

REPUBLIC OF VANUATU

CHAPTER 191

THE COMPANIES (ANNUAL RETURN BY EXEMPTED COMPANIES)
ORDER No. 3 OF 1992

An Order to provide for the forms of annual returns.

IN EXERCISE of the powers conferred by section 377(1) of the Companies Act [CAP. 191] I, WILLIE JIMMY, Minister of Finance, Commerce, Industry and Tourism, hereby make the following Order :-

FORM OF ANNUAL RETURN OF AN EXEMPTED COMPANY IN SCHEDULE 3 OF CHAPTER 191

1. The annual return of an exempted company of a class specified in Schedule 3 of the Companies Act [CAP. 191] (hereinafter referred to as "the Act") shall contain the particulars and shall be in the form set out in Schedule 1 to this Order.

FORM OF ANNUAL RETURN OF AN EXEMPTED COMPANY OF A CLASS NOT SPECIFIED IN SCHEDULE 3 OF THE ACT

2. The annual return of an exempted company, other than an exempted company of a class specified in Schedule 3 of the Act, shall contain the particulars and shall be in the form set out in Schedule 2 to this Order.

COMMENCEMENT

3. This Order shall come into force on the date of its publication in the Gazette.

DATED this

13th

day of May, 1992.



WILLIE JIMMY

Minister of Finance, Commerce, Industry and Tourism

SCHEDULE 1

Form of Return of an Exempted Company

of a class specified in Schedule 3 of the Companies Act [CAP. 191]

(Section 377)

RETURN of Limited made up to
..... filed pursuant to section 377 of the Companies Act [CAP. 191] for the
year 19.....

We certify that:

- (i) The company has not since the date of *(the incorporation of the company/the last annual return) issued any invitation to the public to subscribe for any shares in or debentures of the company;
- (ii) Proper books of account have been kept by the company for the period to which this return relates;
- (iii) The company has not, during the period to which this return relates, traded or carried on bussiness in Vanuatu with any person, firm or corporation, other than with another exempted company or in furtherance of its business carried on outside Vanuatu;
- (iv) The company has, during the period to which this return relates, complied with its obligations under Part XI of the Companies Act [CAP. 191] and has not acted in breach of section 378 thereof;
- (v) To the best of our knowledge and belief, *(no member of the company is acting or has at any time during the period to which this return relates acted as agent or nominee for some other person) the following are the particulars regarding the persons for whom a member of the company is acting or has at any time during the period to which this return relates acted as agent or nominee.

Signed , Director

Signed , Secretary

*Strike out whichever is inapplicable.

NOTES: 1. In relation to (v):

- (a) where the second alternative is applicable state the particulars of the person or persons for whom each member has acted as agent or nominee (giving the name of the member and stating in which capacity he has acted);

- (b) the particulars required to be stated are the full name and former name (if any), the full residential address (or in the case of a corporation the address of the registered office) and, in the case of an individual, the occupation of the person or persons for whom each member has acted as agent or nominee;
 - (c) if a member acts or has acted as agent or nominee for a person who is, or was at the relevant time himself acting as the trustee of a trust, this should be stated and the particulars of the person or persons whom the trustee considers to be the real beneficiary or beneficiaries under the trust (whether or not he or they have any present legal entitlement thereunder) should be stated.
2. This return must be made up to a date not earlier than the anniversary of the company's registration by more than one month and not later than the anniversary of its registration.

SCHEDULE 2

Form of Return of an Exempted Company not being a company
of a class specified in Schedule 3 of the Companies Act [CAP. 191]

(Section 377)

RETURN of Limited made up to filed
pursuant to section 377 of the Companies Act [CAP. 191] for the year 19.....

1. Registered Office

(Address of the registered office of the company)

2. Nominal share capital:

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3. List of present members:

Full name	Residential address	Nationality	Number of shares held	Amount paid up or credited as paid up on shares held
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(or in case of a corporation, the registered office)

(or in case of a corporation, the country of legal existence)

(by class)

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4. List of directors and secretaries:

Full name	Residential address	Nationality	Director or Secretary
	(or in case of a corporation, the registered office)	(or in case of a corporation, the country of legal existence)	
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We certify that:

- (i) The company has not since the date of (the incorporation of the company/the last annual return) issued any invitation to the public to subscribe for any shares in or debentures of the company;
- (ii) Proper books of account have been kept by the company for the period to which this return relates;
- (iii) The company has not, during the period to which this return relates, traded or carried on business in Vanuatu with any person, firm or corporation, other than with another exempted company or in furtherance of its business carried on outside Vanuatu;
- (iv) The company has, during the period to which this return relates, complied with its obligations under Part XI of the Companies Act [CAP. 191] and has not acted in breach of section 378 thereof.

Signed , Director

Signed , Secretary

Note: This return must be made up to a date not earlier than the anniversary of the company's registration by more than one month and not later than the anniversary of its registration.