least 18 years and above.
A person shall not be appointed a director if		
i. That person within the preceding five years of the application for incorporation has been a director or senior manager of a Company that has become insolvent		Directors are to attach a statutory declaration and consent letter as stated in section 172 (2) of Act 992.
Tick applicable	Yes <input type="checkbox"/> No <input type="checkbox"/>	
ii. Charged with or convicted of a criminal offence involving fraud or dishonesty		If you tick "yes" to any of the Statutory Declarations, provide details that qualifies you to be a director. Attach supporting documents
Tick applicable	Yes <input type="checkbox"/> No <input type="checkbox"/>	
iii. Charged with or convicted of a criminal offence relating to the promotion, incorporation or management of a company that has become insolvent		A Company shall have at least two directors of which one should be resident in Ghana.
Tick applicable	Yes <input type="checkbox"/> No <input type="checkbox"/>	
Statutory Declaration Form*		Consent Letter*
Title	Mr <input type="checkbox"/> Mrs <input type="checkbox"/> Miss <input type="checkbox"/> Ms <input type="checkbox"/> Dr <input type="checkbox"/>	
First Name*		If there are more than two directors, additional director forms shall be obtained from our website at www.rgd.gov.gh
Middle Name		
Last Name*		
Gender*	Male <input type="checkbox"/> Female <input type="checkbox"/>	
Date of Birth*	D D M M Y Y Y Y	
Place of Birth*		
Any Former Name		
Nationality*		
Occupation*		
Mobile No 1*		
Mobile No 2		
Fax		
Email Address*		
TIN		
Ghana Card(National Identity Card)*	GHA -	
Without TIN	Fill GRA TIN form attached	
Residential Address		
Digital Address*		This address when provided will not appear on public record, unlike that of the addresses that will be provided for the Company.
House/Building/Flat* (Name or House No.)/LMB		
Street Name*		
City*		
District*		
Region*		
Country*		
Occupational Address		
Digital Address*		Provide your current workplace address
House/Building/Flat* (Name or House No.)/LMB		
Street Name*		
City*		
District*		
Region*		
Country*		

COMPANIES REGULATIONS, 2023

Particulars of other Directorships*		List the names of other Companies for which you serve as director
Signature*		
Auditor's Firm Name*	Statutory Declaration Form & Consent Letter	
Executive Council Member 2	Kindly refer to instructions provided for Executive Council Member 1	
A person shall not be appointed a director if		
i. That person within the preceding five years of the application for incorporation has been a director or senior manager of a Company that has become insolvent.		
Tick applicable	Yes <input type="checkbox"/>	No <input type="checkbox"/>
ii. Charged with or convicted of a criminal offence involving fraud or dishonesty		
Tick applicable	Yes <input type="checkbox"/>	No <input type="checkbox"/>
iii. Charged with or convicted of a criminal offence relating to the promotion, incorporation or management of a company that has become insolvent.		
Tick applicable	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Statutory Declaration Form*	<input type="checkbox"/>	Consent Letter* <input type="checkbox"/>
Title	Mr <input type="checkbox"/>	Mrs <input type="checkbox"/> Miss <input type="checkbox"/> Ms <input type="checkbox"/> Dr <input type="checkbox"/>
First Name*		
Middle Name		
Last Name*		
Gender*	Male <input type="checkbox"/>	Female <input type="checkbox"/>
Date of Birth*	D I M M Y Y Y	
Place of Birth*		
Any Former Name*		
Nationality*		
Occupation*		
Mobile No 1*		
Mobile No 2		
Fax		
Email Address*		
TIN		
Without TIN	Fill the GRA TIN form attached	
Ghana Card(National Identity Card)*	GHA -	
Residential Address		
Digital Address*		
House/Building/Flat* (Name or House No.)/LMB		
Street Name*		
City*		
District*		
Region*		
Country*		
Occupational Address		
Digital Address*		
House/Building/Flat* (Name or House No.)/LMB		
Street Name*		
City*		
District*		
Region*		

[illegible]

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Signature*																					
(K)		Auditor of the Company																			
TIN*																					
Auditor's Firm Name*																					
Digital Address*																					
Auditor's Firm Address*																					
P.O.Box																					
PMB/DTD*																					
Street Name*																					
City*																					
District*																					
Region*																					
Mobile No.*																					
Office No.																					
Consent Letter*		<input type="checkbox"/> Attach Consent Letter from Auditor																			
(L)		Address and Description of Subscriber																			
I/We the undersigned are desirous of forming an incorporated company in pursuance of this Constitution and we agree to become members thereof and accept liability in accordance with paragraph 8 of this																					
C		Address and Description of Subscriber - Individual																			
Subscriber 1		Mr		<input type="checkbox"/>		Mrs		<input type="checkbox"/>		Miss		<input type="checkbox"/>		Ms		<input type="checkbox"/>		Dr		<input type="checkbox"/>	
First Name*																					
Middle Name																					
Last Name*																					
Gender*		Male		<input type="checkbox"/>		Female		<input type="checkbox"/>													
Date of Birth*		D		D		M		M		Y		Y		Y		Y					
Place of Birth*																					
Any Former Name																					
Nationality*																					
Occupation*																					
Digital Address*																					
Address*																					
TIN																					
Ghana Card(National Identity Card)*		GHA -																			
Without TIN		Fill the GRA TIN form attached																			
Signature*																					
(M)		Address and Description of Subscriber - Individual																			
Subscriber 2		Mr		<input type="checkbox"/>		Mrs		<input type="checkbox"/>		Miss		<input type="checkbox"/>		Ms		<input type="checkbox"/>		Dr		<input type="checkbox"/>	
First Name*																					
Middle Name																					
Last Name*																					
Gender*		Male		<input type="checkbox"/>		Female		<input type="checkbox"/>													

A person shall be appointed an Auditor of private company if that person is qualified and licensed in accordance with the Chartered Accountants Act, 1963 (Act 170). See citation 138 (1) and (2) of Act 992.

Applicant needs to attach an Auditor's consent letter to this application before submission.
All Auditors shall hold office for a term of not more than six years and are eligible for appointment after a cooling-off period of not less than six years.
Refer to section 139 (11) of Act 992

A subscriber is somebody who agrees to become a member of the company.

The application for incorporation shall be made by a person:
a. Signing a duly completed application for incorporation form
or
b. signing a duly completed application for incorporation form and the constitution of the proposed company (where a registered constitution is preferred)

If there are more than two subscribers additional subscriber forms shall be obtained from our website at www.rgd.gov.gh

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Date of Birth*	D	D	M	M	Y	Y	Y	
Place of Birth*								
Any Former Name								
Nationality*								
Occupation*								
Digital Address*								
Address*								
TIN								
Ghana Card(National Identity Card)*								
Without TIN	Fill the GRA TIN form attached							
Signature*								
(N)	In Case the Subscriber is a Body Corporate							
Corporate Name*								
Corporate TIN*								
Digital Address*								
Corporate Address H/No. LMB*								
P.O. Box/DTT/PMB*								
Name of Person Representing the Corporate Subscriber								
TIN of Representative*								
Ghana Card(National Identity Card)*								
Signature(Corporate Representative)*								
Corporate Stamp*								
Attested by								
Director*	TIN							
Ghana Card(National Identity Card)*								
Name*								
Signature*								
Secretary*	TIN							
Ghana Card(National Identity Card)*								
Name*								
Signature*								
Or in the Alternative								
Director*	TIN							

For authentication purposes, two officers of the company are to sign their signatures together with a seal or stamp of the company

Reference to section 150 (1) (D) (i) Act 992

In the absence of a stamp or a seal of the company, the

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Ghana Card(National Identity Card)*		GHA -														signature of two directors and a Company Secretary are needed for authentication purposes
Name*																
Signature*																Reference to section 150 (1) (D)(II) of Act 992
Director*	TIN															
Ghana Card(National Identity Card)*		GHA -														
Name*																
Signature*																
Secretary*	TIN															
Ghana Card(National Identity Card)*		GHA -														
Name*																
Signature*																
(O)		Witness To the above Signatures														
Date	D	D	M	M	X	Y	Y	Y								The Form must be signed by all Subscribers in the presence of a Witness, who shall attest to the signing.
Full Name*																
Signature*																
Address*																
Occupation*																
(P)		Amount Guaranteed														
This is an amount that each member undertakes to contribute to the assets of the Company in the event of the Company being wound up while that person is a member or within one year after that person ceases to be a member, for payment of the debts and liabilities of the Company and of the costs of winding up.																
Amount Guaranteed*	GHC															Section 35 (14) and (15) of Act 992
(Q)		Beneficial Owner(BO)														
A beneficial owner (or owners) is the individual or natural person who owns, controls, has interest in, or exercises influence over the legal person (or arrangement) or receives substantial benefit from the applicant's activity. A beneficial owner is an individual and cannot be a company.																
SANCTIONS: Failure to disclose is an offence and will attract sanctions and penalties																
Fill the BO Form attached/Download (www.rgd.gov.gh)																
(R)		MSME Details														This is to determine the size of the Company i.e. small scale business, medium scale business or large scale
No. of Employees Envisaged*																
(S)		Business Operating Permit (BOP) Request														
Apply for BOP Now	<input type="checkbox"/>	Apply for BOP Later	<input type="checkbox"/>	Already have a BOP	<input type="checkbox"/>											
Provide BOP Reference No.																
I....., resident of..... have carefully read over the contents of this form in the..... language to.....																
For this section print a copy for each person who cannot sign to thumb print																

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(Name of Person(s)) and the said person appeared to understand same before appending his / her thumbprint to same.

Signature of the Witness

THUMB PRINT

(R)	For Office Use Only											
Date of Submission of Document*												
Name of Company Inspector*												
Filing Date*												
Signature*												

Important Information

MSME Classification in Ghana

Enterprise Category	Employment Size (Permanent staff)	Turnover	Assets
Micro	1-5	≤ US \$25,000	≤ US \$25,000
Small	6-30	US\$25,001 - US\$1,000,000	US\$25,001 - US\$1,000,000
Medium	31-100	US\$1,000,001 - US\$3,000,000	US\$1,000,001 - US\$3,000,000

(An enterprise will be categorized as MSME based on employment size and any other variable.) All amount in USD should be converted into Ghana cedis at Prevailing Bank

Privacy Notice

Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfill your specific request.

Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)

Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.

Change Notice

Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.

Annual Return of a Company incorporated

All companies incorporated are to file an annual return. Returns after the first eighteen months together with Audited Financial Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties

Check List (✓) Please make sure you have complied with the following

The document has been signed at all indicated places	
Registered Constitution, if any	
Attach each Director's Consent Letter and Statutory Declaration	
Company Secretary has required qualification(s)	
Company Secretary has attached Consent Letter	
All supplementary Forms are attached, if any	
Filled SO Form(s) attached, if any	
Attached prospectus (for Public Companies only)	
Filled TIN Form(s), if any	

COMPANIES REGULATIONS, 2023



**OFFICE OF
THE REGISTRAR
OF COMPANIES**
REPUBLIC OF GHANA

APPLICATION TO REGISTER A COMPANY WITH SHARES**THE COMPANIES ACT, 2019 (ACT 992)**

FILL THE FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS.

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS.

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 3C**Public Limited**A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration process

(A)	Registered Constitution	Standard Constitution	Tick Registered Constitution, if the company has its own Constitution. If not, Tick Standard Constitution as in schedule 3 of Act 992.
Company Name*			Name should not be duplicated, similar, misleading or undesirable. The Registrar of Companies shall have the final approval regarding the name which is eventually submitted for registration. Section 21(2) of Act 992. A list of registered names can be found on our portal www.rgdeservices.com .
Ending With*	PLC	PUBLIC LIMITED COMPANY	Tick Applicable Ending
Presented By*			Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies.
	TIN*		
(B)	Sector(s)*		
Legal	Estate/Housing	Media	Transport/Aerospace
Utilities	Education	Shipping & Port	Estate/Housing
Tourism	Quarry / Mining	Hospitality	Fashion/Beautification
Insurance	Entertainment	Health Care	Refinery of Minerals
Agriculture	Food Industry	Securities/Brokers	Others(Please Specify)
Oil and Gas	Manufacturing	Commerce/ Trading	
Construction	Pharmaceutical	Banking and Finance	
Telecom/ICT	Security	Sanitation	
(C)	Principal Business Activities		
Select the International Standard Industrial Classification (ISIC) code number(s) for the principal activity and other activities.			ISIC or classification code is a standard classification for economic or business activities so that establishments could be classified based on the activity they carry out.
ISIC code 1:			A detailed list of ISIC or Classification Codes can be found on our website at www.rgd.gov.gh .
ISIC code 2:			
ISIC code 3:			
ISIC code 4:			
If you cannot determine a code, please give a brief description of the company's business activities			
(D)	Nature of Business of the Company		
			Specialized institutions for example Banks, Insurance and Security companies are required to state their objects here.
			All other applicants who wish to indicate their objects can also state same in this column.

COMPANIES REGULATIONS, 2023

(E) Registered Office Address		<p>Per section 13(2) (d) of Act 992 every Company must have a Registered Office and this is the address to which the Registrar of Companies may send correspondence.</p> <p>Obtain a digital address by downloading the Ghana Post GPS app onto any smart phone.</p> <p>To get an accurate address, stand at the entrance of the said location or office.</p> <p>Applicants are to ensure that the digital address provided matches with the registered office address.</p>
Digital Address*		
House/Building/Flat* (Name or House No.)/LMB		
Street Name*		
City*		
District*		
Region*		
(F) Principal Place of Business		
Is the Principal place of Business the same as the Registered Office Address?		
If Yes (Tick the box and proceed with other Place of Business) <input type="checkbox"/> If No (Provide Details) <input type="checkbox"/>		
Digital Address*		
House/Building/Flat* (Name or House No.)/LMB*		
Street Name*		
City*		
District*		
Region*		
(G) Other Place of Business		<p>Companies that have multiple operational locations must complete this section.</p> <p>Supplementary sheets can be found on our website www.rgd.gov.gh</p>
Digital Address		
House/Building/Flat (Name or House No.)/LMB		
Street Name		
City		
District		
Region		
(H) Address at which Register of Members will be kept and maintained (If elsewhere than at the Registered Office)		<p>A Register of Members is a register that contains the names and addresses of members of an incorporated Company.</p> <p>It is required that every company keeps and maintains a Register of its Members at a location in the country.</p>
Digital Address*		
House/Building/Flat (Name or House No.)/LMB*		
Street Name*		
City*		
District*		
Region*		
(I) Postal Address		<p>Please tick either Post Office Box (P.O. BOX), Private Mail Bag (PMB) or Door to Door (DTD) and provide details as applicable.</p>
C/O		
Type*	P.O. BOX PMB DTD	
Number*		
Town*		
Region*		
(J) Contact of the Company		<p>Applicants are to provide at least, one mobile phone number and an email address. This is to assist the Registrar of Companies to communicate to the company</p>
Phone No 1*		
Phone No 2		
Mobile No 1*		
Mobile No 2		

COMPANIES REGULATIONS, 2023

Fax													
Email Address*													
Website													
(D) Particulars of Directors of the Company													
Director 1		Statutory Declaration & Consent Letter											
A person shall not be appointed a director if													
i. That person within the preceding five years of the application for incorporation has been a director or senior manager of a Company that has become insolvent.													
Tick applicable		Yes		No									
ii. Charged with or convicted of a criminal offence involving fraud or dishonesty													
Tick applicable		Yes		No									
iii. Charged with or convicted of a criminal offence relating to the promotion, incorporation or management of a company that has become insolvent.													
Tick applicable		Yes		No									
Statutory Declaration Form*		Consent Letter*											
Title		Mr		Mrs		Miss		Ms		Dr			
First Name*													
Middle Name													
Last Name*													
Any Former Name													
Gender*		Male		Female									
Date of Birth*													
Place of Birth*													
Nationality*													
Occupation*													
Mobile No 1*													
Mobile No 2													
Fax													
Email Address*													
TIN*													
Ghana Card(National Identity Card)*		GHA -											
Without TIN		Fill the GRA TIN Form attached											
Residential Address													
Digital Address*													
House/Building/Flat* (Name or House No.)/LMB													
Street Name*													
City*													
District*													
Region*													
Country*													
Occupational Address													
Digital Address*													
House/Building/Flat* (Name or House No.)/LMB													
Street Name*													
City*													
District*													
Region*													

Directors should be at least 18 years and above.

Directors are to attach a statutory declaration and consent letter as stated in Section 172 (2) of Act 992.

If you tick "yes" to any of the Statutory Declarations, provide details that qualifies you to be a director. Attach supporting documents.

A Company shall have at least two directors of which one should be resident in Ghana.

If there are more than two directors, additional directors' forms shall be obtained from our website at www.rgd.gov.gh

This address when provided will not appear on public record, unlike that of the Company.

Applicants are to ensure that the digital address provided matches with the residential address provided.

Provide your current workplace address.

COMPANIES REGULATIONS, 2023

[illegible]

COMPANIES REGULATIONS, 2023

Corporate Address					
H/No. LMB*					
P.O. Box/DTD/PMB*					
Name of Person Representing the Corporate Secretary*					
TIN of Representative*					
Ghana Card(National Identity Card)			GHA-		
Signature(Corporate Representative)*					
Corporate Stamp*					
Attested by					
Director*		TIN			
Ghana Card(National Identity Card)-			GHA -		
Name*					
Signature*					
Secretary*		TIN			
Ghana Card(National Identity Card)-			GHA -		
Name*-					
Signature*					
Or In the Alternative-					
Director*		TIN			
Ghana Card(National Identity Card)-			GHA -		
Name*					
Signature*					
Director*		TIN			
Ghana Card(National Identity Card)-			GHA -		
Name*					
Signature*					
Secretary*		TIN			
Ghana Card(National Identity Card)			GHA -		
Name*					
Signature*					

For authentication purposes, two officers of the company are to sign their signatures together with a seal or stamp of the company

Reference to section 150 (1) (D) (I) Act 992:

In the absence of a stamp or a seal of the company, the signature of two directors and a Company Secretary are needed for authentication purposes

Reference to section 150 (1) (D)(#} of Act 992:

COMPANIES REGULATIONS, 2023

(N) Auditor of the Company	
TIN*	
Ghana Card(National Identity Card)	GHA -
Auditor's Firm Name*	
Digital Address*	
Auditor's Firm Address*	
P.O.Box	
PMB/DTD*	
House/Building/Flat (Name or House No.)/LMB*	
Street Name*	
City*	
District*	
Region*	
Mobile No.*	
Office No.	
Consent Letter*	Attach Consent Letter from Auditor
(O) Details of Shares and Stated Capital	
Authorised Shares*	
Stated Capital*	GHC
Number of Authorised Shares of Each Class	
Equity Shares*	
Preference Shares	IF ANY
Number of Issued Shares of Each Class	
Equity Shares*	
Preference Shares	IF ANY
Amount Paid in Cash of Each Class:	
Equity Shares*	GHC
Preference Shares	GHC
Amount Paid Otherwise than in Cash of Each Class	
Equity Shares	GHC
Preference Shares	GHC
Amount Remaining to be Paid on Each Class	
Equity Shares(Unpaid)	GHC
Equity Shares (Due)	GHC
Preference Shares (Unpaid)	GHC
Preference Shares(Due)	GHC

A person shall be appointed an Auditor of a Public Company if that person is qualified and licensed in accordance with the Chartered Accountants Act, 1963 (Act 170). See section 138 (1) and (2) of Act 992.

Applicant needs to attach an Auditor's consent letter to this application before submission.

All Auditors shall hold office for a term of not more than six years and are eligible for appointment after a cooling off period of not less than six years. Refer to section 139 (11)

State clearly the total amount of the proposed Authorized Shares and the Stated Capital
All shares are of no par value
Also state all the relevant details about the company shares

The amount Paid in Cash of Each Class and
Amount Remaining to be Paid on Each Class must not exceed stated capital

Equity Shares, previously known as Ordinary shares

Amount Remaining to be Paid on Each Class must be stated, if it is applicable to the company

COMPANIES REGULATIONS, 2023

[P] Address and Description of Subscriber - Individual									
This Section Must Be Filled with or Without a Registered Constitution I/We the undersigned are desirous of forming an incorporated Company in pursuance of this Constitution and we respectively agree to take the number of shares in the Company set opposite our respective names and to pay therefor in cash the consideration respectively stated									
A subscriber is somebody who agrees to become a member of the company by the taking up shares at the inception of the company The application for Incorporation shall be made by a person: a. Signing a duly completed application for incorporation form or b. Signing a duly completed application for incorporation to this form and the constitution of the proposed company (where a registered constitution is preferred)									
Subscriber 1	Mr	Mrs	Miss	Ms	Dr				
First Name*									
Middle Name									
Last Name*									
Any Former Name									
TIN									
Ghana Card (National Identity Card)	GHA -								
Without TIN	Fill the GRA TIN Form attached								
Gender*	Male		Female						
Date of Birth*	D	D	M	M	Y	Y	1	1	
Place of Birth*									
Nationality*									
Occupation*									
Digital Address*									
Address*									
No. of Shares to be Taken*									
Consideration Payable in Cash*	GHC								
Signature*									
If there are more than two subscribers, additional subscriber forms shall be obtained from our website at www.rgd.gov.gh									
[Q] Address and Description of Subscriber - Individual									
Subscriber 2	Mr	Mrs	Miss	Ms	Dr				
First Name*									
Middle Name									
Last Name*									
Any Former Name									
TIN									
Ghana Card (National Identity Card)	GHA -								
Without TIN	Fill the GRA TIN Form attached								
Gender*	Male		Female						
Date of Birth*	D	D	M	M	Y	Y	1	1	
Place of Birth*									
Nationality*									
Occupation*									
Digital Address*									
Address*									
No. of Shares to be Taken*									
Consideration Payable in Cash*	GHC								
Signature*									
Kindly use the instructions given in section [P]									

COMPANIES REGULATIONS, 2023

(R)		In Case the Subscriber is a Body Corporate										
Corporate Name*												If there are more than one Corporate Subscribers, additional corporate subscribers' forms shall be obtained from our website at www.rgd.gov.gh
Corporate TIN*												
Digital Address*												
Corporate Address*												
H/No. LMB												
P.O. Box/DTD/PMB*												
No. of Shares to be Taken*												
Consideration Payable in Cash*		GHC										
Name of Person Representing the Corporate Subscriber*												
TIN of Representative*												
Ghana Card(National Identity Card)		GHA -										
Signature (Corporate Representative)*												
Corporate Stamp*												
Attested by												
Director*		TIN										For authentication purposes, two officers of the company are to sign their signatures together with a seal or stamp of the company
Ghana Card(National Identity Card)		GHA -										
Name*												
Signature*												
Secretary*		TIN										
Ghana Card(National Identity Card)		GHA -										
Name*												
Signature*												
Or in the Alternative												
Director*		TIN										In the absence of a stamp or a seal of the company, the signature of two directors and a company secretary are needed for authentication purposes
Ghana Card(National Identity Card)		GHA -										
Name*												
Signature*												
Director*		TIN										
Ghana Card(National Identity Card)		GHA -										
Name*												
Signature*												

(continued)

Secretary*	TIN										
Ghana Card(National Identity Card)		GHA -									
Name*											
Signature*											
(S) Shares In Trust for Minor(s)											
Address and Description of Trustee - Individual											
TIN*											
Ghana Card(National Identity Card)		GHA -									
Trustee*	Mr	Mrs	Miss	Ms	Dr						
First Name*											
Middle Name											
Any Former Name											
Last Name*											
Nationality*											
Occupation*											
Digital Address*											
Address*											
Declaration*	That I/we hold the Share(s) and all dividends and interests accrued or to accrue on trust for the Owner and I/we undertake to transfer and deal, in all respects, and to pay the Share and any dividends, interest and other benefits thereon and accretions thereto in such manner as the Owner shall from time to time direct.										
No. of Shares to be Taken*											
Consideration Payable in Cash*	GHC										
Name (Minor)*											
Date of Birth*											
Identification Type(ID)											
ID Reference Number											
Signature(Trustee)*											
(T) In Case the Trustee is a Body Corporate											
Corporate Name*											
Corporate TIN*											
Corporate Address*											
H/No. LMB											
P.O. Box/DTD/PMB*											
Corporate Stamp*											

Individual or Corporate Bodies that may be holding shares for minors

For authentication purposes, two officers of the company are to sign their signatures together with a seal or stamp of the company

COMPANIES REGULATIONS, 2023

Attested by												
Director*	TIN											
Ghana Card(National Identity Card)	GHA											
Name*												
Signature*												
Secretary*	TIN											
Ghana Card(National Identity Card)	GHA											
Name*												
Signature*												
Or in the Alternative												
Director*	TIN											
Ghana Card(National Identity Card)	GHA											
Name*												
Signature*												
Director*	TIN											
Ghana Card(National Identity Card)	GHA											
Name*												
Signature*												
Secretary*	TIN											
Ghana Card(National Identity Card)	GHA											
Name*												
Signature*												
Declaration*	That the company holds the Share(s) and all dividends and interests accrued or to accrue on trust for the Owner and I/we undertake to transfer and deal, in all respects, and to pay the Share and any dividends, interest and other benefits thereon and accretions thereto in such manner as the Owner shall from time to time direct:											
No. of Shares to be Taken*												
Consideration Payable in Cash*	GHC											
Name (Minor)*												
Date of Birth(Minor)*	D	D	M	M	Y	Y	Y	Y				
Identification Type(ID)												
ID Reference Number												

In the absence of a stamp or a seal of the company, the signature of two directors and a Company Secretary are needed for authentication purposes

COMPANIES REGULATIONS, 2023

(U) Witness to the above Signatures														
Date*	D	D	M	M	Y	Y	Y	Y						
Full Name*														
Witness Signature*														
Address*														
Occupation*														
(V) Beneficial Owner (BO):														
A beneficial owner (or owners) is the individual or natural person who owns, controls, has interest in, or exercises influence over the legal person (or arrangement) or receives substantial benefit from the applicant's activity. A beneficial owner is an individual and cannot be a company.													Section 35 (14) and (15) of Act 992	
SANCTIONS: Failure to disclose is an offence and will attract sanctions and penalties.														
Fill the BO Form attached /Download from website www.rgd.gov.gh														
(W) MSME Details:														
Revenue Envisaged*														
No. of Employees Envisaged*														
(X) Business Operating Permit (BOP) Request														
Apply for BOP Now														
Apply for BOP Later														
Already have a BOP														
Provide BOP Reference No.														
Please fill where applicant (Director/Secretary/Subsriber/Trustee) cannot read or write:														
I, _____, resident of _____, have carefully read over the contents of this form in the _____ language to: _____													For this section print a copy for each person who cannot sign to thumb print	
(Name of Person(s)) and the said person appeared to understand same before appending his / her thumbprint to same.														
<div style="display: flex; justify-content: space-between; align-items: center;"> <div style="width: 60%;"> <p>Signature of the Witness</p> </div> <div style="width: 35%; text-align: center;"> <div style="border: 1px solid black; width: 100px; height: 100px; margin: 0 auto;"></div> <p>THUMB PRINT</p> </div> </div>														
(Y) For Office Use Only														
Date of Submission of Document*														
Name of Company Inspector*														
Filing Date*														
Signature*														
Important Information														
MSME Classification in Ghana:														
Enterprise Category	Employment Size (Permanent staff)				Turnover:				Assets					
Micro	1-5				≤US \$25,000				≤US \$25,000					
Small	6-30				US\$25,001 - US\$1,000,000				US\$25,001 - US\$1,000,000					

COMPANIES REGULATIONS, 2023

Medium	31-100	US\$1,000,001 – US\$3,000,000	US\$1,000,001 – US\$3,000,000
(An enterprise will be categorized as MSME based on employment size and any other variable.) All amount in USD should be converted into Ghana cedis at Prevailing Bank rate			
Privacy Notice			
Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfill your specific request. Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992) Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.			
Change Notice			
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.			
Annual Return of a Company Incorporated			
All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Financial Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties			
Check List (✓)			
Please make sure you have complied with the following			
The document has been signed at all indicated places			
Registered Constitution, if any			
Attach each Director's Consent Letter and Statutory Declaration			
Company Secretary has required qualification(s)			
Company Secretary has attached Consent Letter			
All supplementary Forms are attached, if any			
Filled BO Form(s) attached, if any			
Attached prospectus (for Public Companies only)			
Filled TIN Form(s), if any			

COMPANIES REGULATIONS, 2023



**OFFICE OF
THE REGISTRAR
OF COMPANIES**
REPUBLIC OF GHANA

APPLICATION TO REGISTER A COMPANY WITH SHARES

THE COMPANIES ACT, 2019 (ACT 992)

FILL THE FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 3D**Public Unlimited**A fee is payable on presentation of this form. Please see the fees on our website www.prc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration process

(A)	Registered Constitution	Standard Constitution	Tick Registered Constitution if the company has its own Constitution, if not, Tick Standard Constitution as in schedule 3 of Act 992.
Company Name*			Name should not be duplicated, similar, misleading or undesirable. The Registrar of Companies shall have the final approval regarding the name which is eventually submitted for registration. Section 21(2) of Act 992. A list of registered names can be found on our portal www.rgd.services.com
Ending With*	PUC	PUBLIC UNLIMITED COMPANY	Tick Applicable Ending:
Presented By*		TIN*	Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies
(B)	Sector(s)*		
Legal	Estate/Housing	Media	Transport/Aerospace
Utilities	Education	Shipping & Port	Estate/Housing
Tourism	Quarry / Mining	Hospitality	Fashion/Beautification
Insurance	Entertainment	Health Care	Refinery of Minerals
Agriculture	Food Industry	Securities/Brokers	Others(Please Specify)
Oil and Gas	Manufacturing	Commerce/ Trading	
Construction	Pharmaceutical	Banking and Finance	
Telecom/ICT	Security	Sanitation	
(C)	Principal Business Activities		
Select the International Standard Industrial Classification (ISIC) code number(s) for the principal activity and other activities			ISIC or classification code is a standard classification for economic or business activities so that establishments could be classified based on the activity they carry out. A detailed list of ISIC or Classification Codes can be found on our website at www.rgd.gov.gh
ISIC code 1			
ISIC code 2			
ISIC code 3			
ISIC code 4			
If you cannot determine a code, please give a brief description of the company's business activities			
(D)	Nature of Business of the Company		
			Specialized institutions for example Banks, Insurance and Security companies are required to state their objects here. All other applicants who wish to indicate their objects can also state same in this column

1980

Fax													
Email Address*													
Website													
(J) Particulars of Directors of the Company													
Director 1		Statutory Declaration & Consent Letter											
A person shall not be appointed a director if													
i. That person within the preceding five years of the application for incorporation has been a director or senior manager of a Company that has become insolvent.													
Tick applicable	Yes	No											
ii. Charged with or convicted of a criminal offence involving fraud or dishonesty													
Tick applicable	Yes	No											
iii. Charged with or convicted of a criminal offence relating to the promotion, incorporation or management of a company that has become insolvent.													
Tick applicable	Yes	No											
Statutory Declaration Form*		Consent Letter*											
Title	Mr	Mrs	Miss	Ms	Dr								
First Name*													
Middle Name													
Last Name*													
Any Former Name													
Gender*	Male	Female											
Date of Birth*	D	M	Y	1	2	3	4	5	6	7	8	9	0
Place of Birth*													
Nationality*													
Occupation*													
Mobile No 1*													
Mobile No 2													
Fax													
Email Address*													
TIN*													
Ghana Card(National Identity Card)*	GHA -												
Without TIN	Fill the GRA TIN Form attached												
Residential Address													
Digital Address*													
House/Building/Flat*													
(Name or House No.)/LMB													
Street Name*													
City*													
District*													
Region*													
Country*													
Occupational Address													
Digital Address*													
House/Building/Flat*													
(Name or House No.)/LMB													
Street Name*													
City*													
District*													
Region*													

Directors should be at least 18 years and above.

Directors are to attach a statutory declaration and consent letter as stated in section 172 (2) of Act 992.

If you tick "yes" to any of the Statutory Declarations, provide details that qualifies you to be a director. Attach supporting documents

A Company shall have at least two directors of which one should be resident in Ghana.

If there are more than two directors, additional directors' forms shall be obtained from our website at: www.rgd.gov.gh

This address when provided will not appear on public record, unlike that of the Company.

Applicants are to ensure that the digital address provided matches with the residential address provided.

Provide your current workplace address.

COMPANIES REGULATIONS, 2023

Country*												
Particulars of other Directorships*												
List the names of other Companies for which you serve as director												
Director's Signature*												

(K)												
Director 2		Statutory Declaration & Consent Letter										
A person shall not be appointed a director if												
i. That person within the preceding five years of the application for incorporation has been a director or senior manager of a Company that has become insolvent												
Tick applicable Yes No												
ii. Charged with or convicted of a criminal offence involving fraud or dishonesty												
Tick applicable Yes No												
iii. Charged with or convicted of a criminal offence relating to the promotion, incorporation or management of a company that has become insolvent												
Tick applicable Yes No												
Statutory Declaration Form*						Consent Letter*						
Title	Mr	Mrs	Miss	Ms	Dr							
First Name*												
Middle Name												
Last Name*												
Any Former Name												
Gender*	Male		Female									
Date of Birth*	D	D	M	M	Y	Y	Y	Y				
Place of Birth*												
Nationality*												
Occupation*												
Mobile No 1*												
Mobile No 2												
Fax												
Email Address*												
TIN*												
Ghana Card(National Identity Card)*	GHA -											
Without TIN	Fill the GRA TIN Form attached											
Residential Address												
Digital Address*												
House/Building/Flat*												
(Name or House No.)/LMB												
Street Name*												
City*												
District*												
Region*												
Country*												
Occupational Address												
Digital Address*												
House/Building/Flat*												
(Name or House No.)/LMB												

COMPANIES REGULATIONS, 2023

Street Name*																			
City*																			
District*																			
Region*																			
Country*																			
Particulars of other Directorships*																			
Director's Signature*																			
(L)		Particulars of Company Secretary																	
Professional qualification																Tick the applicable qualification(s) Attach Consent Letter Reference to Section 211 (1) and (3) of Act 992			
Tertiary level qualification																			
Company Secretary Trainee																			
Barrister or Solicitor in the Republic																			
Institute of Chartered Accountants																			
Under the supervision of a qualified Company Secretary																			
Institute of Chartered Secretaries and Administrators																By virtue of an academic qualification, member of a professional body, appears to the directors as capable of performing the functions of Secretary of the			
Consent Letter*																			
Title		Mr		Mrs		Miss		Ms		Dr									
First Name*																			
Middle Name																			
Last Name*																			
Any Former Name																This address when provided will not appear on public record, unlike that of the Company. Applicants are to ensure that the digital address provided matches with the residential address provided. Provide your current workplace address.			
TIN*																			
Ghana Card(National Identity Card)*		GHA -																	
Without TIN		Fill the GRA TIN Form attached																	
Gender*		Male		Female															
Date of Birth*																			
Place of Birth*																This address when provided will not appear on public record, unlike that of the Company. Applicants are to ensure that the digital address provided matches with the residential address provided. Provide your current workplace address.			
Nationality*																			
Occupation*																			
Mobile No 1*																			
Mobile No 2																			
Fax																			
Email Address*																This address when provided will not appear on public record, unlike that of the Company. Applicants are to ensure that the digital address provided matches with the residential address provided. Provide your current workplace address.			
Residential Address																			
Digital Address*																			
House/Building/Flat* (Name or House No.)/LMB																			
Street Name*																			
City*																			
District*																Provide your current workplace address.			
Region*																			
Country*																			
Email Address*																			
Signature*																			

COMPANIES REGULATIONS, 2023

(M) In Case the Company Secretary is a Body Corporate															
Corporate Name*															The Corporate Body must have as one of its subscribers or operating officers a person who qualifies to be a Company Secretary.
Corporate TIN*															
Digital Address*															
Corporate Address															
H/No. LMB*															
P.O. Box/DTD/PMB*															
Name of Person Representing the Corporate Secretary*															The Corporate Representative must hold at least one of the qualification(s) of secretary stated above Reference to section 211 (2) Act 992
TIN of Representative*															
Ghana Card(National Identity Card)*															
Signature(Corporate Representative)*															
Corporate Stamp*															
Attested by															For authentication purposes, two officers of the company are to sign their signatures together with a seal or stamp of the company Reference to section 150 (1) (D) (I) Act 992
Director*	TIN														
Ghana Card(National Identity Card)*															
Name*															
Signature*															
Secretary*	TIN														In the absence of a stamp or a seal of the company, the signature of two directors and a Company Secretary are needed for authentication purposes Reference to section 150 (1) (D) (I) of Act 992
Ghana Card(National Identity Card)*															
Name*															
Signature*															
Or in the Alternative															Reference to section 150 (1) (D) (I) of Act 992
Director*	TIN														
Ghana Card(National Identity Card)*															
Name*															
Signature*															
Director*	TIN														
Ghana Card(National Identity Card)*															
Name*															
Signature*															

COMPANIES REGULATIONS, 2023

[illegible]

COMPANIES REGULATIONS, 2023

(P) Address and Description of Subscriber - Individual											
This Section Must Be Filled with or Without a Registered Constitution											
I/We the undersigned are desirous of forming an incorporated Company in pursuance of this Constitution and we respectively agree to take the number of shares in the Company set opposite our respective names and to pay therefor in cash the consideration respectively stated											
Subscriber 1	Mr	Mrs	Miss	Ms	Dr						
First Name*											
Middle Name											
Last Name*											
Any Former Name											
TIN*											
Ghana Card(National Identity Card)*	GHA -										
Without TIN	Fill the GRA TIN Form attached										
Gender*	Male	Female									
Date of Birth*											
Place of Birth*											
Nationality*											
Occupation*											
Digital Address*											
Address*											
No. of Shares to be Taken*											
Consideration Payable in Cash*	GHC										
Signature*											
A subscriber is somebody who agrees to become a member of the company by the taking up shares at the inception of the company											
The application for incorporation shall be made by a person: a. Signing a duly completed application for incorporation form or b. signing a duly completed application for incorporation to this form and the constitution of the proposed company (where a registered constitution is preferred)											
If there are more than two subscribers, additional subscriber forms shall be obtained from our website at www.rgd.gov.gh											
(Q) Address and Description of Subscriber - Individual											
Subscriber 2	Mr	Mrs	Miss	Ms	Dr						
First Name*											
Middle Name											
Last Name*											
Any Former Name											
TIN*											
Ghana Card(National Identity Card)*	GHA -										
Without TIN	Fill the GRA TIN Form attached										
Gender*	Male	Female									
Date of Birth*											
Place of Birth*											
Nationality*											
Occupation*											
Digital Address*											
Address*											
No. of Shares to be Taken*											
Consideration Payable in Cash*	GHC										
Signature*											
Kindly use the instructions given in section (P)											

COMPANIES REGULATIONS, 2023

[R]:		In Case the Subscriber is a Body Corporate	
Corporate Name*			If there are more than one Corporate Subscribers, additional corporate subscribers' forms shall be obtained from our website at www.rgd.gov.gh
Corporate TIN*			
Digital Address*			
Corporate Address*			
H/No. LMB			
P.O. Box/DTD/PMB*			
No. of Shares to be Taken*			
Consideration Payable in Cash*	GHC		
Name of Person Representing the Corporate Subscriber*			
TIN of Representative*			
Ghana Card(National Identity Card)*	GHA -		
Signature (Corporate Representative)*			
Corporate Stamp*			
Attested by			
Director*	TIN		For authentication purposes, two officers of the company are to sign their signatures together with a seal or stamp of the company
Ghana Card(National Identity Card)*	GHA -		
Name*			
Signature*			
Secretary*	TIN		
Ghana Card(National Identity Card)*	GHA -		
Name*			
Signature*			
Or In the Alternative			
Director*	TIN		In the absence of a stamp or a seal of the company, the signature of two directors and a company secretary are needed for authentication purposes
Ghana Card(National Identity Card)*	GHA -		
Name*			
Signature*			

COMPANIES REGULATIONS, 2023

Director*	TIN											
Ghana Card(National Identity Card)*	GHA -											
Name*												
Signature*												
Secretary*	TIN											
Ghana Card(National Identity Card)*	GHA -											
Name*												
Signature*												
(S) Shares In Trust for Minor(s)												
TIN*		Address and Description of Trustee - Individual										Individual or Corporate Bodies that may be holding shares for minors
Ghana Card(National Identity Card)*		GHA -										
Trustee*	Mr	Mrs	Miss	Ms	Dr							
First Name*												
Middle Name												
Any Former Name												
Last Name*												
Nationality*												
Occupation*												
Digital Address*												
Address*												
Declaration*	That I/we hold the Share(s) and all dividends and interests accrued or to accrue on trust for the Owner and I/we undertake to transfer and deal, in all respects, and to pay the Share and any dividends, interest and other benefits thereon and accretions thereto in such manner as the Owner shall from time to time direct.											
No. of Shares to be Taken*												
Consideration Payable in Cash*	GHC											
Name (Minor)*												
Date of Birth*												
Identification Type(ID)												
ID Reference Number												
Signature(Trustee)*												
(T) In Case the Trustee is a Body Corporate												
Corporate Name*												
Corporate TIN*												
Corporate Address*												
H/No. LMB												
P.O. Box/DTD/PMB*												

COMPANIES REGULATIONS, 2023

Corporate Stamp*														For authentication purposes, two officers of the company are to sign their signatures together with a seal or stamp of the company
Attested by														
Director*	TIN													
Ghana Card(National Identity Card)*	GHA -													
Name*														
Signature*														
Secretary*	TIN													
Ghana Card(National Identity Card)*	GHA -													
Name*														
Signature*														
Or in the Alternative														In the absence of a stamp or a seal of the company, the signature of two directors and a Company Secretary are needed for authentication purposes
Director*	TIN													
Ghana Card(National Identity Card)*	GHA -													
Name*														
Signature*														
Director*	TIN													
Ghana Card(National Identity Card)*	GHA -													
Name*														
Signature*														
Secretary*	TIN													
Ghana Card(National Identity Card)*	GHA -													
Name*														
Signature*														
Declaration*	That the company holds the Share(s) and all dividends and interests accrued or to accrue on trust for the Owner and I/we undertake to transfer and deal, in all respects, and to pay the Share and any dividends, interest and other benefits thereon and accretions thereto in such manner as the Owner shall from time to time direct.													
No. of Shares to be Taken*														
Consideration Payable in Cash*	GHC													
Name (Minor)*														
Date of Birth(Minor)*	D	D	M	M	Y	Y	Y	Y						
Identification Type(ID)														
ID Reference Number														

COMPANIES REGULATIONS, 2023

(U) Witness to the above Signatures															
Date*	P	D	M	M	Y	Y	Y	Y							The form must be signed by all subscribers in the presence of a witness, who shall attest to the signing.
Full Name*															
Witness Signature*															
Address*															
Occupation*															
(V) Beneficial Owner(BO)															
A beneficial owner (or owners) is the individual or natural person who owns, controls, has interest in, or exercises influence over the legal person (or arrangement) or receives substantial benefit from the applicant's activity. A beneficial owner is an individual and cannot be a company.															
SANCTIONS: Failure to disclose is an offence and will attract sanctions and penalties															
Fill the BO Form attached /Download from website www.rgd.gov.gh															
(W) MSME Details															
Revenue Envisaged*															This is to determine the size of the Company i.e. small scale business, medium scale business or large scale business
No. of Employees Envisaged*															
(X) Business Operating Permit (BOP) Request															
Apply for BOP Now															
Apply for BOP Later															
Provide BOP Reference No.															
Please fill where applicant (Director/Secretary/Subscriber/Trustee) cannot read or write															
I, _____, resident of _____, have carefully read over the contents of this form in the _____ language to _____															
(Name of Person(s)) and the said person appeared to understand same before appending his / her thumbprint to same.															
<div style="display: flex; justify-content: space-between; align-items: center;"> <div>Signature of the Witness</div> <div style="border: 1px solid black; padding: 10px; text-align: center;">THUMB PRINT</div> </div>															
(Y) For Office Use Only															
Date of Submission of Document*															
Name of Company Inspector*															
Filing Date*															
Signature*															
Important Information															
MSME Classification in Ghana															
Enterprise Category	Employment Size(Permanent staff)	Turnover	Assets												

COMPANIES REGULATIONS, 2023

Micro	1-5	≤US \$25,000	≤US \$25,000
Small	6-30	US\$25,001 - US\$1,000,000	US\$25,001 - US\$1,000,000
Medium	31-100	US\$1,000,001 - US\$3,000,000	US\$1,000,001 - US\$3,000,000

(An enterprise will be categorized as MSME based on employment size and any other variable.) All amount in USD should be converted into Ghana cedis at Prevailing Bank rate

Privacy Notice

Collection of Information: We collect personal identifiable Information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfill your specific request.

Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)

Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.

Change Notice

Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.

Annual Return of a Company Incorporated

All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Financial Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties

Check List (✓)

Please make sure you have complied with the following	
The document has been signed at all indicated places	
Registered Constitution, if any	
Attach each Director's Consent Letter and Statutory Declaration	
Company Secretary has required qualification(s)	
Company Secretary has attached Consent Letter	
All supplementary Forms are attached, if any	
Filled BO Form(s) attached, if any	
Attached prospectus (for Public Companies only)	
Filled TIN Form(s), if any	

COMPANIES REGULATIONS, 2023

NOTICE OF ADDRESS WHERE REGISTER OF MEMBERS IS KEPT, IF OTHER THAN AT THE REGISTERED OFFICE		FORM 5
<div style="display: flex; justify-content: space-between; align-items: center;"> <div> <p>OFFICE OF THE REGISTRAR OF COMPANIES <small>MINISTRY OF FINANCE</small></p> <p>THE COMPANIES ACT, 2019 (ACT 992) PURSUANT TO SECTION 35 (9) <small>FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD</small></p> </div> </div>		
<p><small>A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh. Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration</small></p>		
(A)		
Company Name*		Name should be exact as registered, should there have been any change of Name after registration do state the new name. The Registration Number is stated at the top left side of the Registration Certificate
Registration Number*		
Presented By*		Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies
TIN*		
(B)		
To the Registrar of Companies:		
Limited		
hereby gives you notice, in accordance with section 35 (9) of the Companies Act, 2019 (Act 992) that the Register of its members is kept at:		
Digital Address*		A Register of Members is a register that contains the names and addresses of members of an incorporated Company. It is required that every company keeps and maintains a Register of its Members at a location in the country.
House/Buidling/Flat		
(Name or House No.)/LMB*		
Street Name*		
City*		
District*		
Region*		
which is not the registered office of the Company.		
(C) Declaration		
Name*		Provide Signature of the Director or Secretary and also mention clearly either its Director or Secretary's signature. State Date in the provided space as per format.
Position/Designation*		
TIN		
Ghana Card (National Identity Card)*		
Director's Signature*		
Date*	DD MM YYYY	
(D) For Office Use Only		
Date of Submission of Document*		
Name of Company Inspector*		
Filing Date*		
Signature*		
Important Information		
Privacy Notice		
Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfill your specific request.		
Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)		
Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.		
Change Notice		
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.		
Annual Return of a Company Incorporated		
All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties		
Check List (✓)		
Please make sure you have complied with the following		
The document has been signed at all indicated places		
All supplementary Forms are attached, if any		

COMPANIES REGULATIONS, 2023



**OFFICE OF
THE REGISTRAR
OF COMPANIES**
REPUBLIC OF GHANA

REPUBLIC OF GHANA

PARTICULARS OF A CONTRACT RELATING TO SHARES

THE COMPANIES ACT, 2019 (ACT 992)

Pursuant to Section 45(2)

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 6

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the process.

{A}

[illegible]

Name should be exact as registered, should there have been any change of Name after registration do state the new name
The Registration Number is stated at the top left side of the Registration Certificate

The Registration Number is stated at the top left side of the Registration Certificate

Registration Number*

Presented By*

Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies

TIN®

(B)

Particulars of Contract Relating to Shares Allotted as Fully or Partly Paid up Otherwise than in Cash by the Company above stated

[illegible]

In this section of the form clearly mention the detailed account of Particulars of Contracts Relating to Shares Allotted as fully or partly paid up otherwise than in Cash in the provided columns.

2. The nominal amount of each such Share

GHC

3. The amount to be considered as paid up on

GHC

4. If the consideration for the allotment of such shares is services, or any consideration other than that mentioned below in (5).

Fill in each column accurately in order to provide the required account of information about the contract.

Clearly state the amount accurately as well

5. If the allotment is made in satisfaction or part satisfaction of the purchase price of property, give a brief description of such property and full particulars of manner in which the purchase price is to be satisfied.

1. Brief description of property

2. Purchase price

(a) Total amount considered as paid on shares allotted otherwise than in

(b)

Cash	GHC
------	-----

(c) Amount of debt released or liabilities assumed by the purchaser. (including mortgages on property acquired)

Total purchase

price **GHC**

(C) Legal Estates in Freehold Property and Fixed Plant and Machinery and other fixtures thereon (a) Legal Estate in Leasehold Property (a) Fixed Plant and Machinery on Leasehold Property (including Tenant's trade and Equitable interests in Freehold or Leasehold Property (a) Loose Plant and Machinery, Stock-in-Trade and other Chattels (b) Goodwill and Benefits of Contracts Patents, Designs, Trade Marks, Licenses, Copyright & (C) Books and Other Debts Cash in hand and at Bank on Current Account, Bill Notes & (C) Cash on Deposit at Bank or elsewhere Shares, Debentures and other investments Other Property, viz	Full Particulars of Property which is the subject of the sale, showing in detail how the total purchase price is apportioned between the respective heads	In this section of the form provide all the Particulars of Property against each mentioned column in order to endorse a complete detail of the property. Fill in each column appropriately so that everything included in property should be mentioned clearly and precisely in the contract.
	<small>GHANA CARD (NATIONAL IDENTITY CARD) FOR THE DECLARATION SECTION</small>	
(D) Name* Position/Designation* TIN Ghana Card (National Identity Card)* Director's Signature* Date*	Declaration GHA - <small>DECLARATION OF THE DIRECTOR OR SECRETARY OF THE COMPANY</small>	State Date in the provided space as per format. Provide Signature of the Director or Secretary and also mention clearly either its Director or Secretary's signature
(E) Date of Submission of Document* Name of Company Inspector* Filing Date* Signature*	For Office Use Only	

COMPANIES REGULATIONS, 2023



**OFFICE OF
THE REGISTRAR
OF COMPANIES**

RETURN OF ISSUE OF SHARES (OTHER THAN RE-ISSUE OF TREASURY SHARES)

THE COMPANIES ACT, 2019 (ACT 992)

FORM 7

Pursuant to Section 46

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the process.

(A) Company Name*														Name should be exact as registered, should there have been any Change of Name after registration do state the new name. The Registration Number is stated at the top left side of the Registration Certificate			
Registration Number*																	
Presented By*														Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies			
		TIN*															
Return date of issue of Shares:		D	M	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Write the Date of Return of Issuance.	
(B)																	
Amount of Stated Capital attributable toGHC																	
(a) Total Issue of shares for cash (including any amount paid on calls made on shares issued with an unpaid liability) without deductions for expenses and commissions		GHC														State accurately 1. The Stated Capital 2. The Total Shares Issued. 3. The Total Value of Consideration received for issue of shares otherwise than cash 4. Total Amount Transferred to Stated Capital less Reserves if any	
(b) Total Value of Consideration (as stated in the agreement) received for issue of shares otherwise than in cash		GHC															
(c) Total Amount Transferred to Stated Capital from Reserves:		-GHC														State clearly all the relevant details for all three types of shares including Equity shares, Preference Shares and Debentures if any.	
(C) Number of Authorized Shares of Each Class:																	
(a) Equity Shares*:																	
(b) Preference Shares:																	
(c) Debentures:																Equity Shares, previously known as Ordinary shares	
(D) Total Number of Issued Shares of:																	
(a) Equity Shares*:																	
(b) Preference Shares:																	
(c) Debentures:																	
(E) Amount Paid on Issued Shares of Each Class for Cash:																	
(a) Equity Shares*:		GHC															
(b) Preference Shares:		GHC															
(c) Debentures:		GHC															
(F) Amount Paid on Issued Shares of Each Class for other Consideration																	
(a) Equity Shares*:		GHC															
(b) Preference Shares:		GHC															
(c) Debentures:		GHC															
(G) Amount Due on each share issued:																	
Presently Due to be Paid:		GHC															
Not yet Due:		GHC															

COMPANIES REGULATIONS, 2023

(H) Total Number of Treasury Shares of Each Class:															
(a) Equity Shares*:															
(b) Preference Shares:															
(c) Debentures:															
(I) Declaration															
Name*															Provide Signature of the Director or Secretary. Position held in the company (i.e. Director or Secretary) Provide the date of signing
Position/Designation*															
TIN*															
Ghana Card (National Identity Card)* GHA -															
Signature*															
Date*															
(J) For Office Use Only															
Date of Submission of Document*															
Name of Company Inspector*															
Filing Date*															
Signature*															

COMPANIES REGULATIONS, 2023

PARTICULARS OF ALTERATION IN THE STATED CAPITAL OF COMPANY



OFFICE OF
THE REGISTRAR
OF COMPANIES
REPUBLIC OF GHANA

THE COMPANIES ACT, 2019 (ACT 992)

Pursuant to Section 68(5)

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 8

A fee is payable on presentation of this form. Please see the fees on our website www.rgw.orc.gov.gh.
Read the instructions before completing the Form. Incomplete applications or invalid data may delay the process

(A)

Company Name*													Name should be exact as registered, should there have been any Change of Name after registration do state the new name The Registration Number is stated at the top left side of the Registration Certificate
Registration Number*													
Presented By*													
	TIN*												
Return date of issue of Shares:	D	D	M	M	Y	Y	Y						Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies

(B)

Particulars of Increase/ Reduction in the Stated Capital of..... Limited, a Company registered in Ghana												State accurately 1. The Stated Capital 2. The Total Shares Issued. 3. The Total Value of Consideration received for Issue of shares otherwise than in cash 4. Total Amount Transferred to Stated Capital from Reserves if any
Description		Amount of Increase or Reduction										
(a) Total proceeds of shares Issued, for Cash (including any amounts paid on calls made on shares with unpaid liability)		GHC										
(b) Total value of consideration (as stated in Agreement) received for the issue of shares otherwise than in cash.		GHC										
(c) Total amount transferred to Stated Capital from Reserves		GHC										State clearly all the relevant details for all three types of shares including Ordinary shares, Preference Shares and Debentures if any.
New Stated Capital: GHc:												

(D)

Declaration

Name*													Provide Signature of the Director or Secretary. Position held in the company (i.e Director or Secretary) Provide the date of signing
Position/Designation*													
TIN*													
Ghana Card (National Identity Card)*	GHA -												
Signature*													
Date*	D	D	M	M	Y	Y	Y						

(E)

For Office Use Only

Date of Submission of Document*												
Name of Company Inspector*												
Filing Date*												
Signature*												

COMPANIES REGULATIONS, 2023

PARTICULARS OF A CHARGE CREATED BY A COMPANY
REGISTERED IN GHANA

FORM 9



OFFICE OF
THE REGISTRAR
OF COMPANIES
REPUBLIC OF GHANA

THE COMPANIES ACT, 2019 (ACT 992)

PURSUANT TO SECTION 110(1)

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration

(A)

Nature of Charge	Mortgage	Debenture	Other Charge
------------------	----------	-----------	--------------

Company Name*											Name should be exact as registered, should there have been any Change of Name after registration do state the new name The Registration Number is stated at the top left side of the Registration Certificate
Registration Number*											
Presented By*											Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies
	TIN*										
(B)	Particulars of a Charge										
Nature of Charge											Only for Companies Filing Charge
Short particulars of the property charged for Fixed Charge*	Fixed										
In case of floating charge, the nature of any restriction on the power of firm to grant further charges ranking in priority to, pari passu with the charge created*	Floating										
Date of creation of the charge											Kindly state the exact amount and the currency on the charge (e.g. GH¢, \$)
Amount secured by the charge or maximum sum deemed to be secured thereby in accordance with the provisions of section 119											
(C)	The Grantor of the charge/ Chorgor (For Company(s))										
Company Name											
Registration Number											
TIN											

COMPANIES REGULATIONS, 2023

(D)	Particulars of Mortgagee/Chargee/Debenture Holder (Description of persons entitled to the charge)												A
Company Name*													Description of persons entitled to the charge can be banks, security agents, etc
Registration Number*													
Tin													

Name*

Signature*

Date*	D	D	M	M	Y	Y	Y
-------	---	---	---	---	---	---	---

For Office Use Only												
Date of Submission of Document												
Transaction ID Number Allocated												
Office Description												
Important Information												
Privacy Notice												
Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The Information provided is used to fulfill your specific request.												
Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)												
Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.												
Change Notice												
Every company is required to furnish the Registrar with any change after Incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.												
Annual Return of a Company Incorporated												
All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties												
Check List (✓)												
Please make sure you have complied with the following												
The document has been signed at all indicated places												
Agreement stamped at Land Valuation Board												
If application exceeds 45 days, then attach extension of time from the court												

COMPANIES REGULATIONS, 2023

FORM 9A

**PARTICULARS OF A SERIES OF DEBENTURES CONTAINING, OR
GIVING REFERENCE TO ANY OTHER INSTRUMENT, ANY CHARGE,
TO THE BENEFIT OF WHICH THE DEBENTURE HOLDERS OF THE
SAID SERIES ARE ENTITLED PARI PASSU, CREATED BY A COMPANY**



**OFFICE OF
THE REGISTRAR
OF COMPANIES**
REPUBLIC OF GHANA

THE COMPANIES ACT, 2019 (ACT 992)

PURSUANT TO SECTION 110(7) (a-d)

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

A fee is payable on presentation of this form. Please see the fees on our website www.rgd.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration

(A)

Type of Filing	Debentures
----------------	------------

Company Name*													Name should be exact as registered, should there have been any change of name after registration do state the new name. The Registration Number is stated at the top left side of the Registration Certificate
Registration Number*													Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies.
Presented By*	TIN*												
(B) Particulars of a Charge													Only for Companies Filing Charge
Nature of Charge													
Short particulars of the property charged for Fixed Charge*	Fixed												
In case of floating charge, the nature of any restriction on the power of firm to grant further charges ranking in priority to, pari passu with the charge created*	Floating												
Date of creation of the charge	11	1	11	1	1	1	1	1	1	1	1	1	1
Total Amount secured by the whole series													
Amount of the present issue of the series													
Dates of the resolutions authorising the issue of the	11	11	11	11	11	11	11	11	11	11	11	11	11
Date of the covering deed (if any) by which the security is created or defined; or if there is no such deed, the date of the first execution of any debenture of series	11	11	11	11	11	11	11	11	11	11	11	11	11
(C) Names of Trustees (if any) for debenture holders													Supplementary sheet is available
TIN													

COMPANIES REGULATIONS, 2023

Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.

Change Notice

Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.

Annual Return of a Company Incorporated

All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties

Check List (✓)

Please make sure you have complied with the following

The document has been signed at all indicated places	<input type="checkbox"/>
Agreement stamped at Land Valuation Board	<input type="checkbox"/>
If application exceeds 45 days, then attach extension of time from the court	<input type="checkbox"/>

COMPANIES REGULATIONS, 2023

**PARTICULARS OF A MORTGAGE, CHARGE OR DEBENTURE
SUBJECT TO WHICH PROPERTY HAS BEEN ACQUIRED BY A
COMPANY REGISTERED IN GHANA**



**OFFICE OF
THE REGISTRAR
OF COMPANIES**
REPUBLIC OF GHANA

THE COMPANIES ACT, 2019 (ACT 992)
PURSUANT TO SECTION 112(1)

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS
PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration

(A)

[illegible]

[illegible]

*Signature (Designation in relation to Company)**

[Date*]

Date of Submission of Document*

Name of Company Inspector*

Filing Date*

*Signature**

Important Information

Privacy Notice

Privacy Notice

Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfill your specific request.

Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)

Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.

Change Notice

Change Notice
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.

Annual Return of a Company Incorporated

Annual Return of a Company Incorporated
All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Accounts and subsequently annually at a fee.
Late/Non Filing attracts Penalties

Check List (✓)

Please make sure you have complied with the following

The document has been signed at all indicated places

Agreement stamped at Land Valuation Board

If application exceeds 45 days, then attach extension of time from the court

COMPANIES REGULATIONS, 2023



**OFFICE OF
THE REGISTRAR
OF COMPANIES**
REPUBLIC OF GHANA

DECLARATION VERIFYING MEMORANDUM RELATING

TO A REGISTERED CHARGE

THE COMPANIES ACT, 2019 (ACT 992)

PURSUANT TO SECTION 117

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 10

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration

[A]

Company Name*		Name should be exact as registered, should there have been any Change of Name after registration do state the new name
Registration Number*		The Registration Number is stated at the top left side of the Registration Certificate
Presented By*		Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies
	TIN*	

Name should be exact as registered, should there have been any Change of Name after registration do state the new name

The Registration Number is stated at the top left side of the Registration Certificate

Registration Number*

Presented By*

Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies

TIN®

(B)

I/We

Supplementary sheet is available

Director 1

TIN

First Name*

*Middle Name**

Last Name*

Director 2

TIN

First Name*

Middle Name*

Last Name*

Secretary

TIN

First Name

Middle Name

Last Name

(C)

Date*

Declared at*

*Before me(Name)**

Address

Occupation

COMPANIES REGULATIONS, 2023

(D) MEMORANDUM OF PARTIAL PAYMENT OR SATISFACTION OF A CHARGE. RELEASE OF PART OF PROPERTY OR UNDERTAKING FROM A CHARGE		
Company Name		Name of company taking charge
Registration Number		
TIN		
hereby gives notice that the registered charge being (a) of which particulars are registered with the Registrar of Companies on the (b) day of 20 was satisfied on the (c) day of 20 to the extent of *1. the debt for which the charge was given having been partly paid or satisfied and *2. part of the property or undertaking charged having been released from the charge *3. short particulars of the property or undertaking no longer charged In witness whereof the common seal of the Company as here unto affixed the ____ day of 20 ____		(a) Short description of property charged (b) Date of charge creation (c) Date of satisfaction (d) Date of filing
Name of Director*		
Director's Signature*		
Name of Secretary*		
Secretary's Signature*		

For Office Use Only	
Date of Submission of Document*	
Name of Company Inspector*	
Filing Date*	
Signature*	

Important Information
Privacy Notice Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfill your specific request. Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992) Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.
Change Notice Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.
Annual Return of a Company Incorporated All companies Incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties

COMPANIES REGULATIONS, 2023

Check List (✓)	
Please make sure you have complied with the following	
The document has been signed at all indicated places	
Agreement stamped at Land Valuation Board	
If application exceeds 45 days, then attach extension of time from the court	
Please make sure you have complied with the following	
The document has been signed at all indicated places	
All supplementary Forms are attached, if any	

COMPANIES REGULATIONS, 2023



**OFFICE OF
THE REGISTRAR
OF COMPANIES**
REPUBLIC OF GHANA

**DECLARATION VERIFYING MEMORANDUM OF SATISFACTION
OF A REGISTERED CHARGE**

FORM 10A

THE COMPANIES ACT, 2019 (ACT 992) PURSUANT TO SECTION 117

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration

(A)

Company Name*																Name should be exact as registered, should there have been any change of Name after registration do state the new name. The Registration Number is stated at the top left side of the Registration Certificate
Registration Number*																
Presented By*																Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies
TIN*																

(B)

I/WE

DIRECTOR 1

Title	Mr	Mrs	Miss	Ms	Dr										
First Name*															
Middle Name*															
Last Name*															
TIN															

DIRECTOR 2

Title	Mr	Mrs	Miss	Ms	Dr										
First Name*															
Middle Name*															
Last Name*															
TIN															

SECRETARY

Title	Mr	Mrs	Miss	Ms	Dr										
First Name*															
Middle Name*															
Last Name*															
TIN															

of the above mentioned company thereof do solemnly and sincerely declare that the particulars contained in the Memorandum of Satisfaction hereunto are true to the best of our knowledge, information and belief. And we make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations

Declared at*															
Before me(Name)*															
Address*															
Occupation*															
Date*			M		Y										

COMPANIES REGULATIONS, 2023

Check List (✓)	
Please make sure you have complied with the following	
The document has been signed at all indicated places	
Agreement stamped at Land Valuation Board	
If application exceeds 45 days, then attach extension of time from the court	

COMPANIES REGULATIONS, 2023



OFFICE OF
THE REGISTRAR
OF COMPANIES
REPUBLIC OF GHANA

NOTICE OF APPOINTMENT OF A RECEIVER OR MANAGER

FORM 11

THE COMPANIES ACT, 2019 (ACT 992) PURSUANT TO SECTION 119

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

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(A)

Company Name*		Name should be exact as registered, should there have been any change of Name after registration do state the new name. The Registration Number is stated at the top left side of the Registration Certificate
Registration Number*		
Presented By*		Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies
TIN*		
To the Registrar of Companies		

(B) Chargee Details

Chargee Representative	
First Name*	
Middle Name*	
Last Name*	
Chargee's Company Name*	
TIN	

CONFIRMATION OF APPOINTMENT BY COURT

with reference to (Chargor Company

Name)..... Limited, hereby give

notice that:-

I have obtained an Order of

the (a).....

dated the..... day of..... 20..... for the appointment

of (b).....

as Receiver.

(c).....

(a) Name of the court
(b) The name of the receiver
(c) Describe fully the instrument under which appointment is made, and state whether it is a debenture secured by floating charge.

CONFIRMATION OF APPOINTMENT BY COMPANY On the..... day of

..... 20.....

I appointed (name of the receiver).....

as Receiver

(1) of the whole or substantially the whole of the property of this Company.

(2) of part of the property of this Company.

(3) of the income arising from the property or part of the property of this Company

(4) other(s)

on behalf of holders of (c)

Director's Signature*

Name of Director

Date*

COMPANIES REGULATIONS, 2023

Important Information	
Privacy Notice:	
Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfill your specific request.	
Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)	
Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.	
Change Notice	
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.	
Annual Return of a Company Incorporated	
All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties	
Check List (✓)	
Please make sure you have complied with the following	
The document has been signed at all indicated places	
All supplementary Forms are attached, if any	

COMPANIES REGULATIONS, 2023



**OFFICE OF
THE REGISTRAR
OF COMPANIES**
REPUBLIC OF GHANA

REPORT OF GRANT

NOTICE OF ENTRY INTO POSSESSION

THE COMPANIES ACT, 2019 (ACT 992) PURSUANT TO SECTION 119

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 11A

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration.

{A}-

[illegible]Registration Number*Presented By*

TIN*

To the Registrar of Companies

Name should be exact as registered, should there have been any Change of Name after registration do state the new name

The Registration Number is stated at the top left side of the Registration Certificate

Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies

(B)

I, hereby give notice that under the provisions of a charge date the day of 20....., and created by Limited, I entered into possession of the Company's property which was charged thereunder.

Short particulars of the property:-*

Name*Signature*Date*

D	D	M	U	I	Y	Y	Y
---	---	---	---	---	---	---	---

COMPANIES REGULATIONS, 2023

Important Information

Privacy Notice

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Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.

Annual Return of a Company Incorporated

All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Accounts and subsequently annually at a fee.

Late/Non Filing attracts Penalties

Check List (✓)

Please make sure you have complied with the following

The document has been signed at all indicated places

All supplementary Forms are attached, if any

COMPANIES REGULATIONS, 2023

NOTICE OF CESSATION TO ACT AS RECEIVER OR MANAGER

FORM 12



**OFFICE OF
THE REGISTRAR
OF COMPANIES**
REPUBLIC OF GHANA

THE COMPANIES ACT, 2019 (ACT 992)

PURSUANT TO SECTION 119(3)

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration

{A}

[illegible]

Name should be exact as registered, should there have been any Change of Name after registration do state the new name
The Registration Number is stated at the top left side of the Registration Certificate

Registration Number*

Presented By*

Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies

TIN*

(B)

To the Registrar of Companies.

[illegible]

of _____ hereby give you. Notice that I ceased :-

(a) to act as a Receiver and/or Manager

of, ,

Limited, on the _____ day of _____, 20____.

(b) to be in possession of the company's property, short particulars of which are given below

[illegible]

House/Building/Flat*

(Name or House No.)/LMB

Street Name*

City*

District*

Region*

Country*

which is not the registered office of the Company

COMPANIES REGULATIONS, 2023

(C)		Declaration												Provide Signature of the Director or Secretary.	
Name*														Position held in the company (i.e. Director or Secretary)	
Position/Designation*														Provide the date of signing	
TIN*															
Ghana Card (National Identity Card)*		GHA -													
Signature*															
Date*															
For Office Use Only															
Date of Submission of Document															
Transaction ID Number Allocated															
Office Description															
Important Information															
Privacy Notice															
Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfill your specific request.															
Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)															
Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.															
Change Notice															
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.															
Annual Return of a Company Incorporated															
All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties															
Check List (✓) :															
Please make sure you have complied with the following															
The document has been signed at all indicated places															
Agreement stamped at Land Valuation Board															
If application exceeds 45 days, then attach extension of time from the court															

COMPANIES REGULATIONS, 2023

THE COMPANIES ACT, 2019 (ACT 992) PURSUANT TO SECTION 123 & 124

FORM 13

NOTICE OF CHANGE OF REGISTERED OFFICE, ADDRESS OR ELECTRONIC MAIL

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS



OFFICE OF
THE REGISTRAR
OF COMPANIES
REPUBLIC OF GHANA

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration process

(A)

Company Name*		Name should be exact as registered, should there have been any Change of Name after registration do state the new name The Registration Number is stated at the top left side of the Registration Certificate	
Registration Number*			
Presented By*		Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies	
TIN*			
Nature of Change*	Principal Place of Business	Registered Office Address	
	Other Place of Business	Postal Address	
	Contact Number/Email		
Digital Address*			Digital Address of the Registered or Principal Place of Business (www.ghanapostgns.com)
H/No. /Building /Flat No.:			State the Street, City, District, Region in which the Company is situated.
District			
Street			
Region			
Present Postal Address (P.O.Box / DTD / PMB)			
New Mobile No.			
New Fax No.			
New Email Address			
Website			
Declaration:			
Name*			Provide Signature of the Director or Secretary and also mention clearly either its Director or Secretary's signature
Position/Designation*			
TIN*			State Date in the provided space as per format.
Ghana Card (National Identity Card)*	GHA -		
Director's Signature*			
Date*	Y		
(G) For Office Use Only			
Date of Submission of Document*			
Name of Company Inspector*			
Filing Date*			
Signature*			

COMPANIES REGULATIONS, 2023

NOTIFICATION OF CHANGE OF AUDITORS OF A COMPANY

FORM 15

OFFICE OF
THE REGISTRAR
OF COMPANIES

THE COMPANIES ACT 2019 (ACT 992)
PURSUANT TO SECTION 139(6)
 FILL ALL FORMS WITH BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS
 PLEASE SPELL OUT ALL WORDS WITH NO ABBREVIATIONS
 ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

A fee is payable with this form. Please see the fees on our website www.orc.gov.gh.

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration

{A}

[illegible]

COMPANIES REGULATIONS, 2023

Title	Mr	Mrs	Miss	Ms	Dr	
First Name*						should be resident in Ghana.
Middle Name						
Last Name*						If there are more than two directors, additional directors' forms shall be obtained from our website at www.rgd.gov.gh
Any Former Name						
Gender*	Male	Female				
Date of Birth*						
Place of Birth*						
Nationality*						
Occupation*						
Mobile No 1*						
Mobile No 2						
Fax						
Email Address*						
Ghana Card(National Identity Card)*			GHA-			
TIN						
Without TIN	Fill the GRA TIN Form attached					
Residential Address						
Digital Address*						This address when provided will not appear on public record, unlike that of the addresses that will be provided for the Company.
House/Building/Flat* (Name or House No.)/LMB						
Street Name*						Applicants are to ensure that the digital address provided matches with the residential address provided.
City*						
District*						Provide your current workplace address.
Region*						
Country*						
Occupational Address						
Digital Address*						List the names of other Companies for which you serve as director
House/Building/Flat* (Name or House No.)/LMB						
Street Name*						
City*						
District*						
Region*						
Country*						
Particulars of other Directorships*						
Director's Signature*						
Dated*						
(C)	Declaration					
Name*						Provide Signature of the Director or Secretary and also mention clearly either its Director or Secretary's signature
Position/Designation*						
Ghana Card(National Identity Card)*			GHA-			State Date in the provided space as per format.
TIN*						
Director/secretary's Signature*						

COMPANIES REGULATIONS, 2023

Date*	
(D) Beneficial Owner (BO)	
A beneficial owner (or owners) is the individual or natural person who owns, controls, has interest in, or exercises influence over the legal person (or arrangement) or receives substantial benefit from the applicant's activity. A beneficial owner is an individual and cannot be a company.	Section 35 (14) and (15) of Act 992
SANCTIONS: Failure to disclose is an offence and will attract sanctions and penalties	
Fill the BO Form attached/Download at www.rgd.gov.gh	

Please fill where applicant (Director(s) cannot read or write	
I, resident of have carefully read over the contents of this form in the language to (Name of Person(s)) and the said person appeared to understand same before appending his / her thumbprint to same.	For this section print a copy for each person who cannot sign to thumb print
Signature of the Witness	THUMB PRINT

(E)	For Office Use Only
Date of Submission of Document*	
Name of Company Inspector*	
Filing Date*	
Signature*	

Important Information	
Privacy Notice	
Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfil your specific request.	
Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)	
Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.	
Change Notice	
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.	
Annual Return of a Company Incorporated	
All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Financial Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties	
Check List (✓)	
Please make sure you have complied with the following	
The document has been signed at all indicated places	
Attach each Director's Consent Letter and Statutory Declaration	
All supplementary Forms are attached, if any	
Filled BO Form(s) attached, if any	
Filled TIN Form(s), if any	

COMPANIES REGULATIONS, 2023

NOTIFICATION OF CHANGE/APPOINTMENT OF COMPANY SECRETARY OR IN THEIR PARTICULARS

THE COMPANIES ACT, 2019 (ACT 992) SECTION 216

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 17A



A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the process

{A}

[illegible]

[B]

For appointing new Company Secretary (If Any)

Position*	Company Secretary	Deputy Secretary	Tick the applicable qualification(s)
Professional qualification			
Tertiary level qualification			
Company Secretary Trainee			
Barrister or Solicitor in the Republic			
Institute of Chartered Accountants			
Under the supervision of a qualified Company Secretary			

COMPANIES REGULATIONS, 2023

Institute of Chartered Secretaries and Administrators					
By virtue of an academic qualification, member of a professional body, appears to the directors as capable of performing the functions of Secretary of the Company.					
Consent Letter*					
Title	Mr	Mrs	Miss	Ms	Dr
First Name*					
Middle Name*					
Last Name*					
Any Former Name*					
Ghana Card(National Identity Card)*	GHA-				
TIN					
Without TIN	Fill the GRA TIN Form attached				
Gender*	Male	Female			
Date of Birth*					
Place of Birth*					
Nationality*					
Occupation*					
Mobile No 1*					
Mobile No 2					
Fax					
Digital Address*					
Email Address*					
Residential Address					
Digital Address*					
House/Building/Flat* (Name or House No.)/LMB					
Street Name*					
City*					
District*					
Region*					
Country*					
Email Address*					
Signature*					
(C) In Case the Company Secretary is a Body Corporate					
Corporate Name*					
Corporate TIN*					
Digital Address*					
Corporate Address H/No. LMB*					
P.O. Box/DTD/PMB*					
Name of Person Representing the Corporate Secretary*					
TIN of Representative*					
					The Corporate Body must have as one of its promoters, subscribers or operating officers a person who qualifies to be a Company Secretary. The Corporate Representative must hold at least one of the qualification(s) of secretary stated above Reference to section 211 (2) Act 992

COMPANIES REGULATIONS, 2023

Signature(Corporate
Representative)*

Corporate Stamp*

Attested by

Director*

TIN

Name*

For authentication purposes, two
officers of the company are to sign
their signatures together with a seal or
stamp of the company

Reference to section 150 (1) (D) (i) Act
992

Signature*

Secretary*

TIN

Name*

Signature*

Or in the Alternative

Director*

TIN

Name*

In the absence of a stamp or a seal of
the company, the signature of two
directors and a Company Secretary are
needed for authentication purposes

Reference to section 150 (1) (D)(ii) of
Act 992

Signature*

Director*

TIN

Name*

Signature*

Secretary*

TIN

Name*

Signature*

Dated*

(D)

Declaration

Name*

Provide Signature of the Director or
Secretary and also mention clearly
either its
Director or Secretary's signature

Position/Designation*

TIN*

Ghana Card(National Identity Card)*

GHA-

State Date In the provided space as
per format.

Director/secretary's Signature*

(F)

Beneficial Owner(BO)

COMPANIES REGULATIONS, 2023

A beneficial owner (or owners) is the individual or natural person who owns, controls, has interest in, or exercises influence over the legal person (or arrangement) or receives substantial benefit from the applicant's activity. A beneficial owner is an individual and cannot be a company. Section 35 (14) and (15) of Act 992

SANCTIONS: Failure to disclose is an offence and will attract sanctions and penalties

Fill the BO Form attached

(G)	For Office Use Only
Date of Submission of Document*	
Name of Company Inspector*	
Filing Date*	
Signature*	

Important Information

Privacy Notice

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Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)

Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.

Change Notice

Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.

Annual Return of a Company Incorporated

All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties

Check List (✓)

Please make sure you have complied with the following

The document has been signed at all indicated places	
Company Secretary has required qualification(s)	
Company Secretary has attached Consent Letter, if any	
All supplementary Forms are attached, if any	
Filled BO Form(s) attached, if any	
Filled TIN Form(s), if any	

COMPANIES REGULATIONS, 2023



OFFICE OF
THE REGISTRAR
OF COMPANIES
REPUBLIC OF GHANA

RECEIVER OR MANAGER'S ABSTRACT OF RECEIPTS AND
PAYMENTS

THE COMPANIES ACT, 2019 (ACT 992)
PURSUANT TO SECTION 272

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 18

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or Invalid data may delay the registration

(A)

Company Name*		Name should be exact as registered, should there have been any change of Name after registration do state the new name. The Registration Number is stated at the top left side of the Registration Certificate
Registration Number*		
Presented By*		Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies
	TIN*	

(B)

PARTICULARS OF RECEIVER OR MANAGER

First Name*	
Middle Name	
Last Name*	
Any Former Name	
Mobile No 1*	
Email Address*	
TIN*	
Ghana Card(National Identity Card)*	GHA -
Digital Address*	
House/Building/Flat* (Name or House No.)/LMB	
Street Name*	
City*	
District*	
Region*	
Country*	
Period covered by Abstract	From To

(C)

Presented By

Name*		Provide Signature of the Director or Secretary.
Position/Designation*		Position held in the company (i.e. Director or Secretary)
TIN*		Provide the date of signing
Ghana Card (National Identity Card)*	GHA -	
Signature*		
Date*		

COMPANIES REGULATIONS, 2023

(D)	Abstract	
	Receipts	Payments
	<i>Brought forward Ghc:</i>	<i>Brought forward Ghc:</i>
For Office Use Only		
<i>Date of Submission of Document</i>		
<i>Transaction ID Number Allocated</i>		
<i>Office Description</i>		
Important Information		
Privacy Notice		
Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The Information provided is used to fulfill your specific request.		
Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)		
Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.		
Change Notice		
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.		
Annual Return of a Company Incorporated		
All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties		
Check List (✓)		
Please make sure you have complied with the following		
The document has been signed at all Indicated places		
Agreement stamped at Land Valuation Board		
If application exceeds 45 days, then attach extension of time from the court		

COMPANIES REGULATIONS, 2023

FORM 19



OFFICE OF
THE REGISTRAR
OF COMPANIES
REPUBLIC OF GHANA

NOTICE THAT A COMPANY IS UNABLE TO PAY ITS DEBTS

THE COMPANIES ACT, 2019 (ACT 992) Pursuant to Section 286(1)

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration process

(A)

Company Name*	Name should be exact as registered; should there have been any change of Name after registration do state the new name. The Registration Number is stated at the top left side of the Registration Certificate.
Registration Number*	
Presented By*	Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies
TIN*	

(B)

To the Registrar of Companies,
I/We

of.....being the Liquidator(s) of.....Limited
have to inform you, pursuant to section 286 subsection 1 of the Companies Act, 2019 (Act 992) that in my opinion, the company may not be able to pay its debts in full before

.....the stated date in the Declaration of Solvency of
its Directors dated the.....day of.....20.....A statement of the Company's liabilities and assets is attached hereto.

Digital Address*

House/Building/Flat*

(Name or House No.)/LMB

Street Name*

City*

District*

Region*

Country*

(C)

Declaration

Name*	Provide Signature of the Director or Secretary.
Position/Designation*	Position held in the company (i.e. Director or Secretary)
TIN*	Provide the date of signing
Ghana Card (National Identity Card)*	GHA -

Signature*

Date*

D M Y Y Y Y

COMPANIES REGULATIONS, 2023

For Office Use Only	
Date of Submission of Document*	
Transaction ID Number Allocated	
Office Description	
Important Information	
Privacy Notice	
Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfill your specific request.	
Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)	
Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.	
Change Notice	
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.	
Annual Return of a Company Incorporated	
All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties	
Check List (✓)	
Please make sure you have complied with the following	
The document has been signed at all indicated places	
Agreement stamped at Land Valuation Board	
Filled BO Form attached, if any	
If application exceeds 45 days, then attach extension of time from court	

COMPANIES REGULATIONS, 2023

FORM 19A



OFFICE OF
THE REGISTRAR
OF COMPANIES
REPUBLIC OF GHANA

STATEMENT OF ASSETS AND LIABILITIES
THE COMPANIES ACT, 2019 (ACT 992)
PURSUANT TO SECTION 286(1)
FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN
BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS
ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration

(A)		Name should be exact as registered, should there have been any Change of Name after registration do state the new name The Registration Number is stated at the top left side of the Registration Certificate Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies
Company Name*		
Registration Number*		
Presented By*		
TIN*		

(B)	
Submitted to the Registrar pursuant to section 286 of the Companies Act, 2019 (Act 992) by the Liquidator in a private liquidation if he is of the opinion that the Company is unable to pay its debts in full within the period stated in the Declaration of Solvency of its Directors viz..... months from the commencement of the private liquidation of Limited (In Liquidation)	
Liquidator's remarks:	The liquidator should draw attention to any item where after taking his receipts and payments into account there is a substantial difference between his estimate and the directors' estimate in the statement annexed to the Declaration of Solvency.

(C)	
STATEMENT AS AT20....	
SHOWING ASSETS AT ESTIMATED REALISABLE VALUES LIABILITIES EXPECTED TO RANK	
Date of Commencement of private liquidation	
Assets not specifically pledged	Estimated Realisable Values GHS
Balance at Bank	
Cash In Hand	
Marketable Securities	
Bills Receivable	
Trade Debtors	
Loans and Advances	

COMPANIES REGULATIONS, 2023

Unpaid Calls				
Stock in Trade				
Work in Progress				
Freehold Property				
Leasehold Property				
Plant and Machinery				
Furniture, Fittings, Utensils, etc				
Patents, Trade Marks etc.				
Investments other than marketable securities				
Other property, viz				
(a)				
(b)				
(c)				
(d)				
(e)				
ASSETS SPECIFICALLY PLEDGED				
Property Description	(a) Estimated realisable Values GHS	(b) Due to secured creditors GHS	(c) Deficiency ranking as unsecured (see next page) GHS	Surplus carried at last column GHS
Total				
Estimated surplus from Assets specifically pledged	GHS			
ESTIMATED TOTAL ASSETS AVAILABLE FOR PREFERENTIAL CREDITORS, DEBENTURE HOLDERS SECURED BY A FLOATING CHARGE, AND UNSECURED CREDITORS (carried forward to next page)				
Summary of Gross Assets	(d) GHS	GHS		
Gross realisable value of assets specifically pledged				
Other Assets				

COMPANIES REGULATIONS, 2023

Gross Assets:		

ESTIMATED TOTAL ASSETS AVAILABLE FOR PREFERENCE CREDITORS, DEBENTURE HOLDERS SECURED BY A FLOATING CHARGE, AND UNSECURED CREDITORS (brought forward from preceding page)			
Gross Liabilities	Liabilities	GHS	GHS
			(to be deducted from surplus or added to deficiency as the case may be Secured Creditors to extent to which claims which claims are estimated to be covered by Assets specifically pledged (item (a) or (b) on preceding page whichever is the less)
	Preferential Creditors		Estimated balance of assets available for Debenture Holders secured by a floating charge and unsecured Creditors
	Unsecured Creditors		Estimated unsecured balance of claims of Creditors partly secured on specific assets brought from preceding page (c)
	Trade Accounts		These figures must be read subject to the following- (1)(f) There is no unpaid capital liable to be called up or strike out.
	Bills payable		
	Outstanding Expenses		
	Contingent Liabilities (state nature):-		<p>(g) the nominal amount if capital liable to be called up is GHS estimated to produce GHS which is/is not charged in favour of Debenture Holders.</p> <p>(2) The estimates are subject to costs of the liquidation and to any surplus or deficiency on trading pending realisable of Assets.</p>
	Estimated surplus/deficiency as regards creditors being the difference between:		
	Gross Assets, brought forward preceding page (d)		
	and Gross Liabilities, as per column (c)		
	ISSUED AND CALLED-UP CAPITAL		

COMPANIES REGULATIONS, 2023



**OFFICE OF
THE REGISTRAR
OF COMPANIES**
REPUBLIC OF GHANA

EXTERNAL COMPANY REQUIRING REGISTRATION

THE COMPANIES ACT, 2019 (ACT 992) SECTION 330

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 20

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the Instructions before completing the Form. Incomplete applications or invalid data may delay the registration process

(A) Company Name*				Name should be the same as found on Statutory Documents of the body corporate incorporated outside Ghana. Ghana or any other word cannot be added to distinguish the body Corporate Incorporated outside Ghana from the branch being registered.			
Presented By*				Presented by a Local Manager or Process Agent			
		TIN					
(B)		Sector(s)*					
Legal	Estate/Housing	Media	Transport/Aerospace	Choose your sector by ticking the box next to it. Specify sector(s). If your sector is not listed, write your sector in the space provided for "others".			
Utilities	Education	Shipping & Port	Estate/Housing				
Tourism	Mining/Quarry	Hospitality	Sand Winning				
Insurance	Entertainment	Shipping & Port	Others(please specify)				
Agriculture	Food Industry	Securities/Brokers					
Oil and Gas	Manufacturing	Commerce/ Trading					
Construction	Health Care	Banking and Finance					
Telecom/ICT	Security Industry	Refinery of Minerals					
(C)		Principal Business Activities*					
Select the International Standard Industrial Classification (ISIC) code number(s) for the principal activity and other activities							
ISIC code 1							
ISIC code 2							
ISIC code 3							
ISIC code 4							
If you cannot determine a code, please give a brief description of the company's business activity below*							
Business Object(s)							
(D)		Registered Office Address In Country of Incorporation					
House/Building/Flat (Name or House No.)/LMB*							
Street Name*							
City*							
PMB/DTD							
P.O.BOX							
State/Province*							
Country of Incorporation*							
Zip Code*							
This address should be the same address as found on the statutory documents of the body corporate.							

COMPANIES REGULATIONS, 2023

(E)	Principal Place of Business in Ghana										<p>This is the address at which the external company will operate from Ghana.</p> <p>The digital address can be obtained by downloading Ghana Post GPS app onto any smart phone. To get accurate address, stand at the entrance of the said location or office</p>
Digital Address*											
House/Building/Flat (Name or House No.)/LMB*											
Street Name*											
City*											
District*											
Region*											
PMB/DTD*											
P.O.BOX*											
(F)	Postal Address										<p>Please tick either post office box (P O BOX), private mail bag (PMB) or door to door (DTD) and provide details as applicable.</p>
(c/o)											
Postal Type*	P O BOX	PMB	DTD								
Postal Number*											
Postal Town*											
Postal Region*											
(G)	Contacts in Ghana										
Phone No 1*											
Phone No 2											
Mobile No 1*											
Mobile No 2											
Fax											
Email Address*											
Website											
(H)	Particulars of Local Manager										<p>The duly appointed Local Manager should be resident in the country and can either be Ghanaian or non-Ghanatan. A person shall be appointed as Local Manager if that person is eligible to be appointed as a director in a company incorporated in Ghana. Section 332 (2) Section 172 and 173 of Act 792.</p> <p>This address when provided will not appear on public record, unlike that of the addresses that will be provided for the Company.</p> <p>Obtain a digital address by downloading the Ghana Post GPS app onto any smart phone</p> <p>Must be signed by the Local Manager in Ghana</p>
Title*	Mr	Mrs	Miss	Ms	Dr						
Gender*	Male	Female									
First Name*											
Middle Name*											
Last Name*											
Date of Birth*											
Any Former Name*											
Nationality*											
Occupation*											
TIN*											
Ghana Card(National Identity Card)*	GHA -										
Without TIN	Fill the GRA TIN Form attached										
Residential Address											
Digital Address*											
House/Building/Flat (Name or House No.)/LMB*											
Street Name*											
City*											
District*											
Region*											
Country*											
Mobile No 1*											
Mobile No 2											
Email Address*											
Signature*											

COMPANIES REGULATIONS, 2023

(J)		Power of Attorney(POA)													
A document mandating the Local Manager to represent the company in Ghana and must be notarised by a Notary Public in the country of Incorporation.														Attach Power of Attorney	
Power of Attorney*															
(J)		Particulars of Person Authorised to Accept Service of Process and Other Documents on Behalf of Company													
Title*		Mr		Mrs		Miss		Ms				Dr		The process agent is one authorized by a body corporate to accept service of processes and other documents on behalf of the external company. This can either be a natural or artificial person	
Gender*		Male		Female											
First Name*															
Middle Name*															
Last Name*															
Date of Birth*		D	D	M	M	Y	Y	Y	Y						
Any Former Name*															
Nationality*															
Occupation*															
TIN*															
Ghana Card(National Identity Card)*				GHA -											
Without TIN		Fill GRA TIN Form attached													
Residential Address															
Digital Address*															
House/Building/Flat (Name or House No.)/LMB*															
Street Name*															
City*															
District*															
Region*															
Country*															
Mobile No 1*															
Mobile No 2															
Email Address*															
Signature*															
(K)		In Case of a Corporate Body Authorised to Accept Service of Process and Other Documents on Behalf of Company													
Corporate Name*															
Corporate TIN*															
Digital Address*															
Corporate Address															
H/No. LMB*															
P.O. Box/DTD/PMB*															
Name of Person Representing the Body Corporate *															
TIN of Representative*															
Ghana Card(National Identity Card)*				GHA -											
Signature(Corporate Representative)*															
Corporate Stamp*															

COMPANIES REGULATIONS, 2023

Attested by									
Director*	TIN								
Ghana Card(National Identity Card)*	GHA -								
Name*									
Signature*									
Secretary*	TIN								
Ghana Card(National Identity Card)*	GHA -								
Name*									
Signature*									
Or in the Alternative									
Director*	TIN								
Ghana Card(National Identity Card)*	GHA -								
Name*									
Signature*									
Director*	TIN								
Ghana Card(National Identity Card)*	GHA -								
Name*									
Signature*									
Secretary*	TIN								
Ghana Card(National Identity Card)*	GHA -								
Name*									
Signature*									
Capital Amount									
(L)									
Nominal Capital									
Authorised Capital*									
Issued Capital*									
Capital Paid up in Cash*									
Capital Paid up otherwise than in Cash									
Beneficial Owner (BO)									
A beneficial owner (or owners) is the individual or natural person who owns, controls, has interest in, or exercises influence over the legal person (or arrangement) or receives substantial benefit from the applicant's activity. A beneficial owner is an individual and cannot be a company.									
Section 35 (14) and (15) of Act 992									
SANCTIONS: Failure to disclose is an offence and will attract sanctions and penalties									
Fill the BO Form attached /Download (website www.rgd.gov.gh)									
For Office Use Only									
Date of Submission of Document*									
Name of Company Inspector*									
Filing Date*									
Signature*									

In the absence of a stamp or a seal of the Company, the signature of two directors and a Company Secretary are needed for authentication purposes

Capital details must be the same as on the Notary Document

COMPANIES REGULATIONS, 2023

Important Information	
Notes	
<p>Applicants are to submit to the Registrar a copy of the Certificate of Incorporation, a Power of Attorney appointing the Local Manager and where applicable, a copy of the Constitution, Charter, Statutes, Regulations, Memorandum and Articles of Association, or any other Instrument constituting or defining the Constitution of the company, in a language acceptable to the Registrar.</p> <p>The above documents should be notarised by a Notary Public from the country of origin or duly stamped and sealed by the relevant Embassy or Consulate of Ghana from the said country of origin.</p> <p>Applicants should also submit to the Registrar a Statement duly notarised in the jurisdiction of origin of the Company giving particulars regarding the Beneficial Owners of the company. See section 330(1) (c) of Act 992.</p>	
Privacy Notice	
<p>Collection of Information: We collect personal identifiable Information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The Information provided is used to fulfill your specific request.</p> <p>Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)</p> <p>Commitment to Data Security: Your personal identifiable Information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.</p>	
Change Notice	
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.	
Financial Statement / Group Accounts	
<p>All External Companies are to file Group Accounts once every year at intervals of not more than fifteen months, a Statement of Financial Position amongst other documents to the Registrar. Section 334 of Act 992.</p> <p>Late/Non Filing attracts Penalties</p>	
Check List (✓)	
Please make sure you have complied with the following	
The document has been signed at all indicated places	<input type="checkbox"/>
Power of Attorney attached	<input type="checkbox"/>
Filled TIN Form(s), if any	<input type="checkbox"/>
Filled BO Form attached; if any	<input type="checkbox"/>
Attach Registration Document of Incorporated Company i.e. Charter, Memorandum, Articles of Association, etc.	<input type="checkbox"/>

COMPANIES REGULATIONS, 2023



OFFICE OF
THE REGISTRAR
OF COMPANIES
REPUBLIC OF GHANA

EXTERNAL COMPANY REQUIRING REGISTRATION
STATEMENT THAT THERE ARE NO CHARGES ON PROPERTY
THE COMPANIES ACT, 2019 (ACT 992)

FORM 21

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS
PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh.

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration process

(A)

Company Name*		Name should be the same as found on Statutory Documents of the body corporate incorporated outside Ghana. Ghana or any other word cannot be added to distinguish the body Corporate incorporated outside Ghana from the branch being registered.
Presented By*		Presented by a Local Manager or Process Agent
	TIN	
Pursuant to section 330 (1) (d), it is hereby stated by above-mentioned company		
That there are no charges on any of the Company's properties in Ghana.		
Date*		Must be signed by the Local Manager in Ghana
Name(Local Manager)*		
Signature*		

For Office Use Only

Date of Submission of Document*	
Name of Company Inspector*	
Filing Date*	
Signature*	

COMPANIES REGULATIONS, 2023



**OFFICE OF
THE REGISTRAR
OF COMPANIES**
REPUBLIC OF GHANA

NOTICE OF ALTERATION OF REGISTERED PARTICULARS OF EXTERNAL COMPANY

THE COMPANIES ACT, 2019 (ACT 992) Pursuant to Section 331(1)

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS.

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 22

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration process.

[A]

Company Name*		Name should be the same as found on Statutory Documents of the body corporate incorporated outside Ghana. Ghana or any other word cannot be added to distinguish the body Corporate incorporated outside Ghana from the branch being registered.
Presented By*	TIN	Presented by a Local Manager or Process Agent

Name should be the same as found on Statutory Documents of the body corporate incorporated outside Ghana.
Ghana or any other word cannot be added to distinguish the body Corporate incorporated outside Ghana from the branch being registered.

Presented By*

Presented by a Local Manager or Process Agent

TIN

To the Registrar of Companies

hereby gives you notice, pursuant to section 331(1) of the Companies Act, that the following alteration/s has been made to the (a) _____ of the company,

(a) State the type of document; whether charter statute, memorandum or articles of association.

(b) Country of incorporation.

(b) Country of incorporation.

which company was incorporated under the law of

(b)

Name*

Signature(Local Manager)*

Date*

For Office Use Only

Date of Submission of Document*

Name of Company Inspector*

Filing Date*

Signature*

Important Information

Notes

Applicants are to submit to the Registrar a copy of the Certificate of Incorporation, a Power of Attorney appointing the Local Manager and where applicable, a copy of the Constitution, Charter, Statutes, Regulations, Memorandum and Articles of Association, or any other instrument constituting or defining the Constitution of the company, in a language acceptable to the Registrar.

The above documents should be notarised by a Notary Public from the country of origin or duly stamped and sealed by the relevant Embassy or Consulate of Ghana from the said country of origin.

Applicants should also submit to the Registrar a Statement duly notarised in the jurisdiction of origin of the Company giving particulars regarding the Beneficial Owners of the company. See section 330(1) (c) of Act 992.

COMPANIES REGULATIONS, 2023

2

Privacy Notice	
Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfill your specific request. Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992) Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.	
Change Notice	
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.	
Financial Statement / Group Accounts	
All External Companies are to file Group Accounts once every year at intervals of not more than fifteen months, a Statement of Financial Position amongst other documents to the Registrar. Section 334 of Act 992. Late/Non Filing attracts Penalties	
Check List (✓)	
Please make sure you have complied with the following	
The document has been signed at all indicated places	<input type="checkbox"/>
Power of Attorney attached	<input type="checkbox"/>
Filled TIN Form(s), if any	<input type="checkbox"/>
Filled BO Form attached, if any	<input type="checkbox"/>
Attach Registration Document of Incorporated Company i.e. Charter, Memorandum, Articles of Association, etc.	<input type="checkbox"/>

COMPANIES REGULATIONS, 2023



**OFFICE OF
THE REGISTRAR
OF COMPANIES**
REPUBLIC OF GHANA

**NOTICE OF ALTERATION IN PARTICULARS REGISTERED
UNDER SECTION 331(2) OF AN EXTERNAL COMPANY
THE COMPANIES ACT, 2019 (ACT 992)**

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS
PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS
ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 23

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration process

{A}

<p>Company Name*</p>		<p>Name should be the same as found on Statutory Documents of the body corporate incorporated outside Ghana.</p> <p>Ghana or any other word cannot be added to distinguish the body Corporate Incorporated outside Ghana from the branch being registered.</p>
<p>Presented By*</p>		<p>Presented by a Local Manager or Process Agent</p>
<p>TIN</p>		

To the Registrar of Companies

hereby gives notice, pursuant to section 331(2) of the Companies Act, 2019(ACT 992) that the particulars contained in the registered statement under section 331(2) have been altered as follows:

.....

For Office Use Only

[illegible]

Important Information

Notes

Applicants are to submit to the Registrar a copy of the Certificate of Incorporation, a Power of Attorney appointing the Local Manager and where applicable, a copy of the Constitution, Charter, Statutes, Regulations, Memorandum and Articles of Association, or any other instrument constituting or defining the Constitution of the company, in a language acceptable to the Registrar.

The above documents should be notarised by a Notary Public from the country of origin or duly stamped and sealed by the relevant Embassy or Consulate of Ghana from the said country of origin.

Applicants should also submit to the Registrar a Statement duly notarised in the jurisdiction of origin of the Company giving particulars regarding the Beneficial Owners of the company. See section 330(1) (c) of Act 1992.

COMPANIES REGULATIONS, 2023

Privacy Notice	
Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The Information provided is used to fulfil your specific request.	
Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)	
Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.	
Change Notice	
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.	
Financial Statement / Group Accounts	
All External Companies are to file Group Accounts once every year at intervals of not more than fifteen months, a Statement of Financial Position amongst other documents to the Registrar. Section 334 of Act 992.	
Late/Non Filing attracts Penalties	
Check List (✓)	
Please make sure you have complied with the following	
The document has been signed at all indicated places	<input type="checkbox"/>
Power of Attorney attached	<input type="checkbox"/>
Filled TIN Form(s), if any	<input type="checkbox"/>
Filled BO Form attached, if any	<input type="checkbox"/>
Attach Registration Document of Incorporated Company i.e. Charter, Memorandum, Articles of Association, etc.	<input type="checkbox"/>

COMPANIES REGULATIONS, 2023



OFFICE OF
THE REGISTRAR
OF COMPANIES
REPUBLIC OF GHANA

DISSOLUTION OR CESSATION OF AN
EXTERNAL COMPANY
THE COMPANIES ACT, 2019 (ACT 992) Pursuant to Section 338
FILE ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS
PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS
ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 24

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration process

(A)

Company Name*		Name should be the same as found on Statutory Documents of the body corporate incorporated outside Ghana. Ghana' or any other word cannot be added to distinguish the body Corporate Incorporated outside Ghana from the branch being registered.
Presented By*		Presented by a Local Manager or Process Agent
	TIN	

To the Registrar of Companies

hereby gives you notice, pursuant to section 338 of the Companies Act, 2019 that:-

(a) the

following:

(b) has been made/passed in

the Country in which the company was incorporated.

(a) the company is dissolved/ceases to exist in accordance with the laws

of:

....., the Country in which the company is incorporated.

Date*

Name*

Signature(Local Manager)*

Name*

Signature(Process Agent)*

(a) Select one of these two paragraphs, strike out that which does not apply.
(b) State whether court order or resolution of the company.

For Office Use Only

Date of Submission of Document*

Name of Company Inspector*

Filing Date*

Signature*

Important Information

Notes

Applicants are to submit to the Registrar a copy of the Certificate of Incorporation, a Power of Attorney appointing the Local Manager and where applicable, a copy of the Constitution, Charter, Statutes, Regulations, Memorandum and Articles of Association, or any other instrument constituting or defining the Constitution of the company, in a language acceptable to the Registrar.
The above documents should be notarised by a Notary Public from the country of origin or duly stamped and sealed by the relevant Embassy or Consulate of Ghana from the said country of origin.
Applicants should also submit to the Registrar a Statement duly notarised in the jurisdiction of origin of the Company giving particulars regarding the Beneficial Owners of the company. See section 330(1) (c) of Act 992.

COMPANIES REGULATIONS, 2023

Privacy Notice	
Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfil your specific request.	
Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)	
Commitment to Data Security: Your personal identifiable information is kept secure: Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.	
Change Notice	
Every company is required to furnish the Registrar with any change after Incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.	
Financial Statement / Group Accounts	
All External Companies are to file Group Accounts once every year at intervals of not more than fifteen months, a Statement of Financial Position amongst other documents to the Registrar. Section 334 of Act 992.	
Late/Non Filing attracts Penalties	
Check List (✓)	
Please make sure you have complied with the following	
The document has been signed at all indicated places	<input type="checkbox"/>
Power of Attorney attached	<input type="checkbox"/>
Filled TIN Form(s), if any	<input type="checkbox"/>
Filled BO Form attached, if any	<input type="checkbox"/>
Attach Registration Document of Incorporated Company i.e. Charter, Memorandum, Articles of Association, etc.	<input type="checkbox"/>

COMPANIES REGULATIONS, 2023



**OFFICE OF
THE REGISTRAR
OF COMPANIES**
REPUBLIC OF GHANA

NOTICE OF CESSATION OF BUSINESS OF EXTERNAL COMPANY

THE COMPANIES ACT, 2019 (ACT 992) Pursuant to Section 340

FILL ALL FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS.

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

FORM 25

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration process

{A}

Company Name*		Name should be the same as found on Statutory Documents of the body corporate incorporated outside Ghana. Ghana or any other word cannot be added to distinguish the body Corporate incorporated outside Ghana from the branch being registered.
Presented By*		Presented by a Local Manager or Process Agent
	TIN	

Name should be the same as found on Statutory Documents of the body corporate incorporated outside Ghana.
Ghana or any other word cannot be added to distinguish the body Corporate Incorporated outside Ghana from the branch being registered.

Presented by a Local Manager or Process Agent	
--	--

TIN

To the Registrar of Companies

A company, incorporated under the laws of

hereby gives you

notice that it has ceased to have an established place of business in Ghana.

Name*

Signature

(Local Manager or Process Agent)*

Date*	DD	MM	YY
			Y Y Y

For Office Use Only

Date of Submission of Document*

Name of Company Inspector*

Filing Date*

Signature*

Important Information

Notes

Applicants are to submit to the Registrar a copy of the Certificate of Incorporation, a Power of Attorney appointing the Local Manager and where applicable, a copy of the Constitution, Charter, Statutes, Regulations, Memorandum and Articles of Association, or any other instrument constituting or defining the Constitution of the company, in a language acceptable to the Registrar.

The above documents should be notarised by a Notary Public from the country of origin or duly stamped and sealed by the relevant Embassy or Consulate of Ghana from the said country of origin.

Applicants should also submit to the Registrar a Statement duly notarised in the jurisdiction of origin of the Company giving particulars regarding the Beneficial Owners of the company. See section 330(1) (c) of Act 992.

Privacy Notice

Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfil your specific request.

Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992)

Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.

COMPANIES REGULATIONS, 2023

Change Notice	
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.	
Financial Statement / Group Accounts	
All External Companies are to file Group Accounts once every year at intervals of not more than fifteen months, a Statement of Financial Position amongst other documents to the Registrar. Section 334 of Act 992. Late/Non Filing attracts Penalties	
Check List (✓)	
Please make sure you have complied with the following	
The document has been signed at all indicated places	<input type="checkbox"/>
Power of Attorney attached	<input type="checkbox"/>
Filled TIN Form(s), if any	<input type="checkbox"/>
Filled BO Form attached, if any	<input type="checkbox"/>
Attach Registration Document of Incorporated Company i.e. Charter, Memorandum, Articles of Association, etc.	<input type="checkbox"/>

COMPANIES REGULATIONS, 2023



OFFICE OF THE REGISTRAR OF COMPANIES
SECTION 172 (2) (b)

FORM 26 (A)

CONSENT TO ACT AS A COMPANY DIRECTOR

Company Name:

.....

I hereby consent to act as the Director of the above-named Company

Personal Details:

Full Name:

.....

Former Name: [if applicable]

.....

P. O. Box Number

.....

Residential Address

.....

Contact Number

.....

Signature:

Date:

COMPANIES REGULATIONS, 2023

OFFICE OF THE REGISTRAR OF COMPANIES
SECTION 211(8)

Form 26 (B)

CONSENT TO ACT AS A COMPANY SECRETARY

Company Name:

.....

I hereby consent to act as the Company Secretary of the above-named Company.

Personal Details:

Full Name:

.....

Former Name: [if applicable]

.....

Residential Address:

.....

P. O. Box Number

.....

Mobile Number:

My qualification under Section 211(3) of Act 992 is

.....

.....

.....

Signature:

Date:

COMPANIES REGULATIONS, 2023

OFFICE OF THE REGISTRAR OF COMPANIES
SECTION 211(8)

Form 26 (C)

IN THE MATTER OF THE STATUTORY DECLARATIONS ACT, 1971 (ACT 389)

AND

IN THE MATTER OF A STATUTORY DECLARATION BY

(FULL NAME):

PURSUANT TO THE STATUTORY DECLARATIONS ACT, 1971 (ACT 389)

I, (Full Name):of House

Number: (Landmark):

(Street Name): Location

(Town & City): the declarant

herein, and in accordance with Section 172 (2) of the Companies Act, 2019

(Act 992) do solemnly and sincerely declare as follows:

1. That I have not been charged with or convicted of a criminal offence involving fraud or dishonesty within the last 5 years.
2. That I have not been charged with or convicted of a criminal offence relating to the promotion, incorporation or management of a company in the last 5 years that has become insolvent.
3. That I have not been a director or senior manager of a company that has become insolvent within the last 5 years.

AND I make this solemn declaration conscientiously believing it to be true, in accordance with the Statutory Declarations Act, 1971 (Act 389).

Declared at

Dated this day of, 2020

.....


(Full Name & Signature of Applicant)

COMPANIES REGULATIONS, 2023

SECOND SCHEDULE

(regulation 43)

BENEFICIAL OWNERSHIP DATA

In accordance with the Companies Act 2019 (Act 992)	BENEFICIAL OWNERSHIP DISCLOSURE FORM 1 ORC-BO1	 OFFICE OF THE REGISTRAR OF COMPANIES REPUBLIC OF GHANA
<p>Complete all relevant sections in English. If any information to be included on the form, such as a person's name, is not originally in the Latin alphabet, please use a recognised transliteration into the Latin alphabet.</p> <p>Spell out all words – no abbreviations</p> <p>All sections are mandatory unless otherwise specified as "if applicable"</p> <p>Who must complete this form?</p> <p>This form must be completed by the declaring company incorporated or registered in Ghana. As per Companies Act, 2019, (Act 992), company includes public or private: (i) company limited by shares; (ii) company limited by guarantee; (iii) unlimited company; and (iv) an external company.</p>		

Part A – Purpose Declaration and Types of Company		
1. Purpose of Beneficial Ownership Information Submission (Please tick one box only)	<input type="checkbox"/> Registration of a new company <input type="checkbox"/> First Declaration by existing company <input type="checkbox"/> Submission of Annual Returns <input type="checkbox"/> Company Update / Amendments <input type="checkbox"/> Other (Please specify):	Please tick one box only to indicate purpose of BO disclosure If ticking "Other", please give details.
2. Type of Company	<input type="checkbox"/> Company Limited by Shares <input type="checkbox"/> Company Limited by Guarantee <input type="checkbox"/> Public Limited Company <input type="checkbox"/> Publicly Listed Company <input type="checkbox"/> Unlimited Company <input type="checkbox"/> External Company	

Part B – The Declaring Company		
Full legal name of company:		Give the full name of the company on whose behalf the form is completed

COMPANIES REGULATIONS, 2023

RGD/ORC number (if any):		Provide ORC/RGD number if available – For a new incorporation or registration this may not be applicable
TIN of Company (if any):		Provide Tax Identification Number (TIN) for the company on whose behalf the form is completed. For a new incorporation or registration this may not be applicable
Country of Incorporation:		Country where the company was incorporated

Part C – The Beneficial Owner	
The above company has the following beneficial owners that meet the legal requirement to be disclosed: (Please refer to the guidance notes at the bottom of the forms)	
Name of Beneficial Owner (Natural Person)	Beneficial Ownership Interest (only tick one column for each beneficial owner)
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
A <i>separate</i> beneficial owner form must be completed for <i>each</i> row above. The correct form in each case is shown here:	ORC - BO2

COMPANIES REGULATIONS, 2023

Part D – Disclosure of Ownership via Publicly Listed Companies	
The following Publicly Listed Companies and Government Owned Companies have ownership interests in the declaring company	
Name of Publicly Listed Company (see definition in the guidance notes below)	Ownership Interest
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
A <i>separate</i> beneficial owner form must be completed for <i>each</i> row above. The correct form in each case is shown here:	ORC-BO3 (Publicly Listed Company)

Part E – Attestation									
ATTESTATION									
<p>A company that (i) fails to submit information regarding all of its Beneficial Owners; (ii) fails to submit information regarding all of its Beneficial Owners to the Registrar within timelines prescribed by the Companies Act, 2019 (Act 992) or (iii) fails to submit complete information regarding all of its Beneficial Owners; shall be liable to pay an administrative penalty of five penalty units for each day that the default persists.</p>									
<p>1. I, undersigned, for and on behalf of the reporting entity confirm that all information provided in the above beneficial ownership declaration is accurate and reliable.</p>									
Name of Director* _____	(Signature) _____								
Position. _____ (ddmmyyyy)	Date <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr></table>								
<p>2. I, undersigned, for and on behalf of the reporting entity confirm that all information provided in the above beneficial ownership declaration is accurate and reliable.</p>									
Name of Company Secretary* _____	(Signature) _____								
Position. _____	Date (ddmmyyyy) _____								

COMPANIES REGULATIONS, 2023

* In the case of an external company the local manager should sign.

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OFFICIAL USE ONLY

To be completed by Registrar-General's Department

Name of Company Inspector _____
(Signature) _____

Date received (ddmmyyyy)

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Guidance Notes

Beneficial Owner means an individual

- (a) who directly or indirectly ultimately owns or exercises substantial control over a person or company;
- (b) who has a substantial economic interest in or receives substantial economic benefits from a company whether acting alone or together with other persons.
- (c) on whose behalf a transaction is conducted; or
- (d) who exercises significant control or influence over a legal person or legal arrangement through a formal or informal agreement.

Further to the definition of beneficial owner in the First Schedule to the Act, details on the operation of the reporting requirement and the information to be entered in the Central Register.

- (a) Ultimate owner means an individual who ultimately holds direct or indirect interest, in a company in the form of shareholding or voting rights held directly or indirectly via an intermediary company in accordance with the applicable threshold specified in regulation 44;
- (b) Significant influence or control means an individual has the right to exercise, or actually exercises direct or indirect influence or control over a company, through one or more of the following actions, powers, or abilities:
 - i. right to appoint or remove a majority of a company's board of directors, or an equivalent governing body;
 - ii. right to appoint or remove of the managing director, chief executive officer or the holder of an equivalent position;
 - iii. right to veto or the right to overrule decisions of a company's board of directors or an equivalent governing board;
 - iv. right to hold voting rights in a company other than through ownership interest;
 - v. right to change the nature of a company's business;
 - vi. right to approve company's business plans and any amendments;
 - vii. sign and approve of borrowing, lending or other significant transactions made by a company, other than administrative signatories in accordance with employment obligations.
 - viii. sign a bank or financial institution account of the company, other than administrative signatories in accordance with employment obligations;
 - ix. has influence over any other decision that affects the overall direction of the company
- (c) Substantial economic benefit means the right to benefit directly or indirectly from the company's profit or assets, either through a formal or informal arrangement.


COMPANIES REGULATIONS, 2023

Subject to regulation 41 (1), a Beneficial Owner shall not include an agent, custodian, intermediary, or nominee or person acting in a similar capacity.

"Interest" means:

- I. The ownership of shares, debentures, warrants or other financial instruments issued by or relating to the company; or*
- II. A legal right to a revenue stream from or capital value of those shares, debentures, warrants or other financial instruments issued by or relating to the company.*

COMPANIES REGULATIONS, 2023

In accordance with the Companies Act 2019 (Act 992)	BENEFICIAL OWNERSHIP DISCLOSURE FORM FOR NATURAL PERSON ORC-BO2	 OFFICE OF THE REGISTRAR OF COMPANIES <small>REPUBLIC OF SHANA</small>
<p>Complete all relevant sections in English. If any information to be included on the form, such as a person's name, is not originally in the Latin alphabet, please use a recognised transliteration into the Latin alphabet.</p> <p>Spell out all words – no abbreviations</p> <p>All sections are mandatory unless otherwise specified as "if applicable"</p> <p>Who must complete this form? This form must be completed by every company that has ticked one or more boxes in the Natural Person column of ORC-BO1. Please note that each beneficial owner is required to complete a separate ORC-BO2 form</p>		

Part A: Purpose Declaration and Types of Company		
1. Purpose of Beneficial Ownership Information Submission (Please tick one box only)	<input type="checkbox"/> Registration of a new company <input type="checkbox"/> First Declaration by existing company <input type="checkbox"/> Submission of Annual Returns <input type="checkbox"/> Company Update / Amendments <input type="checkbox"/> Other (Please specify):	<i>Please tick one box only to indicate purpose of BO disclosure</i> <i>If ticking "Other", please give details.</i>
2. Type of Company	<input type="checkbox"/> Company Limited by Shares <input type="checkbox"/> Company Limited by Guarantee <input type="checkbox"/> Public Limited Company <input type="checkbox"/> Publicly Listed Company <input type="checkbox"/> Unlimited Company <input type="checkbox"/> External Company	

Part B: Company Information		
Full legal name of Company:		Give the full name of the company on whose behalf the form is completed
RGD/ORC number (if applicable):		Provide ORC/RGD number if available –

COMPANIES REGULATIONS, 2023

		For a new incorporation or registration this may not be applicable
TIN of Company (if applicable):		Provide Tax Identification Number (TIN) for the company on whose behalf the form is completed For a new incorporation or registration this may not be applicable
Country of Incorporation:		Country where the company was incorporated

Part C – The Beneficial Owner		
First or given name:		Insert the full first or given name or names of the individual beneficial owner
Surname/Family Name		Insert the full surname or family name or names of the individual beneficial owner
Middle Name (if applicable):		
Any previous name		Insert any previous names used by the beneficial owner including maiden names and any alias
Date of Birth:		
	DD - MM - YYYY	
Gender	<input type="checkbox"/> Male <input type="checkbox"/> Female	
Nationality(ies):		Nationality of the beneficial owner If dual nationalities, please list both
Residential Address (including street name, city, country, and: Postal/Zip code	Street Town City State/Region Country Postal/Zip Code	Insert the residential address, even if that is outside of Ghana.
Service Address (including street name, city, country, and: Postal/Zip code	Street Town City State/Region Country Postal/Zip Code	Insert the service address. This can be the office address through which the beneficial owner can be contacted or the reporting company's address

COMPANIES REGULATIONS, 2023

Digital address (if applicable)		Ghana Post GPS address
Postal Address (P.O. Box)		
Tax Identification Number (TIN). (if applicable):		
Telephone/Mobile Number:		
Email address		
Primary ID Number (please attach a copy of your ID):		For Ghanaian beneficial owners, Ghana Card Number For non-Ghanaians: Passport National identity card Driving licence
Primary ID Type:		See previous section's instructions
ID Issuing Country/ State/Province:		Insert the country, state or province which issued the primary ID identified

Part D. – Details on the nature of Interests held by the Beneficial Owner				
1. Does the individual directly or indirectly own shares in the company?	<input type="checkbox"/> Yes – Direct		Effective percentage interest is the estimate of the extent of ownership interest in a declaring company.	
	<input type="checkbox"/> No (skip to 2)			
	Percentage held directly			
2. Does the individual directly or indirectly hold reportable voting rights in the company?	<input type="checkbox"/> Yes		Effective percentage interest is the estimate of the extent of ownership interest in a declaring company	
	<input type="checkbox"/> No (skip to 3)			
	Percentage held directly			
	Percentage held indirectly			
3. Does the individual have the right to exercise, or actually exercises direct	Right to Veto		Select as many as applicable	
	<input type="checkbox"/> Yes			
	<input type="checkbox"/> No			
	<input type="checkbox"/> right to appoint or remove a majority of a company's board of directors, or an equivalent governing body			

COMPANIES REGULATIONS, 2023

<p>or indirect influence or control over significant decisions related to the running of business of the company?</p>	<p><input type="checkbox"/> right to appoint or remove of the managing director, chief executive officer or the holder of an equivalent position</p> <p><input type="checkbox"/> right to veto or the right to overrule decisions of a company's board of directors or an equivalent governing board</p> <p><input type="checkbox"/> right to hold voting rights in a company other than through ownership interest</p> <p><input type="checkbox"/> right to approve company's business or change the nature of a company's business</p> <p><input type="checkbox"/> right to approve company's business plans and any amendments</p> <p><input type="checkbox"/> sign and approve of borrowing, lending or other significant transactions made by a company, other than administrative signatories in accordance with employment obligations.</p> <p><input type="checkbox"/> sign a bank or financial institution account of the company, other than administrative signatories in accordance with employment obligations.</p> <p><input type="checkbox"/> control over any other decision that affects the overall direction of the company (please provide short description of the nature of control if you select this option)</p> <p>Please specify:</p>	
<p>4. Does the Individual have any financial arrangements or benefit from any form of securities issued by the company?</p>	<p><input type="checkbox"/> Yes (please specify)</p> <p><input type="checkbox"/> No</p> <p>(please provide short description of the nature of benefit if you select "Yes")</p>	<p>Please select whether the Natural Person has any other form of securities in the company other than shares disclosed above</p>

COMPANIES REGULATIONS, 2023

Is the individual named above a Politically Exposed Persons , as a result of holding a position of importance or being a close relative or associate of a person holding a position of importance?	<input type="checkbox"/> Yes, domestic Ghanaian PEP <input type="checkbox"/> Yes, international non-Ghanaian PEP <input type="checkbox"/> No (skip to Part D)	
Reason for PEP Status (See instructions)	<input type="checkbox"/> Head of State / Government <input type="checkbox"/> Senior Political Party Official <input type="checkbox"/> Military Official <input type="checkbox"/> Executive of State-Owned Company <input type="checkbox"/> Government Official <input type="checkbox"/> Judicial official <input type="checkbox"/> Members of Parliament <input type="checkbox"/> State Security Official (including police service) <input type="checkbox"/> International and multilateral organizations	<i>Qualification of a PEP includes a rank equivalent to a director or above, including board members</i> <i>A person identified as a PEP remains a PEP for five years after the person entrusted in a prominent public position has left that office and not been entrusted in another prominent public position</i>
Role title of this office holder and office/department, Country		
Nature of Connection to office holder	<input type="checkbox"/> In Person (skip to Part E) <input type="checkbox"/> Immediate Family of PEP <input type="checkbox"/> Close Associate of PEP	<i>Immediate family member" includes spouse or civil partner; children; legally adopted children; parents; siblings; grandparents; grandchildren</i> <i>"close associate" includes</i> (a) <i>an individual known to have joint beneficial ownership of a legal entity or a legal arrangement or any other close business relationship with a person entrusted in a prominent public position;</i> (b) <i>an individual who has sole beneficial ownership of a legal entity or a legal arrangement that is known to have been set up for the benefit of a person entrusted in a prominent public position.</i>
Family or surname of office holder		Insert the full surname or family name(s) of the individual office holder

COMPANIES REGULATIONS, 2023

Full first or given name of office holder:		Insert the full first or given name or names of the individual office holder
Any previous name (e.g., maiden name) of office holder:		Insert any previous names used by the office holder including maiden names and any alias
Date of Birth of office holder	DD - MM - YYYY	

Part E - Attestation

ATTESTATION

A company that (i) fails to submit information regarding all of its Beneficial Owners; (ii) fails to submit information regarding all of its Beneficial Owners to the Registrar within timelines prescribed by the Companies Act, 2019 (Act 992) or (iii) fails to submit complete information regarding all of its Beneficial Owners; shall be liable to pay an administrative penalty of five penalty units for each day that the default persists.

1. I, undersigned, for and on behalf of the reporting entity confirm that all information provided in the above beneficial ownership declaration is accurate and reliable.

Name of Director* _____ (Signature) _____

Position. _____ Date _____

(ddmmyyy)

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2. I, undersigned, for and on behalf of the reporting entity confirm that all information provided in the above beneficial ownership declaration is accurate and reliable.

Name of Company Secretary* _____ (Signature) _____ Position. _____

Date _____

(ddmmyyy)

--	--	--	--	--	--	--	--

* In the case of an external company the local manager should sign.

OFFICIAL USE ONLY

To be completed by Registrar-General's Department

Name of Company Inspector _____
(Signature) _____

Date received (ddmmYYYY)

[illegible]

COMPANIES REGULATIONS, 2023

Guidance Notes**Beneficial Owner means an Individual**

- (a) who directly or indirectly ultimately owns or exercises substantial control over a person or company;
- (b) who has a substantial economic interest in or receives substantial economic benefits from a company whether acting alone or together with other persons.
- (c) on whose behalf a transaction is conducted; or
- (d) who exercises significant control or influence over a legal person or legal arrangement through a formal or informal agreement.

Further to the definition of beneficial owner in the First Schedule to the Act, details on the operation of the reporting requirement and the information to be entered in the Central Register.


- (a) Ultimate owner means an individual who ultimately holds direct or indirect interest, in a company in the form of shareholding or voting rights held directly or indirectly via an intermediary company in accordance with the applicable threshold specified in regulation 44;
- (b) Significant influence or control means an individual has the right to exercise, or actually exercises direct or indirect influence or control over a company, through one or more of the following actions, powers, or abilities:
 - i. right to appoint or remove a majority of a company's board of directors, or an equivalent governing body;
 - ii. right to appoint or remove of the managing director, chief executive officer or the holder of an equivalent position;
 - iii. right to veto or the right to overrule decisions of a company's board of directors or an equivalent governing board;
 - iv. right to hold voting rights in a company other than through ownership interest;
 - v. right to change the nature of a company's business;
 - vi. right to approve company's business plans and any amendments;
 - vii. sign and approve of borrowing, lending or other significant transactions made by a company, other than administrative signatories in accordance with employment obligations.
 - viii. sign a bank or financial institution account of the company, other than administrative signatories in accordance with employment obligations;
 - ix. has influence over any other decision that affects the overall direction of the company
- (c) Substantial economic benefit means the right to benefit directly or indirectly from the company's profit or assets, either through a formal or informal arrangements

Subject to regulation 41 (1), a Beneficial Owner shall not include an agent, custodian, intermediary, or nominee or person acting in a similar capacity.

"Interest" means:

- I. The ownership of shares, debentures, warrants or other financial instruments issued by or relating to the company; or
- II. A legal right to a revenue stream from or capital value of those shares, debentures, warrants or other financial instruments issued by or relating to the company.

COMPANIES REGULATIONS, 2023

In accordance with the Companies Act 2019 (Act 992)	BENEFICIAL OWNERSHIP DISCLOSURE FORM FOR PUBLICLY LISTED COMPANY ORC-BO3	 OFFICE OF THE REGISTRAR OF COMPANIES <small>REPUBLIC OF CHINA</small>
<p>Complete all relevant sections in English. If any information to be included on the form, such as a person's name, is not originally in the Latin alphabet, please use a recognised transliteration into the Latin alphabet.</p> <p>Spell out all words – no abbreviations</p> <p>All sections are mandatory unless otherwise specified as "if applicable"</p> <p>Who must complete this form? This form must be completed by every company that has ticked one or more boxes in the Publicly Listed Company column of BENEFICIAL OWNERSHIP DISCLOSURE FORM 1. Please note that each beneficial owner is required to complete a form.</p>		

Part A: Purpose Declaration and Types of Company		
1. Purpose of Beneficial Ownership Information Submission (Please tick one box only)	<input type="checkbox"/> Registration of a new company <input type="checkbox"/> First Declaration by existing company <input type="checkbox"/> Submission of Annual Returns <input type="checkbox"/> Company Update / Amendments <input type="checkbox"/> Other (Please specify):	<i>Please tick one box only to indicate purpose of BO disclosure</i> <i>If ticking "Other", please give details.</i>
2. Type of Company	<input type="checkbox"/> Company Limited by Shares <input type="checkbox"/> Company Limited by Guarantee <input type="checkbox"/> Public Limited Company <input type="checkbox"/> Publicly Listed Company <input type="checkbox"/> Unlimited Company <input type="checkbox"/> External Company	

Part B: Company Information		
Full legal name of Company:		Give the full name of the company on whose behalf the form is completed
RGD/ORC number (if applicable):		Provide ORC/RGD number if available – For a new incorporation or registration this may not be applicable

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TIN of Company (if applicable):		Provide Tax Identification Number (TIN) for the company on whose behalf the form is completed For a new incorporation or registration this may not be applicable
Country of Incorporation:		Country where the company was incorporated

Part C – The Publicly Listed Company		
Full legal name of Publicly Listed Company		Insert the full legal name of the PLC
International Securities Identifying Number (ISIN) (if applicable):		Insert ISIN number if available
Legal Entity Identifier (if applicable)		
Percentage of shares listed on stock exchange(s):		Insert total percentage of shares of the PLC listed on the stock exchange
Percentage of shares not listed on stock exchange:		Insert percentage of shares not listed on the stock exchange for the avoidance of doubt
Company Address (Including street name, city, country, and: Postal/Zip code)	Street Town City State Country Postal/Zip Code	Insert the PLC's address
Digital address (if applicable)		Ghana Post GPS address
Postal Address (P.O. Box)		
Telephone/Mobile Number:		
Email address		

Part D – Stock Exchange Details		
Name of Stock Exchange	Percentage of Shares Listed	Link to Web Address pages on stock exchange

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Part E – Details on the nature of interests held by the Publicly Listed Company			
1. Does the PLC directly or indirectly own shares in the company?	<input type="checkbox"/> Yes – Direct <input type="checkbox"/> No (skip to 2)		Effective percentage interest is the estimate of the extent of ownership interest in a declaring company.
	Percentage held directly		
	Percentage held indirectly		
2. Does the PLC directly or indirectly reportable hold voting rights in the company?	<input type="checkbox"/> Yes <input type="checkbox"/> No (skip to 3)		Effective percentage interest is the estimate of the extent of ownership interest in a declaring company
	Percentage held directly		
	Percentage held indirectly		
	Right to Veto	<input type="checkbox"/> Yes <input type="checkbox"/> No	
3. Does the PLC has the right to exercise, or actually exercises direct or indirect influence or control over significant decisions related to the running of business of the company?	<input type="checkbox"/> right to appoint or remove a majority of a company's board of directors, or an equivalent governing body <input type="checkbox"/> right to appoint or remove of the managing director, chief executive officer or the holder of an equivalent position <input type="checkbox"/> right to veto or the right to overrule decisions of a company's board of directors or an equivalent governing board		Select as many as applicable

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	<input type="checkbox"/> right to hold voting rights in a company other than through ownership interest <input type="checkbox"/> right to approve company's business or change the nature of a company's business <input type="checkbox"/> right to approve company's business plans and any amendments <input type="checkbox"/> sign and approve of borrowing, lending or other significant transactions made by a company, other than administrative signatories in accordance with employment obligations. <input type="checkbox"/> sign a bank or financial institution account of the company, other than administrative signatories in accordance with employment obligations. <input type="checkbox"/> control over any other decision that affects the overall direction of the company <i>(please provide short description of the nature of control if you select this option)</i> <i>Please specify:</i>	
4. Does the PLC have any financial arrangements or benefit from any form of securities issued by the company?	<input type="checkbox"/> Yes (please specify) <input type="checkbox"/> No <i>(please provide short description of the nature of benefit if you select "Yes")</i>	<i>Please select whether the Natural Person has any other form of securities in the company other than shares disclosed above</i>

Part E - Attestation**ATTESTATION**

A company that (i) fails to submit information regarding all of its Beneficial Owners; (ii) fails to submit information regarding all of its Beneficial Owners to the Registrar within timelines prescribed by the Companies Act, 2019 (Act 992) or (iii) fails to submit complete information regarding all of its Beneficial Owners; shall be liable to pay an administrative penalty of five penalty units for each day that the default persists.

COMPANIES REGULATIONS, 2023

1. I, undersigned, for and on behalf of the reporting entity confirm that all information provided in the above beneficial ownership declaration is accurate and reliable.

Name of Director* _____ (Signature) _____ Position.

_____ Date

(ddmmyyyy)

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2. I, undersigned, for and on behalf of the reporting entity confirm that all information provided in the above beneficial ownership declaration is accurate and reliable.

Name of Company Secretary* _____ (Signature) _____ Position.

_____ Date

(ddmmyyyy)

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* In the case of an external company the local manager should sign.

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To be completed by Registrar-General's Department

Name of Company Inspector _____

(Signature) _____

Date received (ddmmyyy)

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Guidance Notes

Beneficial Owner means an individual

- (a) who directly or indirectly ultimately owns or exercises substantial control over a person or company;
- (b) who has a substantial economic interest in or receives substantial economic benefits from a company whether acting alone or together with other persons.
- (c) on whose behalf a transaction is conducted; or
- (d) who exercises significant control or influence over a legal person or legal arrangement through a formal or informal agreement.

Further to the definition of beneficial owner in the First Schedule to the Act, details on the operation of the reporting requirement and the information to be entered in the Central Register.

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- (a) *Ultimate owner means an individual who ultimately holds direct or indirect interest, in a company in the form of shareholding or voting rights held directly or indirectly via an intermediary company in accordance with the applicable threshold specified in regulation 44;*
- (b) *Significant influence or control means an individual has the right to exercise, or actually exercises direct or indirect influence or control over a company, through one or more of the following actions, powers, or abilities:*
- i. *right to appoint or remove a majority of a company's board of directors, or an equivalent governing body;*
 - ii. *right to appoint or remove of the managing director, chief executive officer or the holder of an equivalent position;*
 - iii. *right to veto or the right to overrule decisions of a company's board of directors or an equivalent governing board;*
 - iv. *right to hold voting rights in a company other than through ownership interest;*
 - v. *right to change the nature of a company's business;*
 - vi. *right to approve company's business plans and any amendments;*
 - vii. *sign and approve of borrowing, lending or other significant transactions made by a company, other than administrative signatories in accordance with employment obligations.*
 - viii. *sign a bank or financial institution account of the company, other than administrative signatories in accordance with employment obligations;*
 - ix. *has influence over any other decision that affects the overall direction of the company*
- (c) *Substantial economic benefit means the right to benefit directly or indirectly from the company's profit or assets, either through a formal or informal arrangements*

Subject to regulation 41 (1), a Beneficial Owner shall not include an agent, custodian, intermediary, or nominee or person acting in a similar capacity.

"Recognised Stock Exchange" means any licensed stock exchange.

"Interest" means:

- i. *The ownership of shares, debentures, warrants or other financial instruments issued by or relating to the company; or*
- ii. *A legal right to a revenue stream from or capital value of those shares, debentures, warrants or other financial instruments issued by or relating to the company.*

In accordance with the Companies Act 2019 (Act 992)	BENEFICIAL OWNERSHIP DISCLOSURE FORM FOR ANNUAL RETURNS ORC-BO4	 OFFICE OF THE REGISTRAR OF COMPANIES <small>REPUBLIC OF IRELAND</small>
<p>Complete all relevant sections in English. If any information to be included on the form, such as a person's name, is not originally in the Latin alphabet, please use a recognised transliteration into the Latin alphabet.</p> <p>Spell out all words – no abbreviations</p> <p>Who must complete this form? This form must be completed by every company that is filing for annual returns as per Act 992. Company includes public or private: (i) company limited by shares; (ii) company limited by guarantee; (iii) unlimited company; and (iv) an external company.</p>		

Part A – The Company		
1. Company Information		
Full legal name of Company:		<i>Give the full name of the company on whose behalf the form is completed</i>
RGD/ORC number:		<i>Provide ORC/RGD number if available –</i>
TIN of Company:		<i>Provide Tax Identification Number (TIN) for the company on whose behalf the form is completed</i>
Country of Incorporation:		<i>Country where the company was incorporated</i>

Part B – Annual Reconfirmation of Beneficial Owners
<p>No changes to Beneficial Ownership information</p> <p><input type="checkbox"/> There have been no changes to the number of existing beneficial owners</p> <p><input type="checkbox"/> There have been no changes in the particulars of existing beneficial owners</p>
<p>Changes to Beneficial Ownership Information</p> <p><input type="checkbox"/> There have been changes to the number of existing beneficial owners of the above mentioned company</p> <p><input type="checkbox"/> There have been changes to the particulars of the existing beneficial owners of the above mentioned company</p> <p><i>(please complete a separate form - ORC-BO6: BO Disclosure Amendments Form)</i></p>

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Part C – Annual Reconfirmation of Beneficial Owners	
The above company has the following beneficial owners that meet the legal requirement to be disclosed: (Please refer to the guidance notes at the bottom of the forms)	
Name of Beneficial Owner (Natural Person)	Beneficial Ownership Interest (only tick one column for each beneficial owner)
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
A <i>separate</i> beneficial owner form must be completed for each row above. The correct form in each case is shown here:	ORC - BO2

The following Publicly Listed Companies and Government Owned Companies (including State Owned Enterprises) have ownership interests in the declaring company	
Name of Government Owned Company or Publicly Listed Company (see definition in the guidance notes below)	Ownership Interest
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
	<input type="checkbox"/> Shareholding <input type="checkbox"/> Significant Control/Influence <input type="checkbox"/> Substantial Economic Benefit
A <i>separate</i> beneficial owner form must be completed for each row above. The correct form in each case is shown here:	ORC-BO3 (Publicly Listed Company) ORC-BO4 (Government Owned Company)

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Part E - Attestation**ATTESTATION**

A company that (i) fails to submit information regarding all of its Beneficial Owners; (ii) fails to submit information regarding all of its Beneficial Owners to the Registrar within timelines prescribed by the Companies Act, 2019 (Act 992) or (iii) fails to submit complete information regarding all of its Beneficial Owners; shall be liable to pay an administrative penalty of five penalty units for each day that the default persists.

1. I, undersigned, for and on behalf of the reporting entity confirm that all information provided in the above beneficial ownership declaration is accurate and reliable.

Name of Director* _____ (Signature) _____

Position. _____ Date

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(ddmmyyyy)

1. I, undersigned, for and on behalf of the reporting entity confirm that all information provided in the above beneficial ownership declaration is accurate and reliable.

Name of Company Secretary* _____ (Signature) _____

Position. _____ Date

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(ddmmyyyy)

* In the case of an external company the local manager should sign.

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To be completed by Registrar-General's Department

Name of Company Inspector _____
(Signature) _____

Date received (ddmmyyyy)

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Guidance Notes

Beneficial Owner means an individual

(a) who directly or indirectly ultimately owns or exercises substantial control over a person or company;

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- (b) who has a substantial economic interest in or receives substantial economic benefits from a company whether acting alone or together with other persons.*
- (c) on whose behalf a transaction is conducted; or*
- (d) who exercises significant control or influence over a legal person or legal arrangement through a formal or informal agreement.*

Further to the definition of beneficial owner in the First Schedule to the Act, details on the operation of the reporting requirement and the information to be entered in the Central Register.

- (a) Ultimate owner means an individual who ultimately holds direct or indirect interest, in a company in the form of shareholding or voting rights held directly or indirectly via an intermediary company in accordance with the applicable threshold specified in regulation 44;*
- (b) Significant influence or control means an individual has the right to exercise, or actually exercises direct or indirect influence or control over a company, through one or more of the following actions, powers, or abilities:*
 - i. right to appoint or remove a majority of a company's board of directors, or an equivalent governing body;*
 - ii. right to appoint or remove of the managing director, chief executive officer or the holder of an equivalent position;*
 - iii. right to veto or the right to overrule decisions of a company's board of directors or an equivalent governing board;*
 - iv. right to hold voting rights in a company other than through ownership interest;*
 - v. right to change the nature of a company's business;*
 - vi. right to approve company's business plans and any amendments;*
 - vii. sign and approve of borrowing, lending or other significant transactions made by a company, other than administrative signatories in accordance with employment obligations.*
 - viii. sign a bank or financial institution account of the company, other than administrative signatories in accordance with employment obligations.*
 - ix. has influence over any other decision that affects the overall direction of the company*

- (c) Substantial economic benefit means the right to benefit directly or indirectly from the company's profit or assets, either through a formal or informal arrangement.*


Subject to regulation 41 (1), a Beneficial Owner shall not include an agent, custodian, intermediary, or nominee or person acting in a similar capacity.

"Recognised Stock Exchange" means any licensed stock exchange.

"Interest" means:

- i. The ownership of shares, debentures, warrants or other financial instruments issued by or relating to the company; or*
- ii. A legal right to a revenue stream from or capital value of those shares, debentures, warrants or other financial instruments issued by or relating to the company.*

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<p>In accordance with the Companies Act 2019 (Act 992)</p>	<p align="center">BENEFICIAL OWNERSHIP DISCLOSURE AMENDMENT FORM ORC-BO5</p>	 <p>OFFICE OF THE REGISTRAR OF COMPANIES <small>REPUBLIC OF UGANDA</small></p>
<p>Complete all relevant sections in English. If any information to be included on the form, such as a person's name, is not originally in the Latin alphabet, please use a recognised transliteration into the Latin alphabet.</p>		
<p>Spell out all words – no abbreviations</p>		
<p>Who must complete this form? This form must be completed by every company whose beneficial ownership information has changed. As per Act 992, company includes public or private: (i) company limited by shares; (ii) company limited by guarantee; (iii) unlimited company; and (iv) an external company.</p>		

Part A – The Company		
1. Company Information		
Full legal name of Company:		<i>Give the full name of the company on whose behalf the form is completed</i>
RGD/ORC number:		<i>Provide ORC/RGD number if available –</i>
TIN of Company:		<i>Provide Tax Identification Number (TIN) for the company on whose behalf the form is completed</i>
Country of Incorporation:		<i>Country where the company was incorporated</i>

[illegible]

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	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Complete a separate Amendment form for each beneficial owner	Complete BO2, BO3 or BO4	Skip to Part F	Complete appropriate sections where changes are expected to be made

Changes to Existing Particulars		
Change in Personal information	<input type="checkbox"/> Yes <input type="checkbox"/> No	Skip to Part C
Change in PEP status	<input type="checkbox"/> Yes <input type="checkbox"/> No	Skip to Part D
Change in nature of interest	<input type="checkbox"/> Yes <input type="checkbox"/> No	Skip to Part E

Part C – The Beneficial Owner		
First name/Given Name		
Surname/Family Name		Insert the new full surname or family name or names of the individual beneficial owner
Date of Birth	DD-MM-YYY	There should be evidence of an affidavit. (A photocopy of an affidavit)
Nationality(ies):		Nationality of the beneficial owner If dual nationalities, please list both
Residential Address (including street name, city, country, and: Postal/Zip code	Street Town City State/region Country Postal/Zip Code	Insert the residential address, even if that is outside of Ghana.
Service Address (including street name, city, country, and: Postal/Zip code	Street	Insert the service address. This can be the office address through which the beneficial owner can be

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	Town	City	State/region	contacted or the reporting company's address
	Country	Postal/Zip Code		
Digital address (if applicable)				Ghana Post GPS address
Postal Address (P.O. Box)				
Telephone/Mobile Number:				
Email address				
Primary ID Number (please attach a copy of your ID):				For Ghanaian beneficial owners, Ghana Card Number
				For non-Ghanaians: Passport National identity card, Social security number or equivalent Driving licence
Primary ID Type:				See previous section's instructions
ID Issuing Country/State/Province:				Insert the country, state or province which issued the primary ID identified

Part C – Details on the nature of interests held by the Beneficial Owner			
1. Does the beneficial owner directly or indirectly own shares in the company?	<input type="checkbox"/> Yes – Direct		Effective percentage interest is the estimate of the extent of ownership interest in a declaring company.
	<input type="checkbox"/> No (skip to 2)		
	Percentage held directly		
	Percentage held indirectly		

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2. Does the beneficial owner directly or indirectly hold voting rights in the company?	<input type="checkbox"/> Yes <input type="checkbox"/> No (skip to 3). Percentage held directly: _____ Percentage held indirectly: _____ Right to Veto: <input type="checkbox"/> Yes <input type="checkbox"/> No	<i>Effective percentage interest is the estimate of the extent of ownership interest in a declaring company</i>
3. Does the Beneficial Owner has the right to exercise, or actually exercises direct or indirect influence or control over significant decisions related to the running of business of the company?	<input type="checkbox"/> right to appoint or remove a majority of a company's board of directors, or an equivalent governing body <input type="checkbox"/> right to appoint or remove of the managing director, chief executive officer or the holder of an equivalent position <input type="checkbox"/> right to veto or the right to overrule decisions of a company's board of directors or an equivalent governing board <input type="checkbox"/> right to hold voting rights in a company other than through ownership interest <input type="checkbox"/> right to approve company's business or change the nature of a company's business <input type="checkbox"/> right to approve company's business plans and any amendments <input type="checkbox"/> sign and approve of borrowing, lending or other significant transactions made by a company, other than administrative signatories in accordance with employment obligations. <input type="checkbox"/> sign a bank or financial institution account of the company, other than administrative signatories in accordance with employment obligations. <input type="checkbox"/> control over any other decision that affects the overall direction of the company <i>(please provide short description of the nature of control if you select this option)</i> Please specify: _____	<i>Select as many as applicable</i>

COMPANIES REGULATIONS, 2023

<p>4. Does the Beneficial Owner have any financial arrangements or benefit from any form of securities issued by the company?</p>	<p><input type="checkbox"/> Yes (please specify)</p> <p><input type="checkbox"/> No</p> <p>(please provide short description of the nature of benefit if you select "Yes")</p>	<p>Please select whether the Natural Person has any other form of securities in the company other than shares disclosed above</p>

Part E – Politically Exposed Persons (PEP) Status of Beneficial Owner		
<p>Is the individual named above a Politically Exposed Persons, as a result of holding a position of importance or being a close relative or associate of a person holding a position of importance?</p>	<p><input type="checkbox"/> Yes, domestic Ghanaian PEP</p> <p><input type="checkbox"/> Yes, international non-Ghanaian PEP</p> <p><input type="checkbox"/> No (skip to Part D)</p>	
<p>Reason for PEP Status (See instructions)</p>	<p><input type="checkbox"/> Head of State / Government</p> <p><input type="checkbox"/> Senior Political Party Official</p> <p><input type="checkbox"/> Military Official</p> <p><input type="checkbox"/> Executive of State-Owned Company</p> <p><input type="checkbox"/> Government Official</p> <p><input type="checkbox"/> Judicial official</p> <p><input type="checkbox"/> State Security Official (including police service)</p> <p><input type="checkbox"/> International and multilateral organizations</p>	<p>Qualification of a PEP includes a rank equivalent to a director or above, including board members</p> <p>A person identified as a PEP remains a PEP for eight years after the person entrusted in a prominent public position has left that office and not been entrusted in another prominent public position</p>

COMPANIES REGULATIONS, 2023

Position. _____	Date (ddmm/yyyy) _____
<p>3. I, undersigned, for and on behalf of the reporting entity confirm that all information provided in the above beneficial ownership declaration is accurate and reliable. Failure to provide accurate and reliable information shall constitute a violation of the Companies Act 2019 Act 992. A violation shall be liable to an administrative penalty of five penalty units for each day that the default persists.</p>	
<p>Name of Company Secretary* _____ (Signature) _____</p>	
<p>Position. _____ (ddmm/yyyy)</p>	<p>Date _____</p>
<p>* In the case of an external company the local manager should sign.</p>	

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To be completed by Registrar-General's Department

<p>Name of Company Inspector _____ (Signature)</p>	<p>Date received (ddmm/yyyy) _____</p>
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Guidance Notes

Beneficial Owner means an Individual

- (a) who directly or indirectly ultimately owns or exercises substantial control over a person or company;
- (b) who has a substantial economic interest in or receives substantial economic benefits from a company whether acting alone or together with other persons.
- (c) on whose behalf a transaction is conducted; or
- (d) who exercises significant control or influence over a legal person or legal arrangement through a formal or informal agreement.

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- (a) Ultimate owner means an individual who ultimately holds direct or indirect interest, in a company in the form of shareholding or voting rights held directly or indirectly via an intermediary company in accordance with the applicable threshold specified in regulation 44;

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(b) *Significant influence or control means an individual has the right to exercise, or actually exercises direct or indirect influence or control over a company, through one or more of the following actions, powers, or abilities:*

- i. *right to appoint or remove a majority of a company's board of directors, or an equivalent governing body;*
- ii. *right to appoint or remove of the managing director, chief executive officer or the holder of an equivalent position;*
- iii. *right to veto or the right to overrule decisions of a company's board of directors or an equivalent governing board;*
- iv. *right to hold voting rights in a company other than through ownership interest;*
- v. *right to change the nature of a company's business;*
- vi. *right to approve company's business plans and any amendments;*
- vii. *sign and approve of borrowing, lending or other significant transactions made by a company, other than administrative signatories in accordance with employment obligations.*
- viii. *sign a bank or financial institution account of the company, other than administrative signatories in accordance with employment obligations.*
- ix. *has influence over any other decision that affects the overall direction of the company*

(c) *Substantial economic benefit means the right to benefit directly or indirectly from the company's profit or assets, either through a formal or informal arrangement.*

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- i. *The ownership of shares, debentures, warrants or other financial instruments issued by or relating to the company; or*
- ii. *A legal right to a revenue stream from or capital value of those shares, debentures, warrants or other financial instruments issued by or relating to the company.*

*COMPANIES REGULATIONS, 2023***THIRD SCHEDULE***(regulation 51(1))***Classification of Companies**

COMPANY CATEGORY	REVENUE*	ASSETS*
Small	GHS0 – GHS400,000	GHS0 – GHS400,000
Medium	GHS400,001 - GHS10,000,000	GHS400,001 - GHS10,000,000
Large	Above GHS 10,000,000	Above GHS 10,000,000

*whichever is higher

COMPANIES REGULATIONS, 2023.

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Date of *Gazette* notification: 31st October, 2023.

Entry into force: 30th November, 2023.