



# GOVERNMENT GAZETTE

## OF THE

# REPUBLIC OF NAMIBIA

N\$62.40

WINDHOEK - 16 November 2020

No. 7390

### CONTENTS

*Page*

#### GOVERNMENT NOTICE

No. 294    Amendment of Companies Administrative Regulations: Companies Act, 2004 ..... 1

## Government Notice

### MINISTRY OF INDUSTRIALISATION AND TRADE

No. 294

2020

#### AMENDMENT OF COMPANIES ADMINISTRATIVE REGULATIONS: COMPANIES ACT, 2004

Under section 13 of the Companies Act, 2004 (Act No. 28 of 2004) I have amended the Companies Administrative Regulations published under Government Notice No. 173 of 1 November 2010 as set out in the Schedule.

**L. IIPUMBU**  
**MINISTER OF INDUSTRIALISATION AND TRADE**

Windhoek, 14 October 2020

### SCHEDULE

#### Definitions

1. In these regulations “the Regulations” means the Companies Administrative Regulations published under Government Notice No. 173 of 1 November 2010, as amended by Government Notices No. 207 of 1 September 2016, No. 310 of 1 December 2017 and No. 311 of 31 October 2019.

**Substitution of Annexure 3 to Regulations**

2. The Regulations are amended by the substitution for Annexure 3 of the following Annexure:

**“ANNEXURE 3  
FORMS CM 1 TO CM 52**

**Form CM 1**

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 70) (Regulation 17 (1))



**CERTIFICATE OF INCORPORATION OF A COMPANY HAVING A SHARE CAPITAL**

Registration Number of Company

This is to certify that:

.....

was this day incorporated under the Companies Act, 2004, (Act No. 28 of 2004), and that the Company is a Company having a share capital.

Signed and sealed at WINDHOEK this ..... day of ..... of the year .....

**Registrar**

Seal of Registration Office

*This certificate is not valid unless sealed by the seal of the Registration Office*

REPUBLIC OF NAMIBIA

BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA

COMPANIES ACT, 2004  
(Section 61(1)) (Regulation 17(1) and 17(2))



MEMORANDUM OF ASSOCIATION OF A COMPANY HAVING A SHARE CAPITAL

Registration Number of Company

NS\$ 150,00 fee payable  
in terms of the Act  
and as set out in the  
regulations plus Annual  
Duty under 182 & 183

1. NAME OF COMPANY

(a) The name of the Company is:

.....

(b) The shortened form of the name of the Company is:

.....

REPUBLIC OF NAMIBIA

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**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

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COMPANIES ACT, 2004

**2. DESCRIBING THE MAIN BUSINESS OF THE COMPANY\***

The main purpose of the Company is to carry out: .....

.....

.....

.....

.....

*(\*This is for purposes of the Registrar and not for purposes of the powers, capacity or objects of the company)*

**3. OBJECT(S), IF ANY (section 38)**

The object(s) of the Company is/are: .....

.....

.....

.....

.....

**4. ANCILLARY OBJECTS EXCLUDED**

The specific ancillary objects, if any, referred to in section 39(1) of the Act, which are excluded from the unlimited ancillary objects of the Company: .....

.....

.....

.....

.....

**5. POWERS**

(a) The specific powers or part of any powers of the Company, if any, which are excluded from the plenary powers or the powers set out in Schedule 2 of the Act (if any): .....

.....

.....

.....

.....

(b) The specific powers or part of any specific powers of the Company set out in Schedule 2 of the Act, if any, which are qualified under section 39(2) of the Act (if any): .....

.....

.....

.....

.....

**6. CONDITIONS**

Any special conditions which apply to the Company and the requirements, if any, additional to those prescribed in the Act for their alteration: .....

.....  
.....  
.....  
.....



**Form CM 2**  
**Part C**

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004

**ASSOCIATION CLAUSE**

(a) Where more than one person signs the memorandum

We the several persons whose full names, occupations, residential, business and postal addresses are subscribed, are desirous of being formed into a company in pursuance of this Memorandum of Association and we respectively agree to take up the number of shares in the capital of the Company, as set out opposite our respective names.

We also agree to pay for the par value shares of the Company as determined by this Memorandum and to pay for the number of no par value shares of the Company, that amount determined by the Company when the shares are issued.

<b>Particulars of subscriber</b>	<b>Number in words and type of shares taken</b>	<b>Date and signature of subscriber</b>	<b>Particulars of witness</b>	<b>Date and signature of witness</b>
1. Full names  Occupation  Residential address  Business address  Postal address  Email address			1. Full names  Occupation  Residential address  Business address  Postal address  Email address	
2. Full names  Occupation  Residential address  Business address			2. Full names  Occupation  Residential address  Business address	

<b>Particulars of subscriber</b>	<b>Number in words and type of shares taken</b>	<b>Date and signature of subscriber</b>	<b>Particulars of witness</b>	<b>Date and signature of witness</b>
Postal address  Email address			Postal address  Email address	
3. Full names  Occupation  Residential address  Business address  Postal address  Email address			3. Full names  Occupation  Residential address  Business address  Postal address  Email address	
4. Full names  Occupation  Residential address  Business address  Postal address  Email address			4. Full names  Occupation  Residential address  Business address  Postal address  Email address	
5. Full names  Occupation  Residential address  Business address			5. Full names  Occupation  Residential address  Business address	

<b>Particulars of subscriber</b>	<b>Number in words and type of shares taken</b>	<b>Date and signature of subscriber</b>	<b>Particulars of witness</b>	<b>Date and signature of witness</b>
Postal address  Email address			Postal address  Email address	
6. Full names  Occupation  Residential address  Business address  Postal address  Email address			6. Full names  Occupation  Residential address  Business address  Postal address  Email address	
7. Full names  Occupation  Residential address  Business address  Postal address  Email address			7. Full names  Occupation  Residential address  Business address  Postal address  Email address	

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004

(b) To be completed. Where one person signs the memorandum

I, .....  
*(full name)*

Whose occupation is .....

residing at .....

having a business address at .....

and the following postal address .....

am desirous to form a company in pursuance of this Memorandum of Association and agree to take up the number of shares in the capital of the Company, set opposite my signature below.

I also agree to pay for the par value shares of the Company as determined by this Memorandum and to pay for the number of no par value shares of the Company, that amount determined by the Company when the shares are issued to me.

.....  
Number, in words and type of shares taken

.....  
Signature of subscriber

.....  
Date

**Particulars of witness**

..... Full names: .....

.....  
Occupation: .....

Date Residential address: .....

.....  
Business address: .....

.....  
Postal address: .....

.....  
Email address .....

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 70) (Regulation 17(3))



**CERTIFICATE OF INCORPORATION OF A COMPANY NOT  
HAVING A SHARE CAPITAL**

Registration Number of Company

This is to certify that:

.....

was this day incorporated under the Companies Act, 2004 (Act No. 28 of 2004), and that the Company is a Company limited by guarantee/\* *and is incorporated under section 21 of that Act.*

\*Delete if not applicable

Signed and sealed at WINDHOEK this ..... day of ..... of the year .....

\_\_\_\_\_  
**Registrar**

Seal of Registration Office

*This certificate is not valid unless sealed by the seal of the Registration Office*

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 61(1)) (Regulation 17(3))



**MEMORANDUM OF ASSOCIATION OF A COMPANY NOT HAVING A SHARE CAPITAL**

Registration Number of Company

**NS 150,00** fee payable  
in terms of the Act  
and as set out in the  
regulations plus Annual  
Duty under 182 & 183

**1. NAME OF COMPANY**

(a) The name of the Company is:

.....

(b) The shortened form of the name of the Company is:

.....

(c) Translation of name of Company and/or shortened form of name of Company (if possible) where name is not in official language (section 48(2)):

.....

*continuation of Form CM 4*  
Part A

REPUBLIC OF NAMIBIA

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**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

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COMPANIES ACT, 2004

**2. GUARANTEE**

- (a) The liability of members is limited to the amount referred to in paragraph (b).
- (b) Each member undertakes to contribute to the assets of the Company in the event of its being wound up, while being a member or within one year afterwards, for payment of the debts and liabilities of the Company contracted before such member ceases to be a member, and of the costs, charges and expenses of the winding up, and for the adjustment of the rights of the contributories among themselves an amount of .....  
Namibian Dollar/cent.

*continuation of Form CM 4***Part B**

## REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

## COMPANIES ACT, 2004

**ASSOCIATION CLAUSE**

We, the several persons whose full names, occupations, residential, business and postal addresses are subscribed are desirous of being formed into a company in pursuance of this Memorandum of Association and we respectively agree to become members of the company.

<b>Particulars of subscriber</b>	<b>Date and signature of subscriber</b>	<b>Particulars of witness</b>	<b>Date and signature of witness</b>
1. Full names  Occupation  Residential address  Business address  Postal address  Email address		1. Full names  Occupation  Residential address  Business address  Postal address  Email address	
2. Full names  Occupation  Residential address  Business address		2. Full names  Occupation  Residential address  Business address	
Postal address  Email address		Postal address  Email address	
3. Full names  Occupation		3. Full names  Occupation	

<b>Particulars of subscriber</b>	<b>Date and signature of subscriber</b>	<b>Particulars of witness</b>	<b>Date and signature of witness</b>
Residential address  Business address  Postal address  Email address		Residential address  Business address  Postal address  Email address	
4. Full names  Occupation  Residential address  Business address  Postal address  Email address		4. Full names  Occupation  Residential address  Business address  Postal address  Email address	
5. Full names  Occupation  Residential address  Business address		5. Full names  Occupation  Residential address  Business address	
Postal address  Email address		Postal address  Email address	
6. Full names  Occupation  Residential address		6. Full names  Occupation  Residential address	

<b>Particulars of subscriber</b>	<b>Date and signature of subscriber</b>	<b>Particulars of witness</b>	<b>Date and signature of witness</b>
Business address  Postal address  Email address		Business address  Postal address  Email address	
7. Full names  Occupation  Residential address  Business address  Postal address  Email address		7. Full names  Occupation  Residential address  Business address  Postal address  Email address	

Form CM 5

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
 (Sections 48(1) and 49)) (Regulation 14(1))  
 (To be lodged in duplicate)



CM5

**APPLICATION FOR RESERVATION OF NAME OR SHORTENED  
 FORM OR DEFENSIVE NAME**

Business and Intellectual  
 Property Authority - Business Registration office  
 PO Box 185  
 WINDHOEK  
 NAMIBIA  
 Tel: +264 61 2994400  
 Email: [info@bipa.na](mailto:info@bipa.na)

**NS 75,00** fee payable in  
 terms of the Act and as set  
 out in the regulations

A. Proposed Name  or Shortened Form  or Defensive Name  (indicate with a cross ("X"))

In order of preference	For Office use	Initials & Date
1. _____	Approved / not approved	
2. _____	Approved / not approved	
3. _____	Approved / not approved	
4. _____	Approved / not approved	
5. _____	Approved / not approved	
6. _____	approved / not approved	
<b>Reservation is valid for two months</b>		

**B. Comparative Names (For Office Use)**

\_\_\_\_\_

**C.** Is the proposed name associated with a person or a company? If so, what is the name and number (if a company) and the nature of the association (e.g. holding/subsidiary/director etc)?

\_\_\_\_\_

\_\_\_\_\_

**D.** Purpose of proposed company \_\_\_\_\_

\_\_\_\_\_

**E.** In case of a DEFENSIVE NAME, submit written proof that applicant has a direct and material interest in the name

\_\_\_\_\_

\_\_\_\_\_

**F.** If name of company or shortened form thereof is in a language other than the official language, provide translation thereof in as far as possible.

Translation \_\_\_\_\_

---

**Name of Applicant (print)**

---

**Address to which form must be returned**

---

**Signature of applicant/agent**

---

**Postal Address:**

---

**E-mail Address:**

---

**Date**

---

**Mobile Number:**

---

**Telephone Number:**

---

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 48(3)) (Regulation 14(2))

*To be accompanied by Form CM 5 with name as approved)*



CM6

**N\$ 75,00** fee payable in terms of the Act and as set out in the regulations

**APPLICATION FOR EXTENSION OF RESERVATION OF NAME**

Name previously reserved: \_\_\_\_\_

Date of approval of previous reservation: \_\_\_\_\_

Reasons for requiring reservation to be extended: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

*Legal practitioner, agent or person acting on behalf of applicant for name*

*Promoters of a company in the case of a company to formed*

Name \_\_\_\_\_  
\_\_\_\_\_

Full names \_\_\_\_\_  
\_\_\_\_\_

Postal address \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Business address \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Email address \_\_\_\_\_  
\_\_\_\_\_

Email address \_\_\_\_\_  
\_\_\_\_\_

Date \_\_\_\_\_  
\_\_\_\_\_

Signature \_\_\_\_\_  
\_\_\_\_\_

**N.B.** - *If this portion below is not completed no confirmation will be sent.*

**Perforated**

.....

Name reserved \_\_\_\_\_

Name of person to whom this form is to be sent \_\_\_\_\_

Postal address \_\_\_\_\_

E-mail Address: \_\_\_\_\_

Mobile Number: \_\_\_\_\_

Telephone Number: \_\_\_\_\_

The name has been reserved for a further period of one month from this date  
**Registrar**

Form CM 7

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**COMPANIES ACT, 2004  
(Section 49(1)) (Regulation 14(2))*(To be accompanied by Form CM 5 with name as approved)***APPLICATION FOR REGISTRATION OF SHORTENED FORM OF A  
NAME OF A COMPANY**

<b>N\$ 60,00</b> fee payable in terms of the Act and as set out in the regulations
--

Name of company: \_\_\_\_\_

Registration No. of company: \_\_\_\_\_

Registered postal address of company: \_\_\_\_\_  
\_\_\_\_\_

Shortened form of name to be registered: \_\_\_\_\_

Translation of shortened form of name of company (where possible) if name is not in official language:  
\_\_\_\_\_  
\_\_\_\_\_\_\_\_\_\_  
Date\_\_\_\_\_  
Signature*N.B. If this portion below is not completed no confirmation of registration will be sent.***Perforated**  
.....

Name registered	The name was registered on the date specified here
Name of Applicant	Registrar
Postal Address	
E-mail Address:	
Mobile Number:	Date stamp of Registration Office
Telephone Number:	

Form CM 8

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**COMPANIES ACT, 2004  
(Section 49(2)(a)) (Regulation 15(4))**APPLICATION FOR REGISTRATION OF DEFENSIVE NAME**

Registration Number of Defensive Name

**N\$ 300,00** fee  
payable in terms of  
the Act and as set out  
in the regulations

Business and Intellectual  
Property Authority -  
Business Registration office  
P.O. Box 185  
WINDHOEK  
NAMIBIA  
Tel: +264 61 2994400  
Email: info@bipa.na

Name to be registered: \_\_\_\_\_

I/We request that the above name be registered as a defensive name.

Our reasons for making this request are as follows: \_\_\_\_\_

*(Separate loose sheets of paper may be used if space is insufficient.)*

Translation of defensive name, where possible, if defensive name is not in official language

\_\_\_\_\_

Name of applicant: \_\_\_\_\_

Postal Address: \_\_\_\_\_

Residential Address: \_\_\_\_\_

Mobile Number: \_\_\_\_\_ E-mail Address: \_\_\_\_\_

**Note** - Form CM5 on which the name has been approved, must be attached when registration is first requested.

Date \_\_\_\_\_ Signature \_\_\_\_\_

**Perforated***(To be completed by applicant)*

.....

The name _____ has been registered as a defensive name for a period of two years from the date of this notification	Registrar
Name of _____ Applicant _____ Postal address _____ _____	Date stamp of Registration Office
Email address _____	

Seal of Registration Office:

*This notification is not valid unless sealed by the seal of Registration Office*

Form CM 8A

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**COMPANIES ACT, 2004  
(Section 49(2)(b)) (Regulation 15(6))**APPLICATION FOR THE RENEWAL OF REGISTRATION OF DEFENSIVE NAME**

Registration Number of Defensive Name

**N\$ 160,00** fee  
payable in terms of  
the Act and as set out  
in the regulations

Business and Intellectual  
Property Authority - Business Registration office  
PO Box 185  
WINDHOEK  
NAMIBIA  
Tel: +264 61 2994400  
Email: info@bipa.na

- A.** Name presently registered \_\_\_\_\_  
Current Registration Number \_\_\_\_\_
- B.** Date of present registration or renewal \_\_\_\_\_
- C.** Submit written proof that applicant still has a direct and material interest in the name  
\_\_\_\_\_

Residential Address:

Name of applicant (print)

Postal Address:

Mobile No:

Email Address:

Signature of applicant

Provide above address of applicant

Date

**Renewal of registration approved/not approved for two years from \_\_\_\_\_**

Date

Registrar of Business

**Perforated**

(To be completed by company)

.....

**Defensive name** \_\_\_\_\_

Form CM8A

**Registration**

**Number** \_\_\_\_\_

**Renewal of the registration of the above defensive name has been approved for two years from**

\_\_\_\_\_

Name \_\_\_\_\_

Postal Address \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Registrar
Date stamp of Registration Office

Form CM 9

REPUBLIC OF NAMIBIA

BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA

COMPANIES ACT, 2004  
(Section 50(2)) (Regulation 16 (1))



APPLICATION FOR CHANGE OF NAME OF COMPANY

Registration Number of Company

NS 60,00 fee payable  
in terms of the Act  
and as set out in the  
regulations.

Existing name of company: \_\_\_\_\_

In the special resolution, which is attached to this form, the name of the company was changed to:

\_\_\_\_\_  
\_\_\_\_\_

If changed name of company is not in official language, provide translation in as far as possible:

\_\_\_\_\_  
\_\_\_\_\_

- \* No shortened form of the name is registered.
- \* Separate application is being made to register a shortened form of name.
- \* Separate application is being made to deregister a shortened form of name.
- \* *Delete whichever is not applicable.*

Date \_\_\_\_\_ Signature \_\_\_\_\_  
*Director/Manager/Secretary*

*Rubber stamp of BIPA company, if any,  
or of secretaries* Postal address of company \_\_\_\_\_  
\_\_\_\_\_  
Email address \_\_\_\_\_  
\_\_\_\_\_

**Perforated** *(To be completed by company)*  
.....

Name of Company _____	Registrar of Business
Postal Address _____ _____	Date stamp of Registration Office
Email address: _____	

## REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 50(3)) (Regulation 16(1))

*(to be lodged in duplicate)*

**CERTIFICATE OF CHANGE OF NAME OF COMPANY**

Registration Number of Company

This is to certify that

\_\_\_\_\_

has changed its name by SPECIAL RESOLUTION and is now called

\_\_\_\_\_

and that the new name has this day been entered in the Register of Companies

Signed and sealed at WINDHOEK this ..... day of ..... of the year .....

Seal of Registration Office

**Registrar**

*This certificate is not valid unless sealed by the seal of the Registration Office*

Form CM 9A

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 50(2)) (Regulation 16 (2))



**APPLICATION FOR CHANGE OF SHORTENED FORM OF NAME OF COMPANY**

Registration Number of Company

**N\$ 120,00** fee payable in terms of the Act and as set out in the regulations

Name of Company \_\_\_\_\_

Consequent upon the change of the name of the company by Special Resolution, dated

\_\_\_\_\_

the former shortened form of the name of the company no longer applies to the company and has been changed

from

\_\_\_\_\_

to

\_\_\_\_\_

If changed shortened form of name of company is not in official language, provide translation thereof in as far as possible

Date \_\_\_\_\_ Signature \_\_\_\_\_  
*Director/ Manager/ Secretary*

Postal address \_\_\_\_\_

**Perforated** *(To be completed by company)*

.....

Certificate of change of shortened form of name of company, dated \_\_\_\_\_

Name of Company \_\_\_\_\_

Registrar

Email address: \_\_\_\_\_

Date stamp of Registration Office

*Continuation of Form CM 9A*

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
 (Section 50(2)) (Regulation 16(2))  
*(to be lodged in duplicate)*

**CERTIFICATE OF CHANGE OF SHORTENED FORM OF NAME OF COMPANY**

Registration Number of Company
--------------------------------

Name of Company \_\_\_\_\_

This is to certify that the Company has changed the former shortened form of its name from:

\_\_\_\_\_

to:

\_\_\_\_\_

and that the new shortened form of its name has this day been registered.

Signed and sealed at WINDHOEK this \_\_\_\_\_ day of \_\_\_\_\_ of the year \_\_\_\_\_

\_\_\_\_\_  
**Registrar**

Seal of Registration Office

*This certificate is not valid unless sealed by the Seal of the Registration Office*

**Form CM 9B**

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 50(2)) (Regulation 16(3))



**APPLICATION TO DEREGISTER A FORMER SHORTENED FORM  
OF NAME OF COMPANY**

Registration Number of Company

**NS 60,00** fee payable  
in terms of the Act  
and as set out in the  
regulations

New Name of Company: \_\_\_\_\_

Former shortened form of name: \_\_\_\_\_

Whereas the former shortened form of the name of the company no longer applies to the name of the company consequent upon the change of its name by special resolution, dated \_\_\_\_\_ the shortened form of the name of the company may be deregistered.

The former shortened form of the name of the company no longer applies to the company and has been changed.

Date \_\_\_\_\_ Signature \_\_\_\_\_  
*Director /Manager/Secretary*

*Rubber stamp of company, if any, or of the secretaries*

**Perforated** *(To be completed by company)*

Application to deregister shortened form of name, dated \_\_\_\_\_

Name of Company \_\_\_\_\_  
Postal address \_\_\_\_\_  
\_\_\_\_\_  
Email address: \_\_\_\_\_

Deregistration effected
Registrar
Date Stamp of Registration Office

**Form CM 10**

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 66) (Regulation 19)



CM10

*(to be lodged in duplicate)*

**CERTIFICATE OF CONSOLIDATION OF ARTICLES**

**N\$ 70,00** fee payable  
in terms of the Act  
and as set out in the  
regulations

I, .....

a Notary Public practising in the Republic of Namibia hereby certify that the Articles of Association bound herein contain a consolidated and full statement of all the articles applying to

.....  
(name of company)

and the articles of the Company have been truly stated this ..... day of .....  
of the year .....

..... Signature.....  
*Seal of notary*

**CERTIFICATE OF REGISTRAR OF BUSINESS**

I hereby certify that the Articles of Association bound herein constitute the Articles of Association of the above-mentioned Company in conformity with the articles registered in the Business Registration Office as at the date of this certificate.

Signed and sealed at Windhoek, this ..... day of ..... of the year .....

.....  
**Registrar**

Seal of Registration Office

*This certificate is not valid unless sealed with the seal of the Registration Office.*

**Form CM 11**

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 81(2)) (Regulation 24(1) and (2))



CM11

**PAYMENT OF FEES ON INCREASE OF CAPITAL**

Registration Number of Company
--------------------------------

<b>N\$ 10,00</b> fee payable in terms of the Act and as set out in the regulations plus Prescribed amount under section 81(2), (2) (a) and (b)(ii)
--

Name of Company \_\_\_\_\_

**INCREASE OF PAR VALUE SHARE CAPITAL**

Existing capital	Amount of increase	Amount of total capital after increase
N\$ .....	N\$ .....	N\$ .....

**DIVISION OF SHARE CAPITAL**

Existing number of shares			Number of shares being increased			Total number of shares after increase		
Number of shares	Class of shares	Nominal amount of each share	Number of shares	Class of shares	Nominal amount of each share	Number of shares	Class of Shares	Nominal amount of each share

**INCREASE OF NO PAR VALUE SHARE CAPITAL**

Existing stated capital N\$ .....

Existing number of shares		Number of shares being increased		Total number of shares after increase	
Number of shares	Class of shares	Number of shares	Class of shares	Number of shares	Class of shares

**CERTIFICATE BY THE AUDITOR OF THE COMPANY RELATING TO THE VALUATION OF EXISTING SHARES IN SECTION 81(2)(b)(i) OF THE ACT**

I/We ..... being the auditor(s) of the company, hereby certify that:

(a) The number of issued shares is	The class of issued shares is	The value of each share is

and (b) that, if each new share is issued at the same value per share as the existing value per share, the state capital would be N\$ .....

Date .....  
*Rubber stamp of auditor*

Signature of auditor

Date .....  
 Signature of director/manager/secretary of  
 the company

.....  
*Rubber stamp of company, if any, or of the  
 secretaries*

Form CM 12

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**COMPANIES ACT, 2004  
(Section 86(2)) (Regulation 25(1))

CM12

**STATEMENT OF PAYMENT OF COMMISSION ON SHARES**

Registration Number of Company

N\$ 20,00 fee payable in  
terms of the Act and as  
set out in the regulations*N.B. - To be lodged with the Registrar of Business before commission is paid*

Name of Company .....

Authorised capital N\$ .....			Authorised no par value shares	
Number	Class	Nominal value per share	Number	Class

**ISSUED SHARE CAPITAL**

Amount of share capital of par value N\$.....			Stated capital N\$ .....		
Number	Class	Total amount paid	Number	Class	Issue price per share

**SHARE CAPITAL TO BE ISSUED**

Amount N\$ .....			Number of no par value shares N\$ .....		
Number	Class	Issue price per share	Number	Class	Issue price per share

**COMMISSION PAID ON SHARES ISSUED WITHIN THE TWO YEARS PRIOR TO THE DATE OF THIS STATEMENT**

Date	Number	Class	Issue price, par value shares	Issue price, no par value shares	Rate of commission paid	Total amount of commission paid

COMMISSION TO BE PAID ON THE SHARES TO BE ISSUED IN TERMS  
OF THIS STATEMENT

Number	Class	Rate of commission to be paid	Amount of commission to be paid	Name, business and postal address of person to whom commission will be paid

Article of association authorising commission .....

Reason for the payment of commission .....

.....

Date .....

.....  
*Rubber stamp of company, if any, or of secretaries.*

*Signature of Director/Manager/  
Secretary*

**Perforated**

*(To be completed by company)*

Name of Company \_\_\_\_\_

Postal address \_\_\_\_\_

Email address: \_\_\_\_\_

Deregistration effected
Registrar
Date Stamp of Registration Office

Form CM 14

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Sections 89 and 93) (Regulation 24(4) and (6))



CM14

*(to be lodged in duplicate)*

**RETURN OF ACQUISITION BY A COMPANY OF SHARES ISSUED  
BY IT/PAYMENTS TO SHAREHOLDERS**

Registration Number of Company
--------------------------------

<b>N\$ 120,00</b> fee payable in terms of the Act and as set out in the regulations
---

Name of Company \_\_\_\_\_

Acquisition/payment date \_\_\_\_\_

## 1. Authorised capital of company:

PAR VALUE			
Number of shares	Class of shares	Nominal amount of each share (N\$)	Authorised capital (N\$)
Total:			Total:

NO PAR VALUE	
Number of shares	Class of shares
Total:	

## 2. Issued capital of company as shown on the return of allotments dated .....

PAR VALUE			
Number of shares	Class of shares	Nominal amount of each share (N\$)	Authorised capital (N\$)
Total:			Total:

**Continuation of Form CM 14**

NO PAR VALUE			
Number of shares	Class of shares	Nominal amount of each share (N\$)	Authorised capital (N\$)
Total:			Total:

Summary of total issued capital as shown on the return of allotments:

Amount of issued paid-up capital	N\$ _____
Stated capital	N\$ _____
Premium account	N\$ _____
Total issued capital	N\$ _____

3. Particulars of payments not indicated in Part 4 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

4. Particulars of acquisition of own shares issued by the company/payments to shareholders

PAR VALUE			
Number of shares	Class of shares	Nominal amount of each share (N\$)	Authorised capital (N\$)
Total:			Total:

NO PAR VALUE			
Number of shares	Class of shares	Nominal amount of each share (N\$)	Authorised capital (N\$)
Total:			Total:

*Continuation of Form CM 14*

## 5. Issued capital of company at date of this return

PAR VALUE			
Number of shares	Class of shares	Nominal amount of each share (N\$)	Authorised capital (N\$)
Total:			Total:

NO PAR VALUE			
Number of shares	Class of shares	Nominal amount of each share (N\$)	Authorised capital (N\$)
Total:			Total:

Summary of total issued capital as shown on the return of allotments:

Amount of issued paid-up capital	N\$ _____
Stated capital	N\$ _____
Premium account	N\$ _____
Total issued capital	N\$ _____

Date \_\_\_\_\_

Signature \_\_\_\_\_

*Director/Manager/Secretary*

*Rubber stamp of company, if any, or of secretaries*

Acknowledgement of receipt of return of acquisition by a company of shares issued by it/payments to shareholders

Name of company: .....

Postal address: .....

Email address: .....

Form CM 15

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**COMPANIES ACT, 2004  
(Section 99(3)) (Regulation 26(1))

CM15

**RETURN OF ALLOTMENT OF SHARES**

Registration Number of Company

N\$ 20,00 fee payable  
in terms of the Act  
and as set out in the  
regulations.

Name of company \_\_\_\_\_

1. Date of allotment of shares \_\_\_\_\_

2. Authorised capital of company \_\_\_\_\_

No par value		Par value			
Number of shares	Class of shares	Number of shares	Class of shares	Nominal amount of each share	Authorised capital
				N\$	N\$
Total	Total			Total	N\$

3. Shares subscribed for in memorandum of association:

No par value		Par value			
Number of shares	Class of shares	Number of shares	Class of shares	Nominal amount of each share	Total amount paid-up
				N\$	N\$
Total		Total		Total	N\$

*Continuation of Form CM 15*

4. Number of shares previously issued, paid-up capital and stated capital, including shares subscribed for in the memorandum.

No par value				Par value			
Number of shares	Class of shares	Issue price per share	Stated Capital N\$	Number of shares	Class of shares	Nominal amount of each share	Amount of issued paid-up capital
						N\$	N\$
Total		Total	N\$	Total		Total	N\$

Summary of issued capital prior to allotment:

Amount of issued paid-up capital	N\$ _____
Stated capital	N\$ _____
Premium account	N\$ _____
Total issued capital	N\$ _____

5. Shares comprising this allotment:

No par value				Par value				
Number of shares	Class of shares	Issue price per share	Stated Capital	Number of shares	Class of shares	Nominal amount of each share	Premium one each share	Total amount of paid-up capital and premium (if any)
		N\$	N\$			N\$	N\$	N\$
Total		Total	N\$	Total			Total	N\$

*Continuation of Form CM 15*

## 6.(a) Shares allotted otherwise than for cash:

No par value				Par value				
Number of shares	Class of shares	Issue price per share	Deemed Stated Capital	Number of shares	Class of shares	Nominal amount of each share	Premium one each share	Total amount of capital deemed to be paid-up
		N\$	N\$			N\$	N\$	N\$
Total		Total	N\$	Total			Total	N\$

the consideration for which the shares have been allotted is as follows\*

.....  
 .....

\*A copy of the contract, in writing, constituting the title of the allottee to the allotment, together with any contract of sale, or for service or other consideration in respect of which the allotment was made, must be attached. If the contract is not in writing, a memorandum containing full particulars of such contract must be attached.

## (a) The names and addresses of the allottees:

Name of allottee	Address of allottee	Number of shares	Description of shares allotted

## 7. Issued capital at date of this return:

No par value				Par value					
Number of shares	Class of shares	Issue price per share	Stated Capital	Number of shares	Class of shares	Nominal amount of each share	Pre-mium on each share	Total premium account	Total amount of capital deemed to be paid-up
		N\$	N\$			N\$	N\$	N\$	N\$
Total		Total	N\$	Total			Total	N\$	N\$

Summary of total issued capital as at the date of this return:

Amount of issued paid-up capital	N\$ _____
Stated capital	N\$ _____
Premium account	N\$ _____
Total issued capital	N\$ _____

*Certified correct*

Date \_\_\_\_\_ Signature \_\_\_\_\_  
*Director/Manager/Secretary*

*Rubber stamp of company, if any, or of secretaries*

**Perforated**

*(To be completed by company)*

*Acknowledgement of receipt  
of return of allotments,  
dated*

Name of company \_\_\_\_\_

Postal address \_\_\_\_\_

Email address: \_\_\_\_\_

Date of receipt by  
Registrar

Registrar

Date stamp of Registration  
Office



Summary of total issued capital as shown on the return of allotments:

Amount of Issue Paid-up capital	N\$
Stated Capital	N\$
Premium account	N\$
Total issued capital	N\$

3. Particulars of allotment which has become void

NO PAR VALUE				PAR VALUE					
Number of shares	Class of shares	Issue price per share N\$	Stated capital N\$	Number of shares	Class of shares	Nominal amount of each share N\$	Pre-mium on each share N\$	Total premium account N\$	Total capital excluding premium N\$
Total									

4. Reasons for allotment becoming void \_\_\_\_\_

5. Issued capital of company at date of this return

NO PAR VALUE				PAR VALUE					
Number of shares	Class of shares	Issue price per share N\$	Stated capital N\$	Number of shares	Class of shares	Nominal amount of each share N\$	Pre-mium on each share N\$	Total premium account N\$	Total amount of paid-up capital, excluding pre-mium account N\$
Total									

Summary of total issued capital as shown on the return of allotments:

Amount of Issue Paid-up capital	N\$
Stated Capital	N\$
Premium account	N\$
Total issued capital	N\$

*Continuation of Form CM 16*

Certified correct

Date \_\_\_\_\_ Signature \_\_\_\_\_  
*Director/Manager/Secretary*

*Rubber stamp of company, if any, or of secretaries*

**Perforated**

*(To be completed by company)*

*Acknowledgement of receipt  
of return of allotments,  
dated*

Name of company \_\_\_\_\_

Postal address \_\_\_\_\_

Email address: \_\_\_\_\_

Date of receipt by  
Registrar

Registrar

Date stamp of Registration  
Office

REPUBLIC OF NAMIBIA

BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA

COMPANIES ACT, 2004
(Sections 102, 185, 187(4) and 314(3)) (Regulation 27)



CM17

APPLICATION FOR EXTENSION OF TIME

Registration Number of Company

N\$ 75,00 fee payable in terms of the Act and as set out in the regulations

Name of company

An extension of time from to

is required in respect of \*

The grounds for requiring the extension are

Date Signature

Director/Manager/Secretary

Rubber stamp of company, if any, or of secretaries.

- \*Section 102
Section 185
Section 187(4)
Section 314(3)

- Issue of share certificates
Lodging of documents (to be specified)
Holding of annual general meeting
(a) Issue of interim report
(b) Issue of provisional annual financial statements

Perforated

(To be completed by company)

Application for extension of time in respect of

dated

Registration Number of Company

Name of company

Postal address

Email address:

Table with 2 columns: Extension granted/refused, Extension granted until, Registrar, Date stamp of Registration Office

Form CM 18

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
 (Sections 103(3), 260(5), 317(7) and 319(4)) (Regulation 28)



CM18

**ORDER OF COURT FOR REGISTRATION**

Registration Number of Company
--------------------------------

NS 40,00 fee payable in terms of the Act and as set out in the regulations
--

Name of company \_\_\_\_\_

An order of Court for \*

\_\_\_\_\_ is attached for registration.

Date \_\_\_\_\_ Signature \_\_\_\_\_

*Director/Manager/Secretary**Rubber stamp of company, if any, or of secretaries.*

\* Section 103(3) \_\_\_\_\_  
 Section 260(5) \_\_\_\_\_  
 Section 317(7) \_\_\_\_\_  
 Section 319(4) \_\_\_\_\_

Validation of irregular allotment of shares  
 Relief from oppression  
 Sanctioning a compromise or arrangement  
 Scheme for reconstruction or amalgamation

**Perforated***(To be completed by company)*

.....

\*Order of Court for registration

Registration No. of Company

Order of Court has this day been registered

Name of company: \_\_\_\_\_

Postal address: \_\_\_\_\_

Email address: \_\_\_\_\_

Date stamp of  
Registration Office*Not valid unless stamped by the Registrar*

Form CM 19

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**COMPANIES ACT, 2004  
(Section 104(5)) (Regulation 29)**NOTICE OF REDEMPTION OF REDEEMABLE PREFERENCE SHARES**

Registration Number of Company

N\$ 20,00 fee payable in  
terms of the Act and as  
set out in the regulations

Name of company \_\_\_\_\_

**A. TOTAL SHARE CAPITAL BEFORE REDEMPTION**

NUMBER OF SHARES		*DESCRIPTION OF CLASSES OF SHARES	ISSUED CAPITAL	SHARE PREMIUM ACCOUNT
AUTHORISED	ISSUED			
			N\$	N\$
			N\$	N\$
			N\$	N\$
		TOTAL	N\$	N\$

**B. SHARES REDEEMED OUT OF:**

(i) Profits (Section 104(1)) on \_\_\_\_\_ (Date)

NUMBER OF SHARES REDEEMED	*DESCRIPTION OF CLASSES OF SHARES	AMOUNT PER SHARE	TOTAL AMOUNT OF CAPITAL REDEEMED
		N\$	N\$
		N\$	N\$
		N\$	N\$
		TOTAL	N\$

(ii) A fresh issue of shares (Section 104(2)) on \_\_\_\_\_ (Date)

NUMBER OF SHARES REDEEMED	*DESCRIPTION OF CLASSES OF SHARES	AMOUNT PER SHARE	TOTAL AMOUNT OF CAPITAL REDEEMED
		N\$	N\$
		N\$	N\$
		N\$	N\$
		TOTAL	N\$

*Continuation of Form CM 19***C. SHARES ISSUED IN LIEU OF SHARES REDEEMED IN B (ii) on**  
\_\_\_\_\_ (Date)

NUMBER ISSUED	*DESCRIPTION OF CLASSES OF SHARES	AMOUNT PER SHARE	PREMIUM PER SHARE	SHARE CAPITAL
			N\$	N\$
			N\$	N\$
			N\$	N\$
			TOTAL	N\$

**D TOTAL SHARE CAPITAL AFTER REDEMPTION AS AT**  
\_\_\_\_\_ (Date)

NUMBER OF SHARES		*DESCRIPTION OF CLASSES OF SHARES	ISSUED SHARE	SHARE PREMIUM
AUTHORISED	ISSUED		CAPITAL	ACCOUNT
			N\$	N\$
			N\$	N\$
			N\$	N\$
		TOTAL	N\$ (A)	N\$ (B)
* INDICATE PAR VALUE AND NO PAR VALUE SHARE SEPARATELY TOTAL (A) + (B)				N\$

Date \_\_\_\_\_ Signature \_\_\_\_\_  
*Director/Manager/Secretary*

**Perforated***(To be completed by company)*

*Acknowledgement of receipt  
of return of allotments,  
dated*

Name of company \_\_\_\_\_

Postal address \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_Date of receipt by  
Registrar

Registrar

Date stamp of Registration  
Office

**Form CM 20**

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Sections 108(3)) (Regulation 30)



**NOTICE OF VARIATION OF RIGHTS IN RESPECT OF SHARES**

Registration Number of Company

**N\$ 20,00** fee payable in terms of the Act and as set out in the regulations

Name of company \_\_\_\_\_

The rights in respect of the following classes of shares have been varied by \*consent/special resolution to the extent set out below.

*\*Delete whichever is not applicable.*

† Fee: If attached to special resolution (CM26) there is no fee; if not attached to special resolution, fee is N\$ 50,00.

Class of shares	Existing rights attached to class of shares	Rights attached to class of shares after variation

Date \_\_\_\_\_ Signature \_\_\_\_\_  
*Director/Manager/Secretary*

**Perforated** *(To be completed by company)*

Acknowledgement of notice of variation of rights in respect of shares

Name of company \_\_\_\_\_  
\_\_\_\_\_  
Postal address \_\_\_\_\_  
\_\_\_\_\_

Date of receipt by Registrar
Registrar
Date stamp of Registration Office

Form CM 21

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
 (Sections 114(2), 117(4), 134, 135, 136, 223(4), 238(2)  
 and 248(2)) (Regulation 32))

**NOTICE OF PLACE WHERE REGISTERS ARE KEPT**

Registration Number of Company

N\$ 20,00 fee payable in  
 terms of the Act and as  
 set out in the regulations

Name of company \_\_\_\_\_

Notice is hereby given that the \* \_\_\_\_\_

which is not kept at the registered office of the company is, with effect from \_\_\_\_\_

kept at the following address: \_\_\_\_\_

\_\_\_\_\_

It was previously kept at: \_\_\_\_\_

\_\_\_\_\_

Date \_\_\_\_\_ Signature \_\_\_\_\_

*Director/Manager/Secretary**Rubber stamp of company, if any, or of secretaries*

\* Insert applicable type of register

Section 114	Branch register in foreign country	Section 223(4)	Register of directors and officers.
Section 117(4)	Register of members	Section 238(2)	Registers of interest of directors and others in shares and debentures
Section 134	Register of pledges and bonds	Section 248(2)	Register of interests in contract of directors and officers
Section 135	Register of debenture holders		

**Perforated**

*(To be completed by company)*

.....  
(\* \_\_\_\_\_)  
Notice of place where registers are kept.

	Registration Number of Company
Name of company	Notice received
Postal address	Registrar
Email address:	

*Not valid unless stamped by the Registrar.*

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 178) (Regulation 37)



CM22

*(To be lodged in duplicate upon incorporation and prior to change of addresses)*

**NOTICE OF REGISTERED OFFICE AND POSTAL ADDRESS OF COMPANY**

Registration Number of Company

NS 20,00 fee payable in terms of the Act and as set out in the regulations

Name of company \_\_\_\_\_

(a) The situation of the registered office and the postal address of the above-mentioned company are as follows:

(i) Registered address \_\_\_\_\_

(ii) Postal address \_\_\_\_\_

Email address: \_\_\_\_\_ Telephone number: \_\_\_\_\_

(b) The date of the intended changes in the addresses is \_\_\_\_\_

(Both addresses must be furnished at all times)

Date \_\_\_\_\_ Signature \_\_\_\_\_

*Director/Manager/Secretary*

The changes take effect on \_\_\_\_\_

\_\_\_\_\_  
**Registrar**

\_\_\_\_\_  
DATE

Name of Company  
\_\_\_\_\_  
\_\_\_\_\_

Postal address \_\_\_\_\_

Email address: \_\_\_\_\_

<b>OFFICE USE</b>	
<b>Data processing</b>	
(1) Recorded	Date and initials
_____	
(2) Corrections	Date and initials
_____	
Date stamp of Registration Office	

**Form CM23**

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Sections 181, 182 and 336) (Regulations 39 and 40))

And

The Financial Intelligence Act, 2012  
(Section 4, Regulation 2)

**ANNUAL RETURN**

**PART A**



CM23

**N\$ 10,00 payable in terms of the Act and as set out in the regulations**  
**Plus, annual duty under section 182 and 183 and regulation 40**

Name and postal address of Company \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

<b>Name And Number Of Holding Company</b>

<b>Registration Number of Company</b>

	Day	Month	Year
<b>(a) Annual return for calendar year</b>			
<b>(b) Date incorporated/registered/established</b>			
<b>(c) Annual General Meeting</b>			
Date of annual general meeting held in respect of previous financial year <i>(if an extension of time was applied for a statement in that regard)</i>			
<b>(d) End of Financial year</b>			

For office use
DATA PROCESSING
1 <u>Recorded</u>
Date and Initials .....
2. <u>Corrections</u>
Codes .....
Date and Initials .....

**Summary of total issued capital as at end of Financial Year**

Total Amount of issued share capital	(1) N\$ .....
Total amount of share premium account	(2) N\$ .....
Total	N\$ .....
Total stated capital in respect of no par value shares	(3) N\$ .....

Annual duty paid on (1), (2) and (3) above N\$ .....

Situation of Registered Office	Postal address	Description of main business actually carried on by company
Email:	Telephone Number/ Mobile Number:	

**Perforated***(To be completed by company)***ANNUAL RETURN FOR CALENDAR YEAR .....**

Name of Company \_\_\_\_\_

Postal address \_\_\_\_\_

\_\_\_\_\_

Email address: \_\_\_\_\_

<i>Return received</i>
<i>Date stamp of Registration Office</i>
<i>Registrar</i>

*Invalid unless stamped by the Registrar of Business***PART B****LIST OF DIRECTORS, OFFICERS AND AUDITORS OF THE COMPANY****Directors**

1. Surname \_\_\_\_\_

Forenames \_\_\_\_\_ *Director Alternate Director*

Former surnames and forenames \_\_\_\_\_

\_\_\_\_\_

State whether shareholder (if yes, kindly complete Part C below) Yes/No \_\_\_\_\_

Contact details **Tick if new director**

Residential Address		Business address & Email		Postal Address	
Nationality (If not Namibian)	Date of birth/ ID number/ Passport number	Occupation	Date of appointment	Telephone Number/ Mobile Number	Email Address

Other Directorships


2. Surname \_\_\_\_\_

Forenames \_\_\_\_\_

*Director Alternate Director*Former surnames and forenames \_\_\_\_\_  
\_\_\_\_\_

State whether shareholder (if yes, kindly complete Part C below) Yes/No \_\_\_\_\_

Contact details ***Tick if new director***

Residential Address		Business address & Email		Postal Address	
Nationality (If not Namibian)	Date of birth/ ID number/ Passport number	Occupation	Date of appointment	Telephone Number/ Mobile Number	Email Address

Other Directorships


3. Surname \_\_\_\_\_

Forenames \_\_\_\_\_

*Director Alternate Director*Former surnames and forenames \_\_\_\_\_  
\_\_\_\_\_

State whether shareholder (if yes, kindly complete Part C below) Yes/No \_\_\_\_\_

Contact details ***Tick if new director***

Residential Address		Business address & Email		Postal Address	
Nationality (If not Namibian)	Date of birth/ ID number/ Passport number	Occupation	Date of appointment	Telephone Number/ Mobile Number	Email Address

Other Directorships


**OFFICERS/SECRETARY****(If external company give particulars of local manager and secretary here)****MANAGER**

Surname \_\_\_\_\_

Full forenames \_\_\_\_\_

Former surnames and forenames/If corporate body, its name \_\_\_\_\_  
\_\_\_\_\_

## Contact details

Residential Address		Business address & Email		Postal Address
Nationality (If not Namibian)	Registration Number Date of birth/ ID number/ Passport number	Occupation	Date of appointment	Telephone Number/Mobile Number

**SECRETARY**

Surname/Business Name \_\_\_\_\_

Forenames \_\_\_\_\_

Former surnames and forenames \_\_\_\_\_

## Contact details

Residential Address		*Business address & Email		Postal Address
Nationality (if not Namibian)	Date of birth/ ID number/ Passport number/ +Registration number	Occupation	Date of appointment	Telephone / Mobile Number

**\*Business address, if corporate body (Additional sheets to be attached if necessary).****+ Registration number, if corporate body****AUDITORS**

Name \_\_\_\_\_

Address \_\_\_\_\_

Was there any change of an auditor made during the financial year? Yes/No \_\_\_\_\_

If yes, name of previous auditor \_\_\_\_\_

Reasons for change \_\_\_\_\_

Date of receipt of advice of change of auditor by Registrar \_\_\_\_\_

**PART C**  
**SHAREHOLDERS/BENEFICIAL OWNERS**

<b>Shareholder</b>	<b>Nominee Shareholder</b>
<b>Shareholder's details</b>	<b>Nominee's details</b>
Tick if new shareholder:	Tick if new nominee:
Full name/Entity name:	Full name/Entity name:
(i) Date of birth/ ID number/ Passport number/ Entity registration number:	(i) Date of birth/ ID number/ Passport number/ Entity registration number:
(ii) Residential address:	(ii) Residential address:
(iii) Business address:	(iii) Business address:
(iv) Postal address	(iv) Postal address
(v) Telephone / Mobile Number:	(v) Telephone / Mobile Number:
(vi) Nationality/ Place of incorporation:	(vi) Nationality/ Place of incorporation:
(vii) Occupation/ Nature of business:	(vii) Occupation/ Nature of business:
(viii) Number of shares:	(viii) Number of shares:
(ix) Type of shares (ordinary/preference):	(ix) Type of shares (ordinary/preference):
(x) Nominal value:	(x) Nominal value:
(xi) Date shareholder subscribed:	(xi) Date shareholder subscribed:
(xii) Email address:	(xii) Email address:

<b>Shareholder</b>	<b>Nominee Shareholder</b>
<b>Shareholder's details</b>	<b>Nominee's details</b>
Tick if new shareholder:	Tick if new nominee:
Full name/Entity name:	Full name/Entity name:
(i) Date of birth/ ID number/ Passport number/ Entity registration number:	(i) Date of birth/ ID number/ Passport number/ Entity registration number:
(ii) Residential address:	(ii) Residential address:
(iii) Business address:	(iii) Business address:
(iv) Postal address	(iv) Postal address
(v) Telephone / Mobile Number:	(v) Telephone / Mobile Number:
(vi) Nationality/ Place of incorporation:	(vi) Nationality/ Place of incorporation:
(vii) Occupation/ Nature of business:	(vii) Occupation/ Nature of business:
(viii) Number of shares:	(viii) Number of shares:
(ix) Type of shares (ordinary/preference):	(ix) Type of shares (ordinary/preference):
(x) Nominal value:	(x) Nominal value:
(xi) Date shareholder subscribed:	(xi) Date shareholder subscribed:
(xii) Email address:	(xii) Email address:

**PART D****TO BE COMPLETED BY EXTERNAL COMPANY ONLY**

Names and addresses of persons resident in Republic authorised to accept on behalf of the company service of process and any notices required to be served on the company:

Surname \_\_\_\_\_

Full forenames \_\_\_\_\_

Contact details

Residential Address	Business address & email	Date of birth/ ID number/ Passport number	Postal Address
			Telephone Number/ Mobile Number:

**CERTIFICATES TO BE GIVEN BY ALL COMPANIES**

We hereby certify that the information furnished on this form is correct to the best of our knowledge and belief.

Date \_\_\_\_\_ Signature \_\_\_\_\_

**Director**

Name in block capitals

Date \_\_\_\_\_ Signature \_\_\_\_\_

**Secretary (if any)**

Name in block capitals

*Rubber stamp of company, if any, or of secretaries.*

**CERTIFICATE TO BE GIVEN BY PRIVATE COMPANY**

I hereby certify that the company has during the period covered by this return complied with the requirements of section 22(1)(b) and (c) of the Act.

Date \_\_\_\_\_ Signature \_\_\_\_\_

**Director**

*Rubber stamp of company, if any, or of secretaries.*

Name in block capitals

***Printing specifications: Size A4; good quality paper; adequate spacing to be allowed for typewritten information to be inserted under appropriate headings; tear off portion to fit Companies Office window envelope; complete Form to be printed on only completed pages; pages 2 and 4 to be duplicated where more than the amount of directors/shareholders are appointed than provided for; printer's proofs and sample paper to be approved by Registrar of Business, Windhoek***

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 207(5) (Regulation 43 (2)))



**CONSENT TO WAIVE PERIOD OF NOTICE OF MEETING TO PASS  
A SPECIAL RESOLUTION**

Registration Number of Company

N\$ 10,00 payable in terms of the Act and as set out in the regulations Plus, annual duty under section 182 and 183 and regulation 40

Business and Intellectual  
Property Authority -  
Business Registration office  
PO Box 185  
WINDHOEK  
NAMIBIA  
Tel: +264 61 2994400  
Email: info@bipa.na

Name of company \_\_\_\_\_

We, the undersigned members of the above-mentioned company, consent and agree that at the general meeting of the company to be held on \_\_\_\_\_, and of which less than 21 days notice was given, a resolution relating to \_\_\_\_\_

\_\_\_\_\_ may be proposed and passed as a special resolution.

Date _____	Signature _____

I certify that the members of the company whose signatures are affixed above are the majority in number of the members of the company having the right to attend and vote at the meeting concerned and that they hold in aggregate not less than 95 per cent of the total votes held by all the members of the company.

Date \_\_\_\_\_ Signature \_\_\_\_\_  
*Director/Manager/Secretary*

*Rubber stamp of company, if any, or of secretaries*

**To be attached to special resolution lodged for registration.**

Form CM 26

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 208) (Regulation 43 (1))  
*To be lodged in duplicate*



CM26

**SPECIAL RESOLUTION**

Registration Number of Company

**N\$ 160,00** fee payable  
in terms of the Act  
and as set out in the  
regulations

Name of company \_\_\_\_\_

Date notice given to members \_\_\_\_\_ Date Resolution passed \_\_\_\_\_

Special resolution passed in terms of section \_\_\_\_ of the act/paragraph of the memorandum/po

Of the memorandum/\*article

Copy of notice convening meeting attached.

Consent to waive period of notice of meeting (CM 25) attached/ not attached.

**CONTENTS OF RESOLUTION** (Use reverse side if necessary)

Resolved

*Rubber stamp of company, if any, or of secretaries.*

Date \_\_\_\_\_ Signature \_\_\_\_\_

*Director/Manager/Secretary*

Name (in block capitals) \_\_\_\_\_

\* Delete whichever not applicable

**Perforated**

*(To be completed by company)*

Herewith copy of special resolution as registered.

Registration Number of Company

Name of Company \_\_\_\_\_

Postal \_\_\_\_\_

Special resolution  
registered this day  
\_\_\_\_\_  
Registrar

*Not valid unless stamped by Registrar*

Form CM 27

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**COMPANIES ACT, 2004  
(Section 219) (Regulation 45(1))

Registration Number of Company
--------------------------------

**CONSENT TO ACT AS DIRECTOR OR OFFICER  
AND OTHER DIRECTORSHIPS**

Name of company \_\_\_\_\_

**A. Consent**

I hereby consent to my appointment as \* director / officer of the above-named company.  
I certify that I am not disqualified in terms of sections 225 or 226 of the Companies Act from being a director/officer\*.

Signed: \_\_\_\_\_ Date: \_\_\_\_\_

(To be signed by: Director or officer personally; or the authorised agent on behalf of a director of an external company not resident in Namibia; or the authorised agent of a corporate body.)

\*Delete where not applicable.

**B. Personal particulars**

1. Surname				
2. Full forenames				
3. Former surname and forenames				
	Year	Month	Day	
4. Identity number or, if not, available, date of birth				
5. Date of appointment				
6. Residential address				
7. Business address				
8. Postal address				
9. Nationality (If not Namibian)				
10. Occupation				
11. Resident in Namibia (Yes or No)				
12. Address of registered office, and registration number, if officer is a corporate body				

**C. Other Directorships***Attach list hereto*

Form CM 28

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**COMPANIES ACT, 2004  
(Section 219(1)(b)) (Regulation 45(2))**DIRECTOR'S CONTRACT TO TAKE SHARES OF COMPANY  
AS QUALIFICATION SHARES**

Registration Number of Company

NS 20,00 fee payable in  
terms of the Act and as  
set out in the regulations

Name of company \_\_\_\_\_

I, \_\_\_\_\_ (*full names of director*)hereby agree to take and pay for the following shares of the company, as qualification shares, in terms  
of article \_\_\_\_\_ of the company's articles of association.

Number of shares	Class of shares	Nominal par value of share	Premium per share	Issue price of no par value share	Amount Paid
				Total	N\$

Signed at \_\_\_\_\_ this \_\_\_\_\_ Day of \_\_\_\_\_ of the year \_\_\_\_\_

Signature \_\_\_\_\_  
*Director*

Witness \_\_\_\_\_

Name in block capitals \_\_\_\_\_

Residential address \_\_\_\_\_

Email address \_\_\_\_\_

Signature \_\_\_\_\_  
*Witness*

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Sections 224(2), 284, 328(1), 331(1) and 333(1)) (Regulation 46(1))



CM29

**CONTENTS OF REGISTER OF DIRECTORS, AUDITORS AND OFFICERS**

Registration Number of Company

NS 20,00 fee payable in terms of the Act and as set out in the regulations

Business and Intellectual  
Property Authority -  
Business Registration office  
PO Box 185  
WINDHOEK  
NAMIBIA  
Tel: +264 61 2994400  
Email: [info@bipa.na](mailto:info@bipa.na)

Name and postal address of Company \_\_\_\_\_

Return of particulars as at .....

I, \_\_\_\_\_  
(name of director of officer)

state that, the written consent of the directors or officers whose names appear in this return have been obtained on a duly completed form CM 27, the directors or officers are not disqualified under section 225.

Signed \_\_\_\_\_

Date \_\_\_\_\_

**A. Directors**

**KEY TO PERSONAL PARTICULARS REQUIRED**

**PERSONAL PARTICULARS**

1. Surname												
2. Full forenames												
3. Former surname and forenames												
4. Identity number or, if not, available, date of birth and Passport number	Year	Month	Day									
5. (a) Date of appointment												
(b) Designation												
6. Residential address												
7. Business address												

8. Postal address	
9. Email address	
10. Contact number	
11. Nationality (If not Namibian)	
12. Occupation	
13. Resident in Namibia (Yes or No)	
14. Nature of change in 1 to 5 above and date	

FOR KEY TO PARTICULARS, SEE PAGE 1

Registration Number of Company
--------------------------------

1.																			
2.																			
3.																			
4.	Year	Month	Day																
5.(a)																			
(b)																			
6.																			
7.																			
8.																			
9.																			
10.																			
11.																			
12.																			
13.																			
14.																			

1.																			
2.																			
3.																			
4.	Year	Month	Day																
5.(a)																			
(b)																			
6.																			
7.																			
8.																			
9.																			
10.																			
11.																			
12.																			
13.																			
14.																			

1.																			
2.																			
3.																			
4.	Year	Month	Day																
5.(a)																			
(b)																			
6.																			
7.																			
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10.																			
11.																			
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13.																			
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1.																			
2.																			
3.																			
4.	Year	Month	Day																
5.(a)																			
(b)																			
6.																			
7.																			
8.																			
9.																			
10.																			
11.																			
12.																			
13.																			
14.																			



Dated _____	CM29 Date received _____
Name of company _____	
Postal address _____	Date stamp of Business Registration Office
Email address _____	

**C. Officers and Local Managers**

Registration Number of Company
--------------------------------

**KEY TO PERSONAL PARTICULARS REQUIRED PERSONAL PARTICULARS**

1. Surname				
2. Full forenames				
3. Former surname and forenames				
4. Identity number or, if not, available, date of birth and Passport number	Year	Month	Day	
5. (a) Date of appointment				
(b) Designation				
6. Address of registered office, and registration number if officer is a corporate body				
7. Residential address				
8. Business address				
9. Postal address				
9. Email address				
11. Contact number				
12. Nationality (If not Namibian)				
13. Occupation				
14. Resident in Namibia (Yes or No)				
15. Nature of change in 1 to 5 above and date				

**FOR KEY TO PARTICULARS, SEE ABOVE**

1.				
2.				
3.				
4.	Year	Month	Day	
5.(a)				
(b)				
6.				
7.				
8.				
9.				
10.				
11.				
12.				
13.				

1.				
2.				
3.				
4.	Year	Month	Day	
5.(a)				
(b)				
6.				
7.				
8.				
9.				
10.				
11.				
12.				
13.				

Form CM 30

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**COMPANIES ACT, 2004  
(Section 279(2)) (Regulation 47(2))

CM30

**NOTICE OF FAILURE TO APPOINT OR REAPPOINT AUDITOR  
AT ANNUAL GENERAL MEETING**

Registration Number of Company

NS 20,00 fee payable in  
terms of the Act and as  
set out in the regulations

Name of company \_\_\_\_\_

No auditor was appointed/reappointed\* at the annual general meeting held on \_\_\_\_\_

As at \_\_\_\_\_

the directors have not appointed/reappointed\* an auditor of the company.

The Registrar is now requested to appoint a person(s) in terms of section 279 (1) of the Act to fill the vacancy.

*\* Delete whichever is not applicable.*

Date \_\_\_\_\_ Signature \_\_\_\_\_

*Director/Manager/Secretary**Rubber stamp of company, if any, or of secretaries.*

Form CM 31

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
 (Sections 180(3)(d), 277(1), 279(2), 281, 284, 285, 286,  
 288, 328(1)(c) and 331) (Regulation 47(1))



**NOTICE OF, CONSENT TO APPOINTMENT,  
 CHANGE OF NAME, OR RESIGNATION BY AUDITOR OR REMOVAL OF AUDITOR**

Registration Number of Company

NS\$ 20,00 fee payable in  
 terms of the Act and as  
 set out in the regulations

Name of company \_\_\_\_\_

Part I (To be completed by the auditor concerned and to be sent to the company for completion of Part III and lodgement with Registrar)

\* A APPOINTMENT

I, \_\_\_\_\_ consent to my appointment as auditor of the abovementioned company as from **DATE OF INCORPORATION**, and declare that I am not disqualified in terms of section 283 of the Companies Act, 2004 for the appointment

\*B CHANGE OF NAME

The firm \_\_\_\_\_ has with effect from \_\_\_\_\_ changed its name and will in future be known as \_\_\_\_\_

Date \_\_\_\_\_

Signature \_\_\_\_\_  
*Auditor*

Situation of office \_\_\_\_\_

Postal address \_\_\_\_\_

Part II (To be completed by the auditor concerned and original to be lodged with Registrar and duplicate to be sent to the company for completion of Part III and lodgement with Registrar)

\* C RESIGNATION

I, \_\_\_\_\_ resign as auditor of the abovementioned company and declare that -

(a) as at the date if this notice I have no reason to believe that in the conduct of the affairs of the company a material irregularity has taken place, or is taking place which has cause or is likely to cause financial loss to the company or to any of its members or creditors.

(b) I reported a material irregularity to the Public Accountants' and Auditors' Board on \_\_\_\_\_ in terms of the Public Accountants' and Auditors' Act, 1951

(Note : This resignation becomes effective on the receipt by the Registrar of this written notification in terms of section 288(3) and (4) of the Companies Act, 2004)

Date \_\_\_\_\_

Signature \_\_\_\_\_  
*Auditor*

Part III (To be completed by company concerned and lodged with Registrar)

\* D STATEMENT

The auditor of the abovementioned company was removed/not reappointed in terms of section 285/286 of the Companies Act, 2004 on \_\_\_\_\_.

The vacation of the office/particulars pertaining to the matters reflected in Part I/II have been entered in the register in compliance with section 223 of the Companies Act, 2004.

(Note : This resignation becomes effective on the receipt by the Registrar of this written notification in terms of section 288(3) and (4) of the Companies Act, 2004)

Date \_\_\_\_\_

Signature \_\_\_\_\_

*Director/Officer*

**Perforated** (To be completed by the auditor or company concerned and lodged with the Registrar)

.....

NOTICE RELATING TO A CHANGE IN RESPECT OF AN AUDITOR DATED \_\_\_\_\_

Name of auditor/  
company \_\_\_\_\_

Postal address \_\_\_\_\_

Email address \_\_\_\_\_

*Not valid unless stamped by the Registrar*

Return received

Date stamp of  
Registration Office

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Sections 293(2) and 335(3)) (Regulation 48(1))



**CHANGE OF THE END OF THE CURRENT FINANCIAL YEAR**

Registration Number of Company

NS 60,00 fee payable in terms of the Act and as set out in the regulations

Business and Intellectual  
Property Authority -  
Business Registration office  
PO Box 185  
WINDHOEK  
NAMIBIA  
Tel: +264 61 2994400  
Email: info@bipa.na

Name of Company \_\_\_\_\_

The end of the current financial year is \_\_\_\_\_

A. The end of the current financial year has been brought forward to \_\_\_\_\_

B. The end of the current financial year must be extended to \_\_\_\_\_

Reason for extension \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Date \_\_\_\_\_

Signature \_\_\_\_\_  
*Director/Manager/Secretary*

Approved/Refused: Registrar \_\_\_\_\_

**Perforated** *(To be completed by company)*

Advice of change of the end of the current financial year dated: \_\_\_\_\_

Form CM32

Name of company \_\_\_\_\_

Postal address \_\_\_\_\_

Email address \_\_\_\_\_

Approved/Refused
Registrar
Date Stamp of Registration Office

REPUBLIC OF NAMIBIA

BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA

COMPANIES ACT, 2004  
(Section 299(3)) (Regulation 49(1))



APPLICATION TO REGISTRAR BY COMPANY FOR APPROVAL THAT GROUP ANNUAL FINANCIAL STATEMENTS NEED NOT DEAL WITH SUBSIDIARY

Registration Number of Company

N\$ 136,00 fee payable in terms of the Act and as set out in the regulations

Name of holding company \_\_\_\_\_

Name of subsidiary company \_\_\_\_\_

Registration Number \_\_\_\_\_

The directors of the above-mentioned holding company are of opinion that -

- \*(a) if the subsidiary were to be dealt with in group annual financial statements, the result would be misleading or harmful to the business of the company or any of its subsidiaries; or
- \*(b) the business of the company and that of the subsidiary are no different that they cannot reasonable be treated as a single undertaking.

The reasons for making this application are: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

*(Use reverse side of form, if necessary)*

A report by the auditor of the company is attached

Date \_\_\_\_\_ Signature \_\_\_\_\_  
*Director/Manager/Secretary*

Rubber stamp of company, if any, or of secretaries

*\*Delete whichever is not applicable*

**Perforated** *(To be completed by company)*

Application to Registrar by company not to deal in group annual financial statements with subsidiary

Name of company \_\_\_\_\_  
Postal address \_\_\_\_\_  
Email address \_\_\_\_\_

Approved/ Not approved
Registrar
Date stamp of Registration Office

*Not valid unless stamped by the Registrar.*

Form CM 34

## REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
 (Sections 306(5), 311(3), 313 and 335)) (Regulation 50(1), (4) and (6))  
*(to be lodged when company sends notice to members)*



CM34

**LODGEMENT OF FINANCIAL STATEMENTS/INTERIM REPORTS**

Registration Number of Company
--------------------------------

NS\$ 20,00 fee payable in terms of the Act and as set out in the regulations
--

Name of holding company \_\_\_\_\_

Names of subsidiaries (if any)

Registration Numbers

Names of subsidiaries (if any)	Registration Numbers

The following documents are lodged herewith:

† Annual financial statements/† group annual financial statements in terms of section 306(5)(a)/ 335 of the Companies Act for the Financial year ended \_\_\_\_\_

† Annual financial statements in terms of section 306(5)(b) of the Companies Act for the financial year ended \_\_\_\_\_

† Interim report in terms of section 313/†335 of the Companies Act for the half year ended \_\_\_\_\_

† Provisional annual financial statements in terms of section 313 of the Companies Act for the financial year ended \_\_\_\_\_

*Rubber stamp of company if any, or of secretaries**N.B. - Complete if annual financial statements in respect of subsidiaries are lodged.*† *Delete whichever is not applicable.***Perforated***(To be completed by company)*

.....

Lodgement of/† annual financial statements/† group annual financial statements and † annual financial statements of subsidiaries /† provisional annual financial statements / † interim report for financial year /† half year ended

Name of company \_\_\_\_\_

Postal address \_\_\_\_\_

Email address \_\_\_\_\_

*Not valid unless stamped by the Registrar of Business.*

Received
_____ Registrar
Date stamp of Registration Office

REPUBLIC OF NAMIBIA

BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA

COMPANIES ACT, 2004
(Section 314 read with section 299(3) (Regulation 51(1))



APPLICATION NOT TO ISSUE INTERIM REPORTS

Registration Number of Company

NS 80,00 fee payable in terms of the Act and as set out in the regulations

Name of holding company

The company applies for exemption to issue a half-yearly report for the financial year beginning on

The interim report is required to be issued on or before and
The same exemption is required in respect of the interim report for the financial year beginning on which is due to be issued on or before

- The directors of the company are of the opinion that such reports -
(a) would be misleading to members of the company / or harmful to the business of the company; or
(b) would entail unnecessary expenses or for any other reason would serve no useful purpose.

Delete whichever is not applicable.

The reasons for making this application are:

(Use reverse side of form, if necessary)

A report by the auditor of the company is attached.

Rubber stamp of company, if any, or of secretaries

Date Signature Director/Manager/Secretary

Perforated (To be completed by company)

Application no to issue interim reports; due on and

Name of company
Postal address
Email address

Application refused
Application granted for report Due on
Date stamp of Registration Office

Not valid unless stamped by the Registrar of Business.

Form CM 36

## REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Sections 320(2)(c), 322(3) and 324)) (Regulation 52)

**TAKE-OVER OFFER AND TAKE-OVER STATEMENT**

Registration Number of Company
--------------------------------

NS 20,00 fee payable in terms of the Act and as set out in the regulations
--

Name of offeree company:

Insert here particulars of principal	Particulars of offeror (if person):		
	Surname:		Full names
	Nationality (if not Namibian)	Occupation ("Director of Companies" not acceptable)	
	Residential address	Business address & Email	Postal address
Insert here particulars of person acting on behalf of principal	Particulars of person acting on behalf of principal (if any):		
	Surname:		Full names
	Nationality (if not Namibian)	Occupation ("Director of Companies" not acceptable)	
	Residential address	Business address & Email	Postal address

Particulars of offeror (if company, external company or other body corporate)  
Name \_\_\_\_\_

Registration No. (if any)
---------------------------

Name of country (and state, if any,) in which incorporated (if not in Namibia):

Registered address in Namibia & Contact number	Postal address in Namibia	Address in foreign country (if external company)

Name of controlling company (if any)

Registration No. (if any)
---------------------------

**DIRECTORS**

Surnames	Full forenames	Residential address & Email

Copies of the take-over statement and annexures, dated _____ by the offeror/take* over statement by directors of the offeree company with annexures. dated ..... are attached hereto.	*Delete whichever is not applicable
--	-------------------------------------

Date ..... *If company, rubber stamp of company, if any, or of secretaries*

Signature of offeror .....

Signature .....  
 Director/Secretary/Manager

Take-over offer/take-over statement, dated .....

Name of offeror .....

.....

Postal address .....

.....

Email address \_\_\_\_\_

Received _____
Registrar
Date stamp of Registration office

*Not valid unless stamped by the Registrar*

Form CM 37

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Sections 328(1)(f) and 332(3)) (Regulation 54(1))



**NOTICE OF PERSON AUTHORISED TO ACCEPT SERVICE ON  
BEHALF OF EXTERNAL COMPANY**

Registration Number of Company

NS\$ 20,00 fee payable in  
terms of the Act and as  
set out in the regulations

Name of Company \_\_\_\_\_

Notice is hereby given that the person mentioned below is authorised to accept service on behalf of the company:

(a) Surname \_\_\_\_\_ Full forenames \_\_\_\_\_

Residential address	Business address & Email	Postal address
Contact number:		

\*(b) \_\_\_\_\_

The abovementioned person is no longer authorised to accept service on behalf of the company, but the person who is mentioned below is now authorised to do so:

(a) Surname \_\_\_\_\_ Full forenames \_\_\_\_\_

Residential address	Business address & Email	Postal address
Contact number:		

with effect from \_\_\_\_\_

*\*Delete whichever is not applicable*

*Rubber stamp of company, if any, or of secretaries*

Date \_\_\_\_\_ Signature \_\_\_\_\_

*Director/Manager/Secretary*

**Perforated**

*(To be completed by company)*

.....

Name of company \_\_\_\_\_

Postal address \_\_\_\_\_

Email address \_\_\_\_\_

*Not valid unless stamped by the Registrar.*

Notice Received
Registrar
Date stamp of
Registration Office

**Form CM 38**

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
 (Section 332(2)) (Regulation 54(2))  
*(to be lodged in duplicate)*



**NOTICE BY PERSON AUTHORISED TO ACCEPT SERVICE ON BEHALF OF  
 EXTERNAL COMPANY TO TERMINATE HIS/HER AUTHORISATION**

Registration Number of Company

**NS 20,00** fee payable in  
 terms of the Act and as  
 set out in the regulations

Name of company \_\_\_\_\_

Postal address \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

Email address \_\_\_\_\_

I, \_\_\_\_\_, being the  
 person who has been authorised to accept service on behalf of the above-mentioned company,  
 have informed the company that I intend to withdraw from such authorisation with effect from

\*Date \_\_\_\_\_ Signature \_\_\_\_\_

**RESERVED FOR REGISTRAR**

To: The Directors  
 (the company mentioned above)

Sir/Madam  
 In confirmation.

Please attach form CM 37 (Notice of person authorised to accept service on behalf of external  
 company) to this form and return it to the Registrar of Companies within 21 days of the date  
 at \*above.

Yours faithfully

**Registrar**  
 WINDHOEK

Date Stamp of  
 Registration Office

REPUBLIC OF NAMIBIA

BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA

COMPANIES ACT, 2004  
(Section 334) (Regulation 56(1))



ALTERATION TO MEMORANDUM OF EXTERNAL COMPANY

Registration Number of Company

N\$ 75,00 fee payable in terms of the Act and as set out in the regulations

Name of company \_\_\_\_\_

The company has altered its memorandum on \_\_\_\_\_

A certified copy of the instrument showing the alteration/and a certified translation thereof\* is/are attached.

*Rubber stamp of company, if any*

Date \_\_\_\_\_

Signature \_\_\_\_\_  
*Director/Manager/Secretary*

\*Delete whichever is not applicable

**Perforated** *(To be completed by company)*

Alteration of memorandum of external company, dated \_\_\_\_\_  
Name of company \_\_\_\_\_  
Postal address \_\_\_\_\_  
Email address \_\_\_\_\_

Received and registered on this day _____
Registrar
Date stamp of Registration office

*(Not valid unless stamped by the Registrar.)*

Form CM 40

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Sections 382(5)(a), 436(b) and 439(d)(i), (ii)) (Regulation 57)



CM40

**APPOINTMENT AS LIQUIDATOR/PROVISIONAL JUDICIAL MANAGER/JUDICIAL MANAGER**

Registration Number of Company
--------------------------------

NS 20,00 fee payable in terms of the Act and as set out in the regulations
--

Name of company \_\_\_\_\_

Herewith certificate of appointment / † Certificate of cancellation as \*

in respect of the abovementioned company.

† Copy of judicial management order attached.

Date \_\_\_\_\_ Signature \_\_\_\_\_

† Liquidator/Provisional judicial manager/Judicial manager

*Rubber stamp, if any*

\*State whether Liquidator/Provisional judicial manager/Judicial manager

† **Delete whichever is not applicable.**

Address of liquidator/Provisional judicial manager/Judicial manager

Business address	Postal address
Email Address:	

*(Perforated) (To be completed by Liquidator/Provisional judicial manager/Judicial manager)*

Appointment as Liquidator/Provisional judicial manager/Judicial manager

Name \_\_\_\_\_

Postal address \_\_\_\_\_

Email address \_\_\_\_\_

*Not valid unless stamped by the Registrar of Business.*

Notice Received
_____
Registrar Registration Office

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 141) (Regulation 58)



**BROKER'S TRANSFER FORM**

*For exchange control purposes*

<b>CERTIFICATION BY ISSUER OF SECURITY</b>	A	FULL NAME OF ISSUER OF SECURITY AS SHOWN ON CERTIFICATE		
	<i>This portion to be completed by the broker</i>		Figures	Words
		Quantity and full description of securities to be transferred	Description	
			Certificate(s) No.(s)	Certificate and distinctive numbers(s) (if any)
		<b>TRANSFER FROM</b> [in block letters insert the full name(s) of the present registered holder(s)] [transferor(s)]		
	I/We certify that the effective date of the transferor's signature for stamp duty purposes was ..... ..... ..... (Signature of broker)	(Stamp of selling broker)		

<b>LODGED FOR CERTIFICATION BY</b>	<i>This portion to be completed by the agent of the transferee(s)</i>	<b>TRANSFER TO</b> [in block letters insert the full name(s) and the postal address(es) of the person(s) into whose name(s) the securities are to be transferred] [transferee(s)] .....	
		<b>CONSIDERATION.</b> - State the amount (in figures) paid for the securities	N\$ .....
		I/We request that such entries be made in the register as are necessary to give effect to this transfer. ..... .....	
		Name and address or stamp of person lodging this form or stamp of buying broker (if any)	
		<b>NAMIBIAN REVENUE STAMPS or endorsement claiming exemption in terms of the Stamp Duties Act, 1993</b>	<b>* FOR USE IN REGISTERING OFFICE</b>

Form CM 42

REPUBLIC OF NAMIBIA

## BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA

COMPANIES ACT, 2004  
(Section 141) (Regulation 58)



CM42

## SECURITIES TRANSFER FORM

For exchange control purposes

<b>CERTIFICATION, IF ANY, BY ISSUER OF SECURITY</b>	A	FULL NAME OF ISSUER OF SECURITY AS SHOWN ON CERTIFICATE		
	<b>LODGED FOR CERTIFICATION BY</b>	<i>This portion to be completed by transferor(s) (that is, the person(s) in whose name(s) the securities are at present registered).</i>	Quantity and full description of securities to be transferred	Figures Description
			Words	
			Certificate(s) No.(s)	Distinctive numbers(s) (if any)
<b>TRANSFER FROM</b> [in block letters insert the full name(s) of the present registered holder(s)]				
[transferor(s)] Date of signature				
		II/We the undersigned hereby transfer the above securities from the name(s) aforesaid to the person(s) named below or to the several persons named in Part B of the Broker's Transfer forms (CM41) relating to the above security. ..... ..... Date of signature. ....		
		(Stamp of selling broker)		
	B	<b>TRANSFER TO</b> [in block letters insert the full name(s) and the postal address(es) of the person(s) into whose name(s) the securities are to be transferred] [transferee(s)] ..... ..... .....		
		<b>CONSIDERATION. - State the amount (in figures) paid for the securities. If no consideration was paid, to market value of the securities at the date of the transaction must be stated.</b>	N\$ .....	
		I/We request that such entries be made in the register as are necessary to give effect to this transfer. ..... ..... Name and address or stamp of person lodging this form or stamp of buying broker (if any)		
		<b>NAMIBIAN REVENUE STAMPS (UNLESS BROKER'S TRANSFER FORMS ARE USED) or endorsement claiming exemption in terms of the Stamp Duties Act, 1993</b>	<b>* FOR USE IN REGISTERING OFFICE</b>	

Form CM 43

## REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA Part A**

COMPANIES ACT, 2004  
(Section 427) (Regulation 59)  
(to be lodged in duplicate)



**PARTICULARS OF DIRECTOR OF DISSOLVED COMPANY WITHIN THE  
MEANING OF SECTION 427 (1)**

**NS 20,00** fee payable in  
terms of the Act and as  
set out in the regulations

Surname \_\_\_\_\_

Full forenames \_\_\_\_\_

Postal address \_\_\_\_\_

Former surnames \_\_\_\_\_

Former forenames \_\_\_\_\_

Nationality (if not Namibian)	Residential address	Date of appointment as director	Name(s) of company(ies) dissolved for the reason that it/*they was/*were unable to pay its/*their debts	Date of dissolution
			1.	
Date of birth			2.	
Occupation			3.	
Email address			4.	
Contac number(s)			5.	

**LIQUIDATOR'S REPORT [IN TERMS OF SECTION 427(2)]**

Date \_\_\_\_\_ Signature \_\_\_\_\_

Liquidator

*Rubber stamp of liquidator, if any*

\* Delete whichever is not applicable.

Postal address of liquidator      Business address of liquidator

Email address of liquidator

**Form CM 43  
Part B****FOR USE BY REGISTRAR**

Dear .....

Section 427 of the Companies Act, 2004, requires the Registrar of Companies to maintain a register of directors of companies which have been dissolved and were unable to pay their debts.

The information detailed overleaf has been supplied to the Registrar by the liquidator of the company of which you were a director in the circumstances contemplated under the aforementioned section of the Act.

In terms of subsection (4) you may, within one month of the date of this advice to you, object by affidavit or otherwise to your name being entered in the register.

In your own interest, it is proposed that you give this matter your most urgent attention.

Yours faithfully

\_\_\_\_\_  
**Registrar**

Date Stamp of Registration Office
--------------------------------------

Form CM 44

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**COMPANIES ACT, 2004  
(Section 64) (Regulation 18(1))

CM44

**ARTICLES OF ASSOCIATION OF A COMPANY HAVING A  
SHARE CAPITAL ADOPTING SCHEDULE 1**

Registration Number of Company

**NAME OF COMPANY:**

.....

**SCHEDULE 1 - TABLE A/B\***

- A. The articles of Table A/B\* contained in Schedule 1 to the Companies Act, 2004, shall apply to the Company, subject to such additions, omissions and modifications as stated below.

**ADDITIONS**

- B. The following articles additional to that contained in Table A/B\* are included:
- (a)
  - (b)
  - (c)

**OMISSIONS**

- C. The following articles contained in Table A/B\* are omitted:
- (a)
  - (b)
  - (c)

**MODIFICATIONS**

- D. The following articles contained in Table A/B\* are modified in the manner indicated:
- (a)
  - (b)
  - (c)

*\*Delete whichever is not applicable.*

Form CM 44A

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**COMPANIES ACT, 2004  
(Section 64) (Regulation 18(2))

CM44A

**ARTICLES OF ASSOCIATION  
OF A COMPANY HAVING A SHARE CAPITAL  
NOT ADOPTING SCHEDULE 1**

Registration Number of Company

**NAME OF COMPANY:**

.....

- A. The articles of Table B contained in Schedule 1 to the Companies Act, 2004, shall not apply to the Company.
- B. The articles of the company are as follows:

Form CM 44B

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**COMPANIES ACT, 2004  
(Section 64) (Regulation 18(3))

CM44B

**ARTICLES OF ASSOCIATION OF A COMPANY NOT  
HAVING SHARE CAPITAL NOT ADOPTING SCHEDULE 1**

Registration Number of Company

**NAME OF COMPANY:**

.....

- A. The articles of Table A contained in Schedule 1 to the Companies Act, 2004, shall not apply to the Company.
- B. The articles of the company are as follows:

Form CM 44C

## REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 64) (Regulation 18 (1), (2) and (3))

**SIGNATORIES TO ARTICLES OF ASSOCIATION**

<b>Particulars of subscriber</b>	<b>Date and signature of subscriber</b>	<b>Particulars of witness</b>	<b>Date and signature of witness</b>
1. Full names  Occupation  Residential address  Business address  Postal address		1. Full names  Occupation  Residential address  Business address  Postal address	
2. Full names  Occupation  Residential address  Business address  Postal address		2. Full names  Occupation  Residential address  Business address  Postal address	
3. Full names  Occupation  Residential address  Business address  Postal address		3. Full names  Occupation  Residential address  Business address  Postal address	

Particulars of subscriber	Date and signature of subscriber	Particulars of witness	Date and signature of witness
4. Full names  Occupation  Residential address  Business address  Postal address		4. Full names  Occupation  Residential address  Business address  Postal address	
5. Full names  Occupation  Residential address  Business address  Postal address		5. Full names  Occupation  Residential address  Business address  Postal address	
6. Full names  Occupation  Residential address  Business address  Postal address		6. Full names  Occupation  Residential address  Business address  Postal address	
7. Full names  Occupation  Residential address  Business address  Postal address		7. Full names  Occupation  Residential address  Business address  Postal address	

Form CM 45

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 30(1)) (Regulation 13(1))  
*(to be lodged in duplicate)*



**AMENDED CERTIFICATE OF INCORPORATION RELATING TO THE CONVERSION  
OF ONE FORM OF COMPANY INTO ANOTHER TYPE OF COMPANY**

Registration Number of Company

This is to certify that:

.....

which was registered on \_\_\_\_\_

has by SPECIAL RESOLUTION been converted from a \_\_\_\_\_

\_\_\_\_\_

into a \_\_\_\_\_

\_\_\_\_\_

and the name of the company is shown in my register as:

.....

with effect from the date of this certificate.

Signed and sealed at Windhoek, this \_\_\_\_\_ day of \_\_\_\_\_ of the year \_\_\_\_\_

\_\_\_\_\_  
**Registrar of Companies**

Seal of the Business Registration Office

This certificate is not valid unless sealed by the seal of the Business Registration Office

*continuation of Form CM 45*

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 30(1)) (Regulation 13(1))

**APPLICATION TO REGISTER THE CONVERSION OF ONE TYPE  
OR FORM OF COMPANY INTO ANOTHER TYPE  
OR FORM OF COMPANY**

Registration Number of Company

**NS\$ 40,00** fee payable in terms of the Act and as set out in the regulations

Existing name of Company:

\_\_\_\_\_

which was registered on \_\_\_\_\_

a SPECIAL RESOLUTION to converted itself from a \_\_\_\_\_

\_\_\_\_\_

into a \_\_\_\_\_

\_\_\_\_\_

The name by which the company will be know after the conversion will be:

\_\_\_\_\_

Date \_\_\_\_\_ Signature \_\_\_\_\_

*Director/Manager/Secretary*

*Rubber stamp of company if any, or of secretaries*

Postal address of Company \_\_\_\_\_

\_\_\_\_\_

**Perforated**

*(To be completed by company)*

Amended Certificate of Incorporation relating to conversion of one type or form of Company into another type or form of Company dated \_\_\_\_\_, herewith

Name of Company \_\_\_\_\_

Postal address \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Registrar of Business  
  
Date stamp of BIPA Companies  
Registration Office

Form CM 46

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 180) (Regulation 38(1))  
*(to be lodged in duplicate)*



CM46

**CERTIFICATE TO COMMENCE BUSINESS**

Registration Number of Company

I hereby certify that:

.....,

which was incorporated on the ..... day of ..... of the year .....,

has complied with the requirements of section 180 of the Companies Act, 2004, and is with effect from this day entitled to commence business.

Signed and sealed at ..... this ..... day of ..... of the year .....

.....

**Registrar**

Seal of Registration Office

*This certificate is not valid unless sealed by the Seal of the Registration Office.*

*continuation of Form CM 46*

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 180) (Regulation 38(1))

**APPLICATION FOR CERTIFICATE TO COMMENCE BUSINESS**

Registration Number of Company

**NS\$ 100,00** fee payable  
in terms of the Act  
and as set out in the  
regulations  
**Plus annual duty**

Name of Company:

.....

The Company which was incorporated on the ..... day of ..... of the year ..... applies for a certificate to commence business and attaches hereto the documents prescribed by regulation 30.

The financial year of the Company ends on the ..... each year.

Postal Address

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Email Address

\_\_\_\_\_

Signature \_\_\_\_\_  
*Director /Manager/Secretary*

\_\_\_\_\_  
Name in block capitals

**Perforated**

*(To be completed by company)*

.....

Certificate to commence business dated \_\_\_\_\_, herewith

Name of Company \_\_\_\_\_

Postal address \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Email address \_\_\_\_\_

\_\_\_\_\_

Registrar  
  
Date stamp of  
Registration Office

Form CM 47

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**COMPANIES ACT, 2004  
(Section 180(3)) (Regulation 38 (1)(b))**STATEMENT BY EACH DIRECTOR REGARDING  
ADEQUACY OF CAPITAL OF COMPANY**

Registration Number of Company

NS 50,00 fee payable in  
terms of the Act and as  
set out in the regulations

Name of Company \_\_\_\_\_

Date of registration \_\_\_\_\_

I, \_\_\_\_\_ of \_\_\_\_\_  
\_\_\_\_\_declare that: *(provide residential address above)*

1. I have consented to be and I am a director of the above mentioned company.
- 2.\* The capital of the Company is adequate for the purposes of the company and its business.
- 3.\* The capital of the company is inadequate for the purposes of the company and its business for the following reasons: \_\_\_\_\_  
\_\_\_\_\_
- 4.\* Having regard to my statement in paragraph 3, the company is to be financed in the following manner and from the following sources: \_\_\_\_\_  
\_\_\_\_\_

Signed at \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_ of the year \_\_\_\_\_  
in the presence of the witness whose signature appears below.\_\_\_\_\_  
*Director*

Witness \_\_\_\_\_

Signature \_\_\_\_\_

Full Names \_\_\_\_\_

Occupation \_\_\_\_\_

Residential Address \_\_\_\_\_

Business Address \_\_\_\_\_

Email address \_\_\_\_\_

*\*Delete whichever is not applicable*

Form CM 48

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**COMPANIES ACT, 2004  
(Section 180(2)) (Regulation 39(1)(a))**AFFIDAVIT PURSUANT TO SECTION 180(2) OF THE ACT**

Registration Number of Company

<p><b>N\$ 50,00</b> fee payable in terms of the Act and as set out in the regulations</p>
---

Name of Company \_\_\_\_\_

Date of registration \_\_\_\_\_

I, \_\_\_\_\_ of \_\_\_\_\_

do hereby make oath/affirmation\* and say:

1. I am a director/secretary\* of the abovementioned company.
2. In my capacity as director/secretary\* I have full access to the books and papers of the company.
- 3.\* (a) Every director has paid to the company for each of the shares taken or contracted to be taken by him/her, and for which he/she is liable to pay in cash, the full subscription price.
- 3.\* (b) No director of the company is, by its articles, required to hold any shares of the company to qualify to be a director.
4. Shares paid for in cash have been allotted to a total amount of not less than the minimum subscription stated in the prospectus to be N\$ \_\_\_\_\_ (repeat amount in words) N\$ \_\_\_\_\_ .
5. No money is or may become repayable to applicants for any shares which have been offered to the public by reason of the refusal of an application for permission for the shares to be dealt in on a stock exchange or the dismissal of an appeal against such refusal.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ of the year \_\_\_\_\_

\_\_\_\_\_  
Signature

I certify that the deponent acknowledges that he/she is fully conversant with and understands the contents of this affidavit.

Sworn to/affirmed\* and signed before me at this \_\_\_\_\_ day of \_\_\_\_\_ of the year \_\_\_\_\_

Address of Commissioner of Oaths/Justice of the Peace\*:

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*Commissioner of Oaths/Justice of the Peace\**

*\*Delete whichever is not applicable.*

**Form CM 49**

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 328(2)) (Regulation 55(1)(g))



CM49

*(to be lodged in duplicate)*

**CERTIFICATE OF REGISTRATION OF MEMORANDUM OF EXTERNAL COMPANY**

Registration Number of Company

I hereby certify that:

.....

which has been incorporated in \_\_\_\_\_

according to the laws of the \_\_\_\_\_

having lodged its memorandum with me, has this day been registered as an external company in the Republic of Namibia.

Signed and sealed at \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_, of the year \_\_\_\_\_

\_\_\_\_\_  
**Registrar**

Seal of Registration Office

*This certificate is not valid unless sealed by the Registration Office.*

*continuation of Form CM 49*

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA Part B**

COMPANIES ACT, 2004  
(Section 328(1)) (Regulation 55(1)(g))

**APPLICATION FOR THE REGISTRATION OF MEMORANDUM  
OF EXTERNAL COMPANY**

Registration Number of Company
--------------------------------

<b>N\$ 150,00</b> fee payable in terms of the Act and as set out in the regulations Plus annual duty under section 183
---

Name of Company \_\_\_\_\_

which has been incorporated in \_\_\_\_\_

according to the laws of the \_\_\_\_\_

requires registration as an external company in the Republic of Namibia.

The issued capital of the company is \_\_\_\_\_

which is the equivalent, at current rates of exchange to N\$ \_\_\_\_\_

The financial year of the Company ends on the \_\_\_\_\_ of each year.

The sole purpose for which the company is establishing a place of business in Namibia is to  
establish a share office and/or a share registration office.\*

*\*Delete if not applicable.*

Dated this ..... day of ..... of the year .....

Signature of person acting on behalf of external Company

Particulars of person acting on behalf of external company for the purposes of its registration

Full names: \_\_\_\_\_

Occupation: \_\_\_\_\_

Business address: \_\_\_\_\_

Postal Address: \_\_\_\_\_

Email address: \_\_\_\_\_

Contact number(s): \_\_\_\_\_

**Form CM 50**

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA Part A**COMPANIES ACT, 2004  
(Section 311(3)) (Regulation 50(3))**APPLICATION FOR PROVISIONAL ANNUAL FINANCIAL STATEMENTS  
IN RESPECT OF A PRIVATE COMPANY**

Registration Number of Company

NS 80,00 fee payable in  
terms of the Act and as  
set out in the regulations

Name of Company \_\_\_\_\_

Registered address	Postal address (if known)
Email Address	
Contact number(s)	

Date of end of financial year \_\_\_\_\_

I, \_\_\_\_\_, of  
*(full names in block capitals)*

Residential or business address	Postal address
Email Address	
Contact number(s)	

am the holder of \_\_\_\_\_  
(number) (class)  
shares in the abovementioned company.

As at the date of this application the company has not issued its annual financial statements in terms of section 311(1) of the Act.

I request that provisional annual financial statements be made available for the following reasons:

---



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*(use separate sheets, if necessary)*

Date \_\_\_\_\_ Signature \_\_\_\_\_

**Form CM 50**

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA Part B**

COMPANIES ACT, 2004  
(Section 311(3)) (Regulation 50(3))



CM50

**FOR USE BY THE REGISTRAR**

The Directors,

.....  
.....  
.....  
.....

Sir/Madam

The Registrar wishes to draw your attention to the request contained herein and to sections 311(2) and 315 of the Companies Act, 2004.

The Registrar is of the opinion that the applicant has shown good cause for his/her request.

Please arrange for provisional annual financial statements for the financial year which ended as shown on the reverse side of this form to be lodged with the Registrar within six weeks of the date of this notice.

If the annual financial statements have been issued, please return this notice to the Registrar showing the date on which such annual financial statements had been sent to members.

Yours faithfully

\_\_\_\_\_  
**Registrar**

Date stamp of Registration  
Office

Form CM 51

REPUBLIC OF NAMIBIA

BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA

COMPANIES ACT, 2004  
(Regulation 23)

**CERTIFICATION OF ADDITIONAL COPIES OF DOCUMENTS LODGED FOR  
REGISTRATION**

Registration Number of Company
--------------------------------

<b>NS 10,00</b> fee payable in terms of the Act and as set out in the regulations
---

I/We\* \_\_\_\_\_  
 (*Name of Company or Person*)

require that the following/additional\* copies of

\_\_\_\_\_

be certified.

Date \_\_\_\_\_ Signature \_\_\_\_\_

*A separate form is to be used for each copy to be certified.*

**\* Delete whichever is not applicable**

Form CM 52

REPUBLIC OF NAMIBIA

**BUSINESS AND INTELLECTUAL PROPERTY AUTHORITY - BIPA**

COMPANIES ACT, 2004  
(Section 306(6) (Regulation 50))



**APPLICATION FOR EXEMPTION FROM LODGING ANNUAL FINANCIAL STATEMENTS IN RESPECT OF SUBSIDIARIES**

Registration Number of Company

Revenue stamp or  
Revenue franking  
machine impression  
**NS 40,00**

Name of holding company \_\_\_\_\_

<i>Names of subsidiaries (if any)</i>	<i>Registration Numbers</i>
_____	_____
_____	_____
_____	_____
_____	_____

Application is made by the abovementioned holding company to be exempted from lodging with the Registrar annual financial statements in respect of the abovementioned subsidiary private companies. The reasons for making the application are:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

(Separate sheet may be used)

**Perforated** *(To be completed by company)*  
.....

Application to Registrar by exemption from lodging annual financial statements in respect of subsidiaries.

Name of company \_\_\_\_\_  
Postal address \_\_\_\_\_  
Email address \_\_\_\_\_  
Contact number(s) \_\_\_\_\_

Approved
Not approved
Registrar
Date stamp of Registration Office

If approved, the exemption is only valid for a period of two years from this date

Dated

Not valid unless stamped by Registrar.

**Printing specifications: Size A4; good quality paper; adequate spacing to be allowed for typewritten information to be inserted under appropriate headings; complete Form to fit on single page; tear off portion to fit Companies Office window envelope; printer's proofs and sample paper to be approved by the Registrar, Windhoek."**

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