

FORM 46

RETURN OF ISSUANCE, PURCHASE/REDEMPTION OR TRANSFER OF SHARES
BY PROFIT COMPANIES OR EXTERNAL COMPANIES LIMITED BY SHARES

(References to a "company" shall include external companies.)

1. Name of Company:

2. Company No:

3. Registered Office of Company:

4. Particulars of Issuance of Shares by the Company:

Given Name(s) and Surname(s)/Corporate Name(s).....

Address/ Registered Office

Occupation/Status.....

Nationality/Jurisdiction of Incorporation/Formation.....

Number and Class of Shares.....

Amount of Stated Capital.....

Date of registration of issue.....

Nominee Shareholder: Yes No

Nominator: (if any)

Given Name(s) and Surname(s)/Corporate Name(s) (Nominator).....

Address/ Registered Office

Occupation/Status.....

Nationality/Jurisdiction of Incorporation/Formation.....

Number and Class of Shares.....

5. Particulars of Purchase/Redemption of Shares by the Company –

Name of Shareholder(s)	Number and Class of Shares	Reduction of Stated Capital, if applicable	Date of Purchase/Redemption

6. The Share Capital of the Company as of this date is –

Class of Shares	Number Issued and Outstanding	Total Stated Capital Increase, if applicable	Total Stated Capital Reduction, if applicable	Total Stated Capital

7. Particulars of Registration of Transfer of Shares by the Company -

(a) Particulars of Shares Transferred by Persons who are still Shareholders

Name of Transferor(s)	Number and Class of shares	Name of Transferee(s)	Address/ Registered Office of Transferee(s)	Occupation/ Status of Transferee(s)	Nationality/ Jurisdiction of Incorporation/ Formation of Transferee(s)	Date of Registration of Transfer

(b) Particulars of Shares Transferred by Persons who have ceased to be Shareholders -

Name of Transferor(s)	Number and Class of shares	Name of Transferee(s)	Address/ Registered Office of Transferee(s)	Occupation/ Status of Transferee(s)	Nationality/ Jurisdiction of Incorporation/ Formation of Transferee(s)	Date of Registration of Transfer

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8. Change of particulars of existing shareholder(s) –

Name / Particulars of Change of Name	Address/Registered Office and Date of Change	Occupation/ Status and Date of Change	Nationality/Jurisdiction of Incorporation/Formation and Date of Change	Date of receipt of statement under section 337C

9. The shareholder (s) holding Shares in the Company as of this date is(are) -

Name	Address/Registered Office	Occupation/Status	Nationality/ Jurisdiction of Incorporation/ Formation	Number and Class of Shares

10.	Date	Name and Title	Signature

THE COMPANIES ACT, CHAP. 81:01

FORM 46

**RETURN OF ISSUANCE, PURCHASE/REDEMPTION
OR TRANSFER OF SHARES**

Instructions

Format

Documents required to be sent to the Registrar pursuant to the Act must conform to regulation 3 of the Regulations under the Act.

Items 1, 2

Set out the full legal name of the company and the company number as indicated in its Certificate of Incorporation.

Item 3

State the full address of registered office of the company.

Item 4

State the relevant class(es) and number of share(s) issued and the amount of stated capital for each person listed as a shareholder of the company

With respect to each person holding a share(s) -

- (a) state full name of each shareholder, whether a natural person or a corporation;
- (b) state address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number;
- (c) state occupation/calling (if a natural person) or status e.g., “corporation/limited or unlimited liability company” (if a corporation);
- (d) state nationality (if a natural person) or jurisdiction of incorporation/formation (if a corporation), e.g. “incorporated under the laws of Trinidad and Tobago” (or elsewhere);
- (e) state the date on which the name of the person holding the share(s) was entered in the register of members; and
- (f) state whether or not the issued shares are being held on behalf another legal person by a nominee, and provide particulars of that legal person.

Item 5

State the particulars of shares purchased/redeemed by the company since the date of the last return or since the date of incorporation, continuance or amalgamation of the company.

Item 6

State the particulars of the stated capital of the company, subsequent to any issuance or purchase/redemption of shares by the company, as at the date of the return.

Item 7(a)

State the particulars of shares transferred since the date of the last return or since the date of incorporation, continuance or amalgamation of the company by persons who are still shareholders.

Item 7(b)

State the particulars of shares transferred since the date of the last return or since the date of incorporation, continuance or amalgamation of the company by persons who have ceased to be shareholders.

In either case state the following:

- (a) the relevant class(es) of share(s) and number transferred;
- (b) the particulars of the transferor(s) in the case of a natural person or body corporate;
- (c) the particulars of the transferee(s) in the case of a natural person or body corporate; and
- (d) the date of registration of each transfer of shares;

Item 8

- (a) state the full name of the shareholder the change(s) applies to, whether a natural person or a corporation, and set out the particulars of any change of name including the new name, date of change and, if a natural person, by virtue of what authority the change of name was effected;
- (b) the address needs to be stated only if there is a change in the location or address;

- state address (if a natural person) or registered office (if a corporation) including the building number and, if a multi-unit building, unit number and the date on which the change became effective; and
- (c) the nationality/jurisdiction of incorporation/formation needs to be stated only if there is a change; state nationality (if a natural person) or jurisdiction of incorporation/formation (if a corporation) e.g. “incorporated under the laws of Trinidad and Tobago” (or elsewhere) and the date on which the change became effective.

Item 9

State the particulars of each person holding a share or shares in the company as at the date of the return.

Item 10

A director, the company secretary or an authorised officer of the company shall sign the return.

Signature -

A director or an authorized officer of the company or, respectively an authorised corporate service provider on their behalf, shall sign the return indicating the capacity in which he is signing.

NOTE: The Companies Act, Chap. 81:01 requires the disclosure of beneficial ownership information, (and any changes) with penalties for non-compliance.

