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The Gazette of the Democratic Socialist Republic of Sri Lanka

EXTRAORDINARY

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PART I : SECTION (I) — GENERAL

Government Notifications

COMPANIES ACT, No. 7 of 2007

Order Under Section 1(2)

BY virtue of the powers vested in me by sub section (2) of the Section 1 of the Companies Act, No. 7 of 2007, I, Sumithra Arachchige Don Bandula Chandrasiri Gunawardena, Minister of Trade, Marketing Development Co-operatives and Consumer Services, do by this order, appoint May 3rd 2007 as the date on which the foresaid Act, shall come into operation.

SUMITHRA ARACHCHIGE DON BANDULA CHANDRASIRI GUNAWARDENA,
Minister of Trade, Marketing Development
Co-operatives and Consumer Services.

Colombo,
19th April, 2007.

05-98/1

COMPANIES ACT, No. 7 OF 2007

REGULATIONS made by the Minister of Trade, Marketing Development Co-operatives and Consumer Services, under Section 527 read with section 477 of the Companies Act, No. 7 of 2007.

SUMITHRA ARACHCHIGE DON BANDULA CHANDRASIRI GUNAWARDENA,
Minister of Trade, Marketing Development
Co-operatives and Consumer Services.

Colombo,
19th April, 2007.

Regulations

1. These regulations may be cited as Companies (fees) Regulations, 2007.
2. The fees payable as charges for the exercise and discharge of the duties and functions referred to in Section 477 of the Companies Act, shall be as specified in the Schedule to these Regulations.

SCHEDULE

1. For registration of a limited Company	A sum of Rs. 8,500.00
2. For registration of a unlimited Company	A sum of Rs. 5,000.00
3. For registration of a company limited by Guarantee	A sum of Rs. 12,000.00
4. For registration of a mortgages, charges and debentures	A sum of Rs. 750.00
5. For registration of an annual return	A sum of Rs. 2,500.00
6. The registration of any document required or authorized to be registered or required to be delivered, sent, given or forwarded to filed with, the Registrar-General of Companies, other than the notices and reports required to be delivered to the Registrar-General of Companies by a receiver or manager, an administrator or a liquidator ;	A sum of Rs. 350.00
7. For approval of a name of a Company	A sum of Rs. 350.00
8. For inspection of a file kept by the Registrar-General of Companies	A sum of Rs. 100.00
9. For certification of any document or extract thereof filed with the Registrar-General of Companies	A sum of Rs. 250.00
10. For inspecting the register of charges	A sum of Rs. 150.00
11. For registration of Company Secretaries	A sum of Rs. 1,000.00
12. Amount to be credited to a Bank to defray the expenses of an Off-shore Company for the purpose of its office in Sri Lanka	A sum of US\$ 60,000.00
13. For registration of an Off-shore Company	A sum of Rs. 50,000.00
14. For registration of a place of business in Sri Lanka by an Overseas Company	A sum of Rs. 25,000.00
15. For re-registration of an existing Company	A sum of Rs. 5,000.00
16. For re-registration of an Overseas Company	A sum of Rs. 12,500.00

05-98/2

COMPANIES ACT No. 7 OF 2007

REGULATIONS made by the Minister of Trade, Marketing Development Co-operatives and Consumer Services, under Section 477 read with section 527 of the Companies Act, No. 7 of 2007.

SUMITHRA ARACHHIGE DON BANDULA CHANDRASIRI GUNAWARDENA M. P.,
Minister of Trade, Marketing Development
Co-operatives and Consumer Services.

Colombo,
19th April, 2007.

Companies (prescribed Returns, Notices and Documents) Regulations 2007

1. These regulation may be cited as the Companies (Returns, Notices and documents) Regulations 2007 and shall come into operation on 03rd day of May, 2007.
2. The forms set out in the Schedule hereto shall be used for the purposes of the Act and the particulars contained therein are hereby prescribed as the particulars required for the purposes of this Act.
3. The returns notices or other documents prescribed by these Regulations may be presented filed lodged or given substantially in the forms prescribed hereby in Sinhala Tamil or English and may be suitably adopted wherever necessary. If there is insufficient space in the form to supply any particular information required a separate sheet may be attached giving such required information.
4. Every Company shall notify the Registrar-General of Companies within ten (10) workings days of each special resolution passed by it (including that passed in terms of the Section 15 but excluding that passed in terms of Section 8(1) in the Form 39 prescribed hereby.
5. Notice required to be given under Section 261 (3) on Form 23 and the return required to be delivered to the Registrar-General of Companies under Section 491 on Form 35 shall be so given or delivered within Thirty (30) days of the respective date of amendments or alterations.

SCHEDULE ABOVE REFERRED TO

(Section 4(1))

FORM 1

APPLICATION FOR REGISTRATION OF A COMPANY

Section 4(1) of Companies Act No. 7 of 2007 (“the Act”)

(If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format)

No. of Company :

--	--	--	--	--

Type of the Company :

--

Please see Section 3(1) of the Act,

Name of Proposed Company :

--

Name Approval Number

--

Registered address :

--

(This must be a physical address in Sri Lanka and must not be a P.O. Box. address).

DECLARATION UNDER SECTION 4(1)(A) OF THE ACT

I/We* declare that to the best of my/our* knowledge the name of this proposed company is not identical or similar to that of any existing company.

ARTICLES OF ASSOCIATION

- * The Articles of Association of the proposed Company shall be as set out in the first Schedule to the Act,
- * The Articles of Association of the proposed Company shall be as set out in the Annexure “A” signed by each of us *

INITIAL DIRECTORS

The following persons are the initial directors of the proposed company and signify their consent by signing below and certify that each one of them is not disqualified from being appointed or holding office as a director of a company :

Full Name***	NIC No./Passport No.* (Specify Country)	Residential Address	E-mail Address (optional)	Signature

Presented by :

E-mail (Optional)

Telephone :

Facsimile :

INITIAL SHARE HOLDERS

The following persons are the initial shareholders of the proposed company.

Full Name***	NIC No./Passport No. * (Specify Country)	Address**	Signature	Number of Shares <i>(Please indicate if shares are held jointly)</i>

TOTAL NUMBER OF SHARES

INITIAL SECRETARY/SECRETARIES

The following person (s) shall be the initial Secretary/Secretaries* of the proposed company and he/they* signify his/their* consent by signing below :-

Full Name	Address	Registration No.	Signature

Signature of initial shareholders;

1.

2.

Date :-

Day	Month	Year			

* Delete what is not applicable.
 ** In the case of natural person, please give residential address. In the case of a body corporate, please give the registered office address, or, if it does not have a registered office, of its principal place of business.
 *** In the case of a natural person, please give first name (s) followed by surname in BLOCK letters.

(Section 5)

FORM 2A

No. of Company

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DEMOCRATIC SOCIALIST REPUBLIC OF SRI LANKA

The Companies Act, No. 07 of 2007

PRIVATE COMPANY

CERTIFICATE OF INCORPORATION

(Pursuant to Section 5)

I hereby certify that
.....is this day incorporated as a Private Company having complied with
the requirements under the Companies Act, No. 7 of 2007 and that the Company is limited.

Given under my hand at Colombo, this.....day of.....Two Thousand.....



.....
Registrar-General of Companies.

- NOTE: 1. This certificate is for a Private Company — Section 3 read with Section 5(2).
2. The Provisions of Part II apply — Sec. 3(2).

(Section 5)

FORM 2B

No. of Company

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DEMOCRATIC SOCIALIST REPUBLIC OF SRI LANKA

The Companies Act, No. 07 of 2007

UNLIMITED COMPANY

CERTIFICATE OF INCORPORATION

(Pursuant to Section 5)

I hereby certify that
.....is this day incorporated as an unlimited Company having complied
with the requirements under the Companies Act, No. 7 of 2007 and that the Company is unlimited.

Given under my hand at Colombo, this.....day of.....Two Thousand.....



.....
Registrar-General of Companies.

- NOTE: This certificate is for an unlimited Company — Section 3(1)(b).

(Section 5)

FORM 2 C

No. of Company

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DEMOCRATIC SOCIALIST REPUBLIC OF SRI LANKA

The Companies Act, No. 07 of 2007

LIMITED COMPANY

CERTIFICATE OF INCORPORATION

(Pursuant to Section 5)

I hereby certify that
.....is this day incorporated as a limited Company having complied with the requirements under the Companies Act, No. 7 of 2007 and that the Company is limited.

Given under my hand at Colombo, this.....day of.....Two Thousand.....



.....
Registrar-General of Companies.

(Section 5 read with Section 34)

FORM 2 D

No. of Company

--	--	--	--	--

DEMOCRATIC SOCIALIST REPUBLIC OF SRI LANKA

The Companies Act, No. 07 of 2007

COMPANY LIMITED BY GUARANTEE

CERTIFICATE OF INCORPORATION

(Pursuant to Section 5 read with Section 34)

I hereby certify that
.....is this day incorporated as a Company limited by Guarantee having complied with the requirements under the Companies Act, No. 7 of 2007 and that the Company is limited by Guarantee.

Given under my hand at Colombo, this.....day of.....Two Thousand.....



.....
Registrar-General of Companies.

NOTE :This certificate is for a Company limited by Guarantee — Section 3 read with Section 5 and 34.

(Section 5 read with Section 262)

FORM 2E

No. of Company

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DEMOCRATIC SOCIALIST REPUBLIC OF SRILANKA

The Companies Act, No. 07 of 2007

OFF-SHORE COMPANY

CERTIFICATE OF INCORPORATION/REGISTRATION

(Pursuant to Section 5 read with Section 262)

I hereby certify that

.....
(hereinafter referred to as “the Off-shore company”) having made payment of the prescribed fee and produced to me a certificate from a bank that the prescribed sum to defray the expenses of the off-shore company for the purpose of its office in Sri Lanka has been deposited to the credit of an account at the Bank and having satisfied the other requirements of the provisions of Part XI of the Companies Act, No. 07 of 2007 (“the Act”) is incorporated/registered* as an off-shore company in Sri Lanka and is entitled to carry on business outside the shores of Sri Lanka subject to the following conditions :-

- (a) that the off-shore company shall not be entitled to carry on any business in Sri Lanka and
- (b) that this certificate is renewable every year in terms of the provisions of Section 263 of the Act.

This certificate is issued subject to a further condition that the off-shore company carries on business having regard to the national interest or the interest of the national economy of Sri Lanka.

The Off-Shore Company registered under the provisions of the Part XI of the Act is hereby exempted from complying with any other provision of the Act.

Given under my hand at Colombo, this.....day of.....Two Thousand.....



.....
Registrar-General of Companies.

NOTE: *Delete what is not applicable.
This certificate is for an Off-Shore Company.
Section 5 read with Section 262

FORM 3

Notice of

CHANGE OF NAME

Section 8(2) of the Companies Act, No. 7 of 2007

(If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format)

No. of Company

Existing Name of the Company

Proposed Name of the Company

(Attach a copy of the resolution passed by the Company as provided in Section 8(1) to change its name and state below the date of the special resolution).

Date of Resolution Day Month Year

Signature of Director/Secretary* :

Full Name of Director/Secretary * :

Date : Day Month Year

Presented by :

E-mail (Optional) :

Telephone :

Facsimile :

Note : This notice should be given with the Registrar-General of Companies, within 10 working days of change.

* Delete what is not applicable.

(Section 8(3)(b))

FORM 4

No. of Company

--	--	--	--	--

THE DEMOCRATIC SOCIALIST REPUBLIC OF SRI LANKA

The Companies Act, No. 07 of 2007

CERTIFICATE OF INCORPORATION

(Pursuant to Section 8(3)(b))

I hereby certify under Section 8 of the Companies Act, No. 7 of 2007 that

 having changed its name to.....
 in accordance with the provisions of the Section 8 of the Companies Act, No. 7 of 2007 is this day accordingly incorporated
 as.....and I do hereby certify that the said Company is Limited/Unlimited/Limited
 by Guarantee* and that it has ceased to be/has become* a Private Company.

Given under my hand at Colombo, this.....day of.....Two Thousand.....



.....
 Registrar-General of Companies.

* Delete what is not applicable.

(Section 32)

FORM 5

Application

FOR INCORPORATION OF A COMPANY LIMITED BY GUARANTEE

Section 32 of Companies Act, No. 7 of 2007 (“the Act”)

(If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format)

No. of Company**

--	--	--	--	--

Name of Proposed Company

--

Name Approval Number

--

Registered Office address

--

(This must be a physical address in Sri Lanka and must not be a P.O. Box. address).

ARTICLES OF ASSOCIATION

* The Articles of Association shall be as set out in the Annexure “A” signed by each of us *

INITIAL DIRECTORS

The following persons are the initial directors of the proposed company and signify their consent by signing below and certify that each one of them is not disqualified from being appointed/holding office* as a director of a company :

Full Name***	NIC No./Passport No. * (Specify Country)	Residential Address	E-mail Address (optional)	Signature

- * Delete what is not applicable
- ** To be completed by the Registry
- *** Please give first name(s) followed by surname in BLOCK letters.

INITIAL MEMBERS

The following persons are the initial members of the proposed company.

Full Name***	Address**	NIC No./Passport No. (Specify Country)	E-mail Address (Optional)

INITIAL SECRETARY/SECRETARIES

The following person (s) shall be the initial Secretary/Secretaries* and he/they* signify his/their* consent by signing below :-

Full Name***	Address **	Registration No.	Signature

Signature of initial members : 1.
 2.

Date :
 Day Month Year

Presented by E-mail (Optional)
 Telephone :
 Facsimile :

- * Delete what is not applicable.
- ** In the case of a natural person, please give residential address. In the case of a body corporate, please give the registered office address, or, if it does not have a registered office, of its principal place of business.
- *** In the case of a natural person, please give first name (s) followed by surname in BLOCK letters.

(Section 51(4)(a))

FORM 6

Notice of

ISSUE OF SHARES

Section 51(4)(a) of Companies Act, No. 7 of 2007

(If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format)

No. of Company

Company Name

Set out in the table below are particulars of the issue of shares by the above company.

Dates of issue	Number of Shares	Consideration or its value determined as Provided in Section 58(2)

(Attach particulars of shareholders with their full names, addresses, NIC Nos./Passport Nos.* and also a copy of terms of issue, approved under Section 51(2) if any (to be declared in terms of Section 51[4(b)])

Stated Capital prior to this issue (a)

The consideration for which or its value determined as provided in section 58(2) for which the shares were issued in this issue (b)

Stated Capital following this issue (a + b =c) (c)

Signature of Director / Secretary*

Full Name of Director / Secretary*

Date :
 Day Month Year

Presented by :
 E-mail (Optional)
 Telephone :
 Facsimile :

Note : This notice should be given to the Registrar-General of Companies, within 20 working days of the issue of any shares.

(Section 55(1))

FORM 7

Notice of

CALLS ON SHARES/PARTICULARS OF OBLIGATIONS ATTACHED TO A SHARE PERFORMED BY SHAREHOLDERS

Section 55(1) of Companies Act, No. 7 of 2007

(If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format)

No. of Company

--	--	--	--	--

Company Name

--

Name of Shareholders*	Description of the obligation attached to a share prior to this call	Amount of this call/or its value as determined by the Board as per Section 58(3) in respect of a share	No. of Shares held by the shareholders	Amount of this call/or its value determined by the Board as per Section 58(3) in respect of the total No. of shares held by the shareholder**
				(b)

Stated Capital prior to this call (a)

(a)

Total amount of this call or its value determined as per Section 58(3) (b)

(b)

Stated Capital following this call (a + b)

(c)

Signature of Director / Secretary**

--

Full Name of Director / Secretary**

--

Date

Day		Month		Year						

Presented by :

--

E-mail (Optional)

Telephone :

Facsimile :

Note : This notice should be given to the Registrar-General of Companies, where a call is made on a share or any other obligation attached to a share performed by a share holder within ten workings days.
 * Please give first name (s) followed by surname in BLOCK letters.

(Section 59(5))

FORM 8

Notice of

REDUCTION OF STATED CAPITAL

Section 59(5) of Companies Act, No. 7 of 2007

No. of Company :

--	--	--	--	--

Company Name :

--

Stated Capital prior to the reduction :

	(a)
--	-----

Stated Capital pursuant to the reduction :

	(b)
--	-----

Amount of the reduction (a - b) :

	(c)
--	-----

The date of the special resolution passed by the company to reduce its Stated Capital.

Date :

Day		Month		Year	

(Annex a copy of the special resolution passed by the company to reduce its Stated Capital together with a copy of the public notice given in terms of Section 59(2) and the proof of such publication with the date thereof).

Full Name of Director / Secretary* :

--

Signature of Director / Secretary* :

--

Date :

Day		Month		Year	

Presented by :

--

E-mail (Optional)

Telephone :

Facsimile :

Note : This notice should be given to the Registrar-General of Companies, within ten (10) working days, where a company has reduced its stated capital.

* Delete what is not applicable.

(Section 63(4))

FORM 9

Notice of

ACQUISITION OR REDEMPTION BY COMPANY OF OWN SHARES

Section 63(4) of Companies Act, No. 7 of 2007

(If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format)

No. of Company :

--	--	--	--	--

Company Name :

--

Set out in the table below are particulars of the acquisition or Redemption by the above named company of its owns shares.

Name of Person (s) from Whom Shares Acquired or Redeemed*	Number of Shares Acquired or Redeemed**	Date of Acquisition or Redemption	Class of share acquired or Redeemed

Total number of Company Shares after cancellation

--

Signature of Director / Secretary** :

--

Full Name of Director / Secretary** :

--

Date :

Day			Month			Year	

Presented by :

--

E-mail (Optional)
Telephone :
Facsimile :

FORM 10

CERTIFICATE OF CHARGE CREATED BY THE COMPANY

Section 102(1) of Companies Act, No. 7 of 2007

(If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format)

No. of Company :	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Name of the Company :	<input type="text"/>				
Date and description of instrument creating or evidencing the Charge :	<input type="text"/>				
Amount Secured :	<input type="text"/>				
Short particulars of property charged :	<input type="text"/>				
Name, address and description of the persons entitled to the charge :	<input type="text"/>				
Other details (to comply with Section 102) :	<input type="text"/>				

I/we* certify that the particulars given above are correct to the best of my knowledge.

Signature :

Full Name of Director/Secretary or Attorney-at-Law* :

State whether Director / Secretary or Attorney-at-Law* :

Date :
Day Month Year

Presented by :	<input type="text"/>	E-mail (Optional) :
		Telephone :
		Facsimile :

- Note :**
- (1) A copy of the instrument by which the charge is created or evidenced (certified as a true copy by a Director of Secretary of the Company or an Attorney-at-Law) should be annexed hereto.
 - (2) 'Charge' includes a mortgage - Section 102(13).
 - (3) In the case of instruments executed in Sri Lanka, to be registered within twenty one (21) working days of the date of the instrument. However in the case of an instrument executed outside Sri Lanka, to be registered within three (3) months of the date of execution of this instrument.
- * Delete what is not applicable.

Section 105 (1)

FORM 11

No. of Company :

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The Companies Act, No. 7 of 2007

REGISTER OF CHARGES, AND OF MEMORANDUM OF SATISFACTION OF CHARGES OF.....Co., LTD.

Section 105(1)

Name of Company :

Date of Registration	Serial No. of Document in file	Date of creation of each Charge and description thereof	Date of the acquisition of the Property	Amount secured by the Charge	Short particulars of the property or charged	Name of the Persons entitled to the charge	Particulars relating to the issue of Debentures of a Series						Memorandums of satisfaction Amount	Amount or rate per cent, of the Commission on Allowance or Discount	Receiver or Manager		Signature of Authorised Person	
							Total amount secured by a series of Debentures	Date and amount of each Issue of the series		Dates of the Resolutions authorizing the Issue of the Series	Date of the Covering Deed	General description of the Property Charged			Names of the Trustees for the Debenture Holders	Name and date of Appointment		Date of Ceasing to act
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	

Note : "Charge" includes a Mortgage - Section 102(13)

FORM 12

No. of Company

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THE DEMOCRATIC SOCIALIST REPUBLIC OF SRI LANKA

Companies Act, No. 07 of 2007

CERTIFICATE OF REGISTRATION OF CHARGE

Pursuant to Section 105 (2)

I hereby certify that the(name of the Company).....
has thisday of, 20....., having complied with the requirements under
Part VI of the Companies Act, No. 7 of 2007 registered the particulars of the following charge(s) for the respective amount
set out against each charge :-

Particulars

Amount Secured

Given under my hand at Colombo, this.....day of.....Two Thousand.....



.....
Registrar-General of Companies.

“Charge” includes mortgage — Sec. 102(13).

(Section 114(2))

FORM 13

NOTICE OF

COMPANY'S CHANGE OF REGISTERED OFFICE ADDRESS

Section 114(2) of Companies Act, No. 7 of 2007

(If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format)

No. of Company :

Company Name :

Address of New Registered Office :

The change in the registered office of the Company takes effect on :

Day Month Year

Note : The date on which the change in registered office takes effect must be at least 5 working days after the date on which this notice is received by the Registrar-General of Companies.

Signature of Director / Secretary* :

Full Name of Director / Secretary* :

Date :- Day Month Year

Presented by : E-mail (Optional) :
 Telephone :
 Facsimile :

Notice should be given to the Registrar-General of Companies, the change of registered office and the effect must be at least 5 working days after the notice received.

FORM 14

(Section 116 (4), 124 (3) (a) and 124 (4))

Notice of

CHANGE OF LOCATION OF THE RECORDS AND REGISTERS

(Section 116 (4), 124 (3) (a) and 124 (4) of the Companies Act, No. 7 of 2007

No. of Company :

Company Name :

RECORDS

To be completed if any of the records described in Section 116 (1) (a) to (i) of the Companies Act, No. 7 of 2007 are not kept at the Company's registered office or the place at which they are kept is changed.

<i>Description of the Record</i>	<i>Address of Registered Office</i>	<i>Address where kept prior to change</i>	<i>Address where kept pursuant to change</i>

Date of change :

Day Month Year

Presented by :

E-mail (Optional)

Telephone :

Facsimile :

SHARE REGISTER

To be completed if the share register is divided into 2 or more registers kept at different place or not kept at the Company's registered office or the place at which they are kept is changed.

<i>Description of Share Register*</i>	<i>Address of Registered Office</i>	<i>Address(es) where kept prior to change</i>	<i>Address(es) where kept pursuant to change</i>

Date of change :
 Day Month Year

Full name of Director/Secretary **:

Signature of Director/Secretary **:

Date :
 Day Month Year

Notice should be given to the Registrar of Companies, within ten working days of the place or places where the records are kept

* Indicate whether part share register or share register and if part share register the description of the relevant part. If any records are not kept at the registered office or the place at which they are kept is changed notice should be filed with the Registrar of Companies within Ten Working days of their first being kept elsewhere or moved.

** Delete what is not applicable.

FORM 15

(Section 131 (1))

ANNUAL RETURN

(Pursuant to Section 131 (1) - Companies Act, No. 7 of 2007)

(Please note that the information on this form must be either typewritten or printed. It must not be handwritten. If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format)

No. of Company :

Company Name :

Date of Incorporation

 Day Month Year

Change in the Company Name (if any) :

Registered Office Address :

Date of Annual Return

 Day Month Year

SHARE REGISTER

To be completed if the share register is divided into 2 or more registers kept at different places.

<i>Description of part Register</i>	<i>Address of place where kept</i>

RECORDS

To be completed (if any of the records described in Section 116 (1) of the Companies Act, No. 7 of 2007 are not kept at the Company's registered office)

<i>Description of part share Register</i>	<i>Address of place where kept</i>

SHARES

<i>Class of shares</i>	<i>Number of shares issued in each class</i>	<i>Value/consideration for each share issued</i>	<i>Number of shares issued for cash</i>	<i>Number of shares issued other than for cash</i>	<i>See note (i) *</i>	<i>Amount called on each share</i>
Total shares issued		(i) Complete this column where the full consideration is not payable or required to be provided in respect of the issue of the share. Give the value of that part of the consideration paid or provided in respect of the issue of the share.				

Total amount of calls received* :

Total amount of called unpaid* :

Total number of shares forfeited* :

Total number of shares purchased or otherwise acquired* :

Total number of shares redeemed :

DIRECTORS

<i>Full Name **</i>	<i>NIC No or Passport No. (Specify Country)</i>	<i>Residential Address</i>

* Write "NIL" if not applicable / Delete what is not applicable.
 ** Please give surname in BLOCK letters followed by first name (s)

SECRETARIES

<i>Full Name *</i>	<i>Residential Address</i>	<i>Nationality</i>

AUDITORS

<i>Full Name</i>	<i>Address</i>

LAST ANNUAL RETURN

(a) The date of the last annual return under the Companies Act 1982 or the Companies Act 2007.

Day	Month	Year			

(b) In the case of the first annual return, please give the date of incorporation

Day	Month	Year			

EXISTING SHARE HOLDERS

(LIST OF PERSONS WHO ON THE FOURTEENTH DAY FROM THE DATE OF THE FIRST OR ONLY GENERAL MEETING IN THE YEAR ARE SHARE HOLDERS OF THE COMPANY)

<i>Full Name *</i>	<i>Residential Address</i>	<i>No. of shares</i>

PERSONS WHO HAVE CEASED TO HOLD SHARES

SINCE THE LAST RETURN (OR IN THE CASE OF THE FIRST RETURN, SINCE THE DATE OF INCORPORATION). If the names are not arranged in alphabetical order the return shall have annexed to it an index sufficient to enable the name of any person in such list to be readily found.

<i>Full Name *</i>	<i>Residential Address</i>	<i>No. of shares held</i>	<i>Date of Registration of Transfer</i>

Please Annex a list of shareholders in compliance with the requirements set out in the item (b) of the Fifth Schedule to the Act.

CHARGES

INDEBTEDNESS (all charges required to be registered under Section 102)

<i>Date and Description of Instrument creating charges **</i>	<i>Amount</i>	<i>Name, Address of persons entitled to the charges</i>

ANNUAL MEETING

Give below the date of the last annual meeting of the Company held under the Companies Act 2007 or, if the company avoided the need for an annual meeting by doing everything required to be done at that meeting by passing a resolution under Section 144 (3) of the Act, the date on which the resolution was passed.

--	--

Day

--	--

Month

--	--

Year

Signature of Director/Secretary ** :

Name of Director/ Secretary ** :

Date :

--	--

Day

--	--

Month

--	--

Year

Presented by :

E-mail (Optional)

Telephone :

Facsimile :

This Form should be filed with Registrar of Companies, within 30 working days from the date of Annual General Meeting

Note.— Requirements in item (h), (i) and (j) of the fifth schedule to the Act need not be complied with

* In the case of a natural person, please give surname in BLOCK letters followed by first name (s).

** Delete what is not applicable.

FORM 16

(Section 149 (2) (b))

Notice of

LOCATION OF ACCOUNTING RECORDS

Section 149 (2) (b) of the Companies Act, No. 7 of 2007

No. of Company :

Company Name :

The address at which the accounting records or accounts and returns required under Section 149 (2) (a) are kept :

The date from which the accounting records or accounts and returns required under Section 149 (2) (a) have been kept at the above-mentioned address :

Day

Month

Year

Full name of Director / Secretary* :

Signature of Director / Secretary* :

Date :

Day

Month

Year

Presented by :

E-mail (Optional) :

Telephone :

Facsimile :

Note.- This Notice should be given to the Registrar-General of Companies, at intervals not exceeding periods of six months in terms of Section 149 (2) (b) if the accounting records are not kept in Sri Lanka.

*Delete what is not applicable.

FORM 17

(Section 171 (6))

Notice of

ADOPTION OR CHANGE OF BALANCE SHEET DATE

Section 171 (6) of the Companies Act, No. 7 of 2007

No. of Company :

Company Name :

Balance sheet date of the Company :
Day Month

Proposed balance sheet date of the Company
(to be completed if this form is presented to inform the change of balance sheet date)

Day Month

The calendar year from which the balance sheet date/proposed balance sheet date* above mentioned shall have effect.

Year

Full name of Director / Secretary* :

Signature of Director / Secretary* :

Date :
Day Month Year

Presented by :

E-mail (Optional) :

Telephone :

Facsimile :

*Delete what is not applicable.

FORM 18

(Section 203)

CONSENT AND CERTIFICATE OF DIRECTOR

Section 203 of the Companies Act, No. 7 of 2007

[If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format]

No. of Company :

Company Name

First Name of Director :

Last name of Director :

Occupation :

Residential Address :

NIC No./Passport No.* :
(Specify Country)

Date of Appointment :
Day Month Year

I consent to be a director of the above company and certify that I am not disqualified from being appointed or holding office as a Director of a company.

Signature :

Full Name :

Date :
Day Month Year

Presented by :

E-mail (Optional) :

Telephone :

Facsimile :

*Delete what is not applicable.

FORM 19

(Section 221 (2))

CONSENT AND CERTIFICATE OF SECRETARY / SECRETARIES

Section 221 (2) of the Companies Act, No. 7 of 2007

[If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format]

No. of Company :

Company Name :

First Name(s) of Secretary / Secretaries* : Last name(s) of Secretary / Secretaries :

Residential Address :

We/I consent to be a Secretary / Secretaries of the above company and certify that We/I* are/am* qualified to be appointed to hold office of Secretary / Secretaries.

Date of Appointment :
Day Month Year

Registration No. :

(If applicable)

Signature :

Full Name :

Date :
Day Month Year

Presented by :

E-mail (Optional)

Telephone :

Facsimile :

FORM 20

Section 223 (2)

Notice of
 CHANGE OF DIRECTOR/ SECRETARY AND PARTICULARS OF DIRECTOR/ SECRETARY

Section 223 (2) of the Companies Act, No. 7 of 2007

[If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format]

No. of Company :

Company Name :

Indicate the purpose for which this notice is given by placing ✓ in the appropriate box

- (a) Change of Director and/or particulars of Directors :
- (b) Change of Secretary and/or particulars of Secretary :

Directors/Secretary ceasing to hold office :

Full Name*	Office eg. : Director/ Secretary	Residential address	Date on which he ceased to hold office	Reason **

Appointment of new Directors/Secretaries :

Full Name *	Office Director/Secretary***	NIC No. or Passport No. (Specify Country)	Residential Address	E-mail Address (optional)	Date of appointment ***

In the case of appointment of a new Director/Secretary, the consent and certificate of the new Director/Secretary must be attached to this Form. (Please use Form 18 or 19 (as the case may be) for this purpose)

Presented by :

E-mail (Optional) :

Telephone :

Facsimile :

* Please give first name(s) followed by surname in Block letters.
 ** State whether resignation/death.
 *** In the case of the Secretary please give the registration number if applicable.

FORM 20 (Page 2)

Change of name or residential address of Director/Secretary

Complete only those details that apply (Attach separate sheets for multiple entries]

Name of Director/Secretary :

Former Name of Director/Secretary :

First names :

Former first names :

Residential address :

Former Residential address :

Date of change :

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Day		Month		Year	

Set out below are the names and residential address of the every person who is a Director/Secretary of the company from the date of this notice :

<i>Full name *</i>	<i>Residential Address</i>

Signature of Director/Secretary **: :

Full Name of Director/ Secretary **: :

Date :

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Day		Month		Year	

Notice should be delivered to the Registrar of Companies, within 20 working days of the change occurring.

* Please give first name(s) followed by surname in Block letters.

** Delete what is not applicable.

FORM 21A

(Section 244(1)(a))

No. of Company

--	--	--	--	--

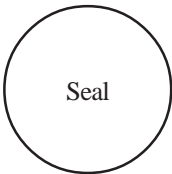
DEMOCRATIC SOCIALIST REPUBLIC OF SRI LANKA

THE COMPANIES ACT No. 7 2007

CERTIFICATE OF AMALGAMATION ISSUED TO A LIMITED COMPANY
(PURSUANT TO SECTION 244(1) (a))

I hereby certify under Section 244(1) (a) of the Companies Act No. 7 of 2007 that
.....having been
amalgamated within
accordance with the provisions of the Part VIII of the Companies Act shall from this day continue as
.....

Given under my hand at Colombo thisday ofTwo
Thousand and.....



.....
Registrar - General of Companies.

FORM 21B

(Section 244(1)(b))

No. of Company

--	--	--	--	--

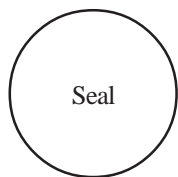
DEMOCRATIC SOCIALIST REPUBLIC OF SRILANKA

THE COMPANIES ACT No. 7 OF 2007

CERTIFICATE OF AMALGAMATION ISSUED TO A LIMITED COMPANY
(PURSUANT TO SECTION 244(1) (b))

I hereby certify under Section 244(1) (b) of the Companies Act No. 7 of 2007 that
.....
having been amalgamated with
in accordance with the provisions of the Part VIII of the Companies Act as a new company under the
name.....

Given under my hand at Colombo thisday ofTwo
Thousand and.....



.....
Registrar - General of Companies.

Note: A certificate of incorporation pursuant to Sec. 5(1) read with section 244(1) (b) (ii) is also being issued simultaneously.

FORM21C

(Section 5(1) read with Section 244(1)(b)(ii)

No. of Company

--	--	--	--	--

DEMOCRATIC SOCIALIST REPUBLIC OF SRILANKA

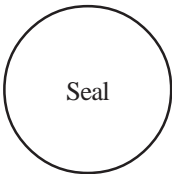
THE COMPANIES ACT No. 7 OF 2007

CERTIFICATE OF INCORPORATION

(Pursuant to Section 5(1) read with Section 244(1) (b)(ii)

I hereby certify that
.....
is this day incorporated as aCompany under the Companies Act No. 7 of 2007 and that the Company is a new company that has come into existence pursuant to the amalgamation of andon2007.

Given under my hand at Colombo thisday ofTwo
Thousand and.....



.....
Registrar - General of Companies.

FORM 22

(Section 246(1))

NOTICE

(Under Section 246(1) of the Companies Act No. 7 of 2007)

No. of Company :

--	--	--	--	--

Name of Company :

--

To:
(each of the share holders of the outstanding shares).

Wheres pursuant to an offer made to the holders of voting rights of.....
..... Company Limited, We/I* have acquired not less than ninety *percentum* (90%)
of the voting rights of the said Company within last three (3) months.

We/I do hereby give you notice in terms of Section 246(1) of the Companies Act No. 7 of 2007 of our/my
desire to acquire the shares held by you in the said Company.

Signature:

--

Name:

--

Address:

--

Date:

Day		Month		Year	

Note: This notice should be given to the Registrar-General of Companies within 3 months of such acquisition in terms
of Sec. 246(1).

* Delete what is not applicable

FORM 23

(Section 261(3))

**NOTICE OF
 AMENDMENTS OR ALTERATIONS OF PARTICULARS OF AN OFF-SHORE COMPANY**

Section 261(3) of the Companies Act No. 7 of 2007

No. of Company:

--	--	--	--	--

Company Name:

--

- (1) Return of amendment of charter, statute or memorandum and articles of association of the company or other instrument constituting or defining the constitution of the company.

Date of Change:

Date		Month		Year	

Annex a copy of the altered charter, statute, or memorandum and articles of association of the company or other instrument constituting or defining the constitution of the company and where such instrument is not in an official language or in English, along with a translation of such instrument in English.

- (2) Return of alteration of Directors of the Company or their particulars

Full name of Director(s)*	Residential Address	Other business or occupation	State changes giving date of changes

Presented by:

--

Email (Optional) :
Telephone:
Facsimile:

(3) Return of alteration of authorized representative of the company in Sri Lanka or his particulars:

Full name of authorised representative*	Residential Address	Nationality	State changes giving date of changes

(4) Return of alteration of situation of Registered office of the Company in the country of incorporation:

Previous Address

New Address

Date of change address
 Date Month Year

(5) Return of alteration of Situation of the office of the Company in Sri Lanka:

Previous Address

New Address

Date of change address:
 Date Month Year

Full name of Authorised representative:

Signature of Authorised representative:

Date:
 Date Month Year

* Please give first name(s) followed by surname in BLOCK letters.

FORM 24

(Section 265)

NOTICE BY OFF-SHORE COMPANY OF INTENTION TO CEASE TO CARRY ON BUSINESS

Section 265(a) of the Companies Act No. 7 of 2007

(Please note that the information in this form must be either typewritten or printed. It must not be handwritten. If there is insufficient space on the form to supply the information required attach a separate sheet containing the information set out in the prescribed format)

No. of Company:

--	--	--	--	--

Company Name:

--

Country in which it is incorporated:

--

The abovenamed Company will cease to carry on business on the under noted date

Date

--	--

Day

--	--

Month

--	--

Year

Name of Authorised Representative:

--

Signature of Authorised Representative:

--

Date:

--	--

Day

--	--

Month

--	--

Year

Presented by:

--

Email (Optional):

--

Telephone:

--

Facsimile:

--

Estimated total Assets available for preferential creditors, debenture holders secured by a floating charge, and unsecured creditors* (brought forward from preceding page)		
E Gross Liabilities	Liabilities (to be deducted from surplus or added to deficiency as the case may be)	
	Secured Creditors (as per list "B") to the extent to which claims are estimated to be covered by Assets specifically pledged (item (a) or (b) on preceding page whichever is the less) (inset in "Gross Liabilities" column only)	
	Preferential Creditors (as per List "C") Estimated balance of assets available for debenture Holders secured by a floating charge and unsecured creditors*	Rs.
	Debenture Holders secured by a floating charge (as per list "D")	
	Estimated Surplus/Deficiency as regards debenture Holders*	Rs.
	Unsecured creditor (as per List "E") :- Estimated unsecured balance of claims of Creditors partly secured on specific assets, brought from preceding page (c) Trade Accounts Bills Payable Outstanding Expenses	Rs.
	Contingent Liabilities (State nature)	
	Estimated Surplus/Deficiency as regards Creditors* being difference between : Gross Assets brought from preceding page (d) and Gross Liabilities as per column (e)	
Rs.		
	<u>Issued and called-up Capital</u> Preference shares of each called-up (as per List "F") ordinary share of each called-up (as per List "G")	Rs.
	estimated surplus/Deficiency as regards Members*	Rs.

* These figures must be read subject to the following notes :

- (1) (f) There is no unpaid capital liable to be called up or
- (g) The nominal amount of unpaid capital liable to be called up is Rs. estimated to produce Rs. which is/is not charged in favour of Debenture Holders
- (2) The estimates are subject to costs of the winding-up and to any surplus or deficiency on trading pending realization of the Assets.

Assets not specifically pledged

Full particulars of every description of properly not specifically pledged and not included in any other list are to be set forth in this list

	Full statement and nature of property	Book value		Estimated to produced		
State name of bankers	Balance at bank					
	Cash in hand					
	Marketable securities, Viz :-					
	Bills receivable (as per schedule I)					
	Trade debtors (as per schedule II)					
	Loans and advances, Viz :-					
	Unpaid calls (as per schedule III)					
State nature	Stock in trade					
State nature	Work in progress					
	Freehold property, Viz :-					
	Leasehold property, Viz :-					
	Plant & machinery, Viz :-					
	Furniture, fittings, utensils Etc.,					
	Patents, trademarks, etc., viz :					
	Investments other than marketable securities Viz :-					
	Other property, Viz :-					

Bills of Exchange, Promissory Notes, &c., (on Hand Available) as Assets)

The names to be arranged in alphabetical ordered and numbered consecutively:-

No.	Name of Acceptor of Bill or Note	Address, &c.	Amount of Bill or Note			Date when due	Estimated to produce			Particulars of any property held as security for payment of Bill or Note
			Rs.				Rs.			

Trade debtor

The names to be arranged in alphabetical order and numbered consecutively.

Note : If the debtor to the company is also a creditor, but for a less amount than his indebtedness, the gross amount due to the company and the amount of the contra account should be shown in the third column, and the balance only be inserted under the heading "Amount of Debt" thus :

Due to Company Rs.

Less : contra account

No such claim should be included in List "E"

Deficiency or Surplus Account

The period covered by this Account must commence on a date not less than three years before the date of the winding-up order (or the date directed by the official Receiver) or, if the company has not been incorporated for the whole of that period, the date of the formation of the company, unless the Official Receiver otherwise agrees.

Items Contributing to Deficiency (or Reducing Surplus) <ol style="list-style-type: none"> 1. Excess (if any) of Capital and Liabilities over Assets on the as shown by Balance sheet (copy annexed) 2. Net dividends and bonuses declared during the period from to the date of the statement 3. Net trading losses (after charging items shown in note below) for the same period 4. Losses other than trading losses written off for which provision has been made in the books during the same period (give particulars or annex schedule) 5. Estimated losses now written off for which provision has been made for the purpose of preparing the statement (give particulars or annex schedule) 6. Other items contributing to Deficiency or reducing Surplus : 	<i>Rs.</i>
Items Reducing Deficiency (or contributing to Surplus) <ol style="list-style-type: none"> 7. Excess (if any) of Assets over Capital and Liabilities on the as shown on the Balance Sheet (copy annexed) 8. Net trading profit (after charging items shown in note below) for the period from the to the date of the Statement. 9. Profits and income other than trading profits during the same period (give particular or annex schedule) 10. Other items reducing Deficiency or contributing to Surplus 	
Deficiency/Surplus as shown by Statement	
Note as to Net Trading Profit and Losses : Particulars are to be inserted here (so far as applicable) of the items mentioned below, which are to be taken into account in arriving at the amount of net trading profits or losses shown in this Account :- Provisions for depreciation, renewals, or diminution in value of fixed assets Changes Sri Lanka income tax and other Sri Lanka taxation on profits Interest on debenture and other fixed loans Payments to directors made by the company and required by law to be disclosed in the accounts Exceptional or non-recurring expenditure : Less :- Exceptional or non-recurring receipts Rs. Balance being other trading profits or losses Rs. Net trading profits or losses as shown in Deficiency or Surplus Account above Rs.	<i>Rs.</i>

Note : (1) This should be submitted within 14 days from the relevant date - Please see sec. 283 (3)
 (2) This is to be verified by an affidavit as required by Section 283 (1)

FORM 26A

(Section 346(1))

NOTICE OF APPOINTMENT OF LIQUIDATOR - WINDING UP BY THE COURT

The Companies Act No. 7 of 2007 In terms of Sec. 346 (1)

No. of Company

--	--	--	--	--

Name of Company

--

I/We* of
 hereby give notice that :-

- (a) I was/we were* appointed liquidator(s) of by the order of Court dated day of 20 ; and
- (b) my/our* office is situated at

Date

--	--

--	--

--	--

 Day Month Year

Signature**

--

Note: This notice should be given to the Registrar-General of Companies, within 14 days from the date of appointment.

* Delete what is not applicable.
 ** To be signed by each liquidator if more than one.

FORM 26B

(Section 346(1))

NOTICE OF APPOINTMENT OF LIQUIDATOR - MEMBERS VOLUNTARY WINDING UP

The Companies Act No. 7 of 2007 In terms of Sec. 346 (1)

No. of Company:

--	--	--	--	--

Name of Company:

--

I/We* of
 hereby give notice that :-

- (a) I was/we were appointed liquidator(s) of by the resolution of the Company dated day of 20 ; and
- (b) my/our* office is situated at

Date:

Day			Month			Year	

Signature **

--

Note: Notice should be given to the Registrar of Companies, within Fourteen days (14) from the date of his appointment.

* Delete what is not applicable.
 ** To be signed by each liquidator if more than one.

FORM 26C

Notice of

APPOINTMENT OF LIQUIDATOR

CREDITORS VOLUNTARY WINDING UP

The Companies Act, No. 7 of 2007 — In terms of Section 346(1)

No. of Company :

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

Name of the Company :

--

I/We*..... of

.....hereby give notice that :-

(a) I was / We were* appointed Liquidator(s) of.....by the creditors of the Company at meeting of creditors held on.....day of.....20.....and

(b) My/Our* office situated at.....
.....

Date :

--	--

Day

--	--

Month

--	--

Year

Signature**

--

Note : This notice should be given to the Registrar-General, within Fourteen (14) days from the date of his appointment

* Delete what is not applicable.

** To be signed by each liquidator if more than one.

FORM 28

DECLARATION OF SOLVENCY

Section 324(1)(2) of Companies Act, No. 7 of 2007

No. of Company :

--	--	--	--	--

Name of Company :

--

We.....
 of

 being all
 the/the majority of the* Director of.....and being
 assembled, on.....at a meeting of Directors of the Company for the purposes of
 Section 324, state that we have made a full inquiry into the affairs of this Company, and that, having so done, we have
 formed the opinion that this Company will be able to pay its debts in full within a period, not exceeding twelve months,
 from the Commencement of the winding Up.

Date :

--	--

--	--

--	--

 Day Month Year

Signatures :

1. 2. 3.

Presented by :

--

E-mail (Optional) :

Telephone :

Facsimile :

Note : This declaration should be delivered to the Registrar of Companies, within 5 weeks immediately preceding the date of the passing of the resolution of winding up.
 * Delete what is not applicable.

FORM 29A

**RETURN OF
FINAL WINDING-UP MEETING**

Section 331(3) of the Companies Act, No. 7 of 2007

No. of Company :

--	--	--	--	--

Name of Company :

--

I/We*..... of
..... being the
Liquidator(s) ofinform you that a General Meeting of the
Company was duly held on/Summoned for* the.....20.....pursuant to Section 331 of the
Companies Act, No. of 2007, for the purpose of having an account laid before it showing how the Winding-up
of the Company has been conducted, and the property of the Company has been disposed of, and that the same was
done accordingly/no quorum was present at the Meeting*.

Date :

<table border="1"><tr><td></td><td></td></tr></table> Day			<table border="1"><tr><td></td><td></td></tr></table> Month			<table border="1"><tr><td></td><td></td></tr></table> Year		

Signature**

--

Note : This return should be sent to the Registrar-General of Companies, within one week after the general meeting called in terms of Section 331(3).

* Delete what is not applicable.

** To be signed by each liquidator if more than one.

Attach a copy of the account abovementioned authenticated by the Liquidator(s).

(Section 341(3))

FORM 29B

**RETURN OF
FINAL WINDING-UP MEETING OF MEMBERS AND CREDITORS**

Section 341(3) of the Companies Act, No. 7 of 2007

No. of Company :

--	--	--	--	--

Name of Company :

--

I/We..... of..... being the Liquidator(s) ofinform you that,

(a) A General Meeting of the Company was duly held on/summoned for* the20.....pursuant to Section 341 of the Companies Act, No.....of 2007, for the purpose of having an account laid before it showing how the Winding-up of the Company has been conducted, and the property of the Company has been disposed of, and that the same was done accordingly/no quorum was present at the Meeting*.

(b) A Meeting of the Creditors of the Company was duly held on /summoned for* the.....20.....pursuant to Section 341 of the Companies Act, No. 7 of 2007, for the purpose of having the said account laid before it showing how the Winding-up of the Company has been conducted, and the Property of the Company has been disposed of, and that the same was done accordingly /no quorum was present at the Meeting*.

Date :

--	--

 Day

--	--

 Month

--	--

 Year

Signature**

--

Note : This return should be sent to the Registrar-General of Companies, within one week after the general meeting called in terms of Section 341(3).

* Delete what is not applicable.

** To be signed by each liquidator if more than one.

Attach a copy of the account abovementioned authenticated by the Liquidator(s).

FORM 30

CLAIM BY UNSECURED CREDITOR

The Companies Act, No. 7 of 2007 in terms of Section 357(1)

No. of Company :

--	--	--	--	--

Name of Company
Under Liquidation :

--

Name of unsecured creditor :

--

Address of unsecured creditor :

--

claim of the unsecured creditor :

--

A brief description of the
transaction that created the debt :

--

Documentary evidence that
could be produced in proof
of the debt :

1.
2.
3.

Signature of unsecured creditor :

--

Date :

Day		Month		Year	

Presented by :

--

E-mail (Optional) :

Telephone :

Facsimile :

FORM 31

CLAIM BY SECURED CREDITOR

The Companies Act, No. 7 of 2007 in terms of Section 358(4)

(If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format)

No. of Company :

--	--	--	--	--

Name of Company Under Liquidation :

--

Name of secured creditor :

--

Address of secured creditor :

--

claim of the secured creditor :

--

Value of Security that would be produced in proof of debt :

--

Date and the description of the instrument creating the charge :

--

Full particulars of the valuation and claim :

--

Documentary evidence that could be produced in proof of debt and /or evidence :

--

Claim to be verified by affidavit as per Section 358(5)(b)

Signature of secured creditor :

--

Date :

--	--

--	--

--	--

Day Month Year

Presented by :

--

E-mail (Optional)

Telephone :

Facsimile :

* Section 102(13) charge includes mortgage

FORM 32

REPORT OF LIQUIDATOR

The Companies Act, No. 7 of 2007 in terms of Section 390(1)

No. of Company :

Name of Company :

1. Date of commencement of the winding up : Day Month Year
2. Date of appointment of liquidator(s) : Day Month Year

3. Total estimated realizable value of assets as per Statement of Affairs : Rs.

4. Total value of assets realized : Rs.

5. Total value of assets to be realized as per liquidator's estimate : Rs.

6. Disbursement of monies realized to :

Secured creditors in total	-	Rs.
Liquidators expenses	-	Rs.
Preferential creditors	-	Rs.
Unsecured creditors	-	Rs.

7. Total monies available in the liquidator's Account : Rs.

8. The causes which delay the termination / conclusion of the winding-up :

9. The period within which the winding up may probably be completed :

10. The information relating to items 4, 5, 6 and 7 is made upto : Day Month Year

Signature(s) of Liquidator(s) : Date : Day Month Year

Name :	
Address :	
Phone :	Fax No :
Email :	

(Section 407 (3) or 409 (5))

FORM 33

**NOTICE OF
RESULT OF MEETING OF CREDITORS**

In terms of Section 407(3) or 409(5) of the Companies Act No. 7 of 2007

No. of Company :

--	--	--	--	--

Name of Company :

--

I/We* of
being the Administrator of inform you that a meeting of the creditors of the Company was duly held on the 20, pursuant to section 406(2)/409(2)* of the Companies Act, No. 7 of 2007, for the purpose of consideration of the statement of proposals / consideration of revisions to the statement of proposals approved by the creditors under section 407 of the Companies Act, No. 7 of 2007,* and same was/was not approved at the said meeting of the creditors.

Date :

--	--

 Day

--	--

 Month

--	--

 Year

Signature of Administrator

--

Note : This Notice should be given to the Registrar-General of Companies, not less than five and not more than 10 working days of the meeting under Sec. 406(2) within 10 working days - under sec 407(3) but if the meeting is under Sec. 409(2) at the conclusion of the meeting - Sec. 409(5)

* Delete what is not applicable.

Note : Attach a copy of the statement of proposals approved at the abovementioned meeting (comply only if applicable.)

(Section 415 (7))

FORM 34

**NOTICE OF
APPOINTMENT OF ADMINISTRATOR**

Companies Act No. 7 of 2007 pursuant to Section 415(7)

No. of Company :

--	--	--	--	--

Name of Company :

--

I/We* of

..... hereby give notice that :-

(a) I was/we were* appointed Administrator(s) of
by the Board of Directors of the Company/the order of Court dated day of 2007; and

(b) my/our* office is situated at

Date :

--	--

Day

--	--

Month

--	--

Year

Signature of
Administrator

--

Note : This Notice should be delivered to the Registrar-General of Companies, within 10 working days of his appointment.

* Delete what is not applicable

FORM 35

**RETURN OF
 ALTERATIONS OF PARTICULARS OF OVERSEAS COMPANY**

Section 491 of the Companies Act No. 7 of 2007

No. of Company :

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Company Name :

--

(1) Return of amendment of charter, statute, or memorandum and articles of association of the company or other instrument constituting or defining the constitution of the company.

The Date of Change :

--	--

--	--

--	--

 Day Month Year

Annex a copy of the altered charter, statute, or memorandum and articles of association of the company or other instrument constituting or defining the constitution of the company and where such instrument is not in an official language or in English, along with a translation of such instrument in English.

(2) Return of alteration of Directors of the Company of their particulars.

<i>Full name of Directors*</i>	<i>Residential Address</i>	<i>Other business or occupation</i>	<i>State changes giving date of changes</i>

Presented by :

--

Email (Optional) :
Telephone :
Facsimile :

(3) Return of alteration of particulars of the person(s) authorized to accept documents and notices in Sri Lanka :

Full name*	Residential Address	State changes giving date of changes

(4) Return of alteration of address of the Registered or principal office of the Company :

Previous Address

New Address

Date of change of address

Day Month Year

(5) Return of alteration of address of the principal place of business of the company within Sri Lanka :

Previous Address

New Address

Date of change of address :

Day Month Year

Full name of Authorised person**

Signature of Authorised person**

Date :

Day Month Year

* Please give first name(s) followed by surname in BLOCK Letters.
 ** Delete what is not applicable

(Section 493 (4) (a))

FORM 36

The Companies Act, No. 7 of 2007

NOTICE OF CHANGE OF NAME OF OVERSEAS COMPANY

in terms of Section 493 (4)(a)

(If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format. Please note that the information this form must be either typewritten or printed. It must not be handwritten.)

No. of Company:

Corporate Name of the Company:

Name under which company proposes to carry on the business in Sri Lanka:

Proposed Date of use of the above Name :
Day Month Year

Signature of Authorized person :

Name of Authorized person :

Date :
Day Month Year

Presented by :

E-mail (Optional)

Telephone :

Facsimile :

(Section 493 (4) (b))

FORM 37

The Companies Act, No. 7 of 2007

NOTICE OF CHANGE OF NAME OF OVERSEAS COMPANY

in terms of Section 493 (4)(b)

(If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format. Please note that the information this form must be either typewritten or printed. It must not be handwritten.)

No. of Company:

--	--	--	--	--

Registered Name of
the Overseas Company:

--

New Name of the
company :

--

Date of
change :

Day		Month		Year	

Signature of Authorised person :

--

Name of Authorised person :

--

Date :

Day		Month		Year	

Presented by :

--

E-mail (Optional)

Telephone :

Facsimile :

(Section 496)

FORM 38

The Companies Act, No. 7 of 2007

NOTICE BY REGISTERED OVERSEAS COMPANY OF CEASING TO HAVE A PLACE OF BUSINESS

Under Section 496

(Please note that the information in this form must be either typewritten or printed. It must not be handwritten. If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format.)

No. of Company:

--	--	--	--	--

Company Name:

--

Country in which it is incorporated:

--

The abovenamed Company ceased to have a place of business in Sri Lanka on :

<table border="1"><tr><td></td><td></td></tr></table>			<table border="1"><tr><td></td><td></td></tr></table>			<table border="1"><tr><td></td><td></td></tr></table>		
Day	Month	Year						

Signature of Authorised person :

--

Name of Authorised person :

--

Date :

<table border="1"><tr><td></td><td></td></tr></table>			<table border="1"><tr><td></td><td></td></tr></table>			<table border="1"><tr><td></td><td></td></tr></table>		
Day	Month	Year						

Presented by :

--

E-mail (Optional)

Telephone :

Facsimile :

FORM 39

The Companies Act, No. 7 of 2007

NOTICE OF SPECIAL RESOLUTION *1

No. of Company:

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Company Name :

--

The Company forwards a printed copy of a Special
Resolution passed by the company on day of 20

Signature of Director / Secretary*:-

--

Full Name of Director / Secretary*:-

--

Date :

		Day			Month			Year
--	--	-----	--	--	-------	--	--	------

Presented by :

--

E-mail (Optional) :
Telephone :
Facsimile :

Note : *1. The notice should be sent within 10 days after passing of the Special Resolution thereof (Including that passed under Section 15(2) but excluding that passed under Section 8(1).
2. Resolution :- Text of the resolution must be printed or printed copy annexed hereto and be certified by a Director/ Secretary.
* Delete what is not applicable.

(Section 487 (1))

FORM 40

Application for
REGISTRATION OF AN EXISITING COMPANY

Section 487(1) of Companies Act, No. 7 of 2007 (“the Act”)

Existing No. of Company:

New No. of Company:

Type of the Company:

Please see Section 3(1) of the Act

Name of the existing Company:

Registered Address:

I/we* apply to have the abovenamed existing company registered under the Companies Act. No. 7 of 2007 in terms of the provisions of Section 487. I/We* note that the name of this company will be deemed to have changed in terms of Section 485(4).

PRESENT DIRECTORS

Full Name**	NIC No. or Passport No.* (Specify Country)	Residential Address

PRESENT SECRETARIES

Full Name*	Residentlal Address	Nationality

PRESENT AUDITORS

Full Name	Address

LAST ANNUAL RETURN

(c) The date of the last annual return under the Companies Act 1982

Day	Month	Year			

(d) In the case of the first annual return for the date of incorporation

Day	Month	Year			

PRESENT SHARE HOLDERS

Full Name**	Residential Address	No. of shares

Please Annex a list of shareholders if necessary

If the names are not arranged in alphabetical order the return shall have annexed to it an index sufficient to enable the name of any person in such list to be readily found.

Indebtedness (all charges registered under Sec. 91 of the Companies Act, 1982 and remaining not satisfied or discharged)

Date & Description of instrument creating charges**	Amount	Name, Address of persons entitled to the charges

Signature of Director/ Secretary* :

Name of Director / Secretary* :

Date :

Day	Month	Year

Presented by :

E-mail (Optional) :

Telephone :

Facsimile :

(Section 485 (6))

FORM 41

New No. of Company:

--	--	--	--	--

Old No. of Company:

--	--	--	--	--

DEMOCRATIC SOCIALIST REPUBLIC OF SRILANKA

The Companies Act, No. 07 of 2007

CERTIFICATE OF INCORPORATION

(Pursuant to Section 485(6))

I hereby certify that*(an existing Company)* is this day registered as a Company as if it is incorporated under the Companies Act No. 7 of 2007 and that the abovementioned new number has been assigned to it and entered in the Register of Companies.

Given under my hand at Colombo, this day of Two Thousand



.....
Registrar-General of Companies.

(Part XVIII)

FORM 42

No. of Company :

--	--	--	--	--

DEMOCRATIC SOCIALIST REPUBLIC OF SRILANKA

The Companies Act, No. 07 of 2007

OVERSEAS COMPANY

CERTIFICATE OF REGISTRATION

(Pursuant to Part XVIII)

I hereby certify that
.....
is this day registered as an Overseas Company under the Companies Act No. 7 of 2007.

Given under my hand at Colombo, this day of Two Thousand



.....
Registrar-General of Companies.

(Part XVIII)

FORM 43

No. of Company :-

--	--	--	--	--

DEMOCRATIC SOCIALIST REPUBLIC OF SRILANKA

The Companies Act, No. 07 of 2007

OVERSEAS COMPANY

CERTIFICATE OF CHANGE OF NAME

(Pursuant to Part XVIII)

I hereby certify that a
company registered as an Overseas Company under Part XVIII of the Companies Act No. of 2007 having
changed its name to in accordance with the provisions of the Section 493
of the Companies Act No. 7 of 2007 is this day accordingly registered as

Given under my hand at Colombo, this day of Two Thousand



.....
Registrar-General of Companies.

(Section 489(d))

FORM 44

The Companies Act No. 7 of 2007

**FULL ADDRESS OF THE REGISTERED OR PRINCIPAL OFFICE OF A COMPANY
INCORPORATED OUTSIDE SRI LANKA AND ITS PRINCIPAL PLACE OF BUSINESS
ESTABLISHED IN SRI LANKA**

The Companies Act. No. 7 of 2007
Pursuant to Sec. 489 (d)

No. of Company :

--	--	--	--	--

Company Name :

Registered or Principal office address :
(Country in which it is incorporated)

Principal Place of Business in Sri Lanka :

Full Name of Authorised person :

Signature of Authorised person :

Date :

		Day
--	--	-----

		Month
--	--	-------

		Year
--	--	------

Presented by : <table border="1" style="width: 100%; height: 100px;"></table>	<table border="1" style="width: 100%; height: 25px;"><tr><td>E-mail (Optional) :</td></tr></table> <table border="1" style="width: 100%; height: 25px;"><tr><td>Telephone :</td></tr></table> <table border="1" style="width: 100%; height: 25px;"><tr><td>Facsimile :</td></tr></table>	E-mail (Optional) :	Telephone :	Facsimile :
E-mail (Optional) :				
Telephone :				
Facsimile :				

(Section 489 (b))

FORM 45

LIST AND PARTICULARS OF THE DIRECTORS OF A COMPANY INCORPORATED OUTSIDE SRI LANKA WITH A PLACE OF BUSINESS ESTABLISHED IN SRI LANKA

The Companies Act. No. 7 of 2007
 Pursuant to Sec. 489 (b)

No. of Company :

Company Name :

Registered or Principal office address :
 (Country in which it is incorporated)

Principal Place of Business in Sri Lanka :

Full Name	Passport No (indicate the Country of issue)	Residential Address	Other Business or occupation/Directorships if any

Full Name of Authorised person :

Signature of Authorised person :

Date :
Day Month Year

Presented by :

E-mail (Optional) :

Telephone :

Facsimile :

(Section 489 (c))

FORM 46

LIST OF THE NAMES AND ADDRESS OF PERSONS RESIDENT IN SRI LANKA AUTHORIZED TO ACCEPT SERVICE ON BEHALF OF A COMPANY INCORPORATED OUTSIDE SRI LANKA WITH A PLACE OF BUSINESS ESTABLISHED IN SRI LANKA

The Companies Act. No. 7 of 2007
 Pursuant to Sec. 489 (c)

No. of Company:

Company Name:

Registered or Principal office address :
 (Country in which it is incorporated)

Principal Place of Business in Sri Lanka :

Full Name	NIC No/Passport No. *(indicate the Country of issue)	Address	Description or occupation

Full Name of Authorised person :

Signature of Authorised person :

Date :
 Day Month Year

Presented by :

E-mail (Optional)

Telephone :

Facsimile :

* Delete what is not applicable.