



BARBADOS

S.I. 2021 No. 43

Companies Act  
CAP. 308

**COMPANIES (AMENDMENT) REGULATIONS, 2021**

The Minister, in exercise of the powers conferred on him by section 429 of the *Companies Act*, makes the following Regulations:

1. These Regulations may be cited as the *Companies (Amendment) Regulations, 2021*.
2. *The Third Schedule to the Companies Regulations, 1984 (S.I. 1984 No. 29) is amended by*
  - (a) *deleting Form 9 and substituting the Form set out in Part I of the Schedule to these Regulations; and*
  - (b) *deleting Form 23 and substituting the Form set out in Part II of the Schedule to these Regulations.*

SCHEDULE

*(Regulation 2)*

PART I



FORM 9

COMPANIES ACT OF BARBADOS

*(Sections 66 & 74)*

**NOTICE OF DIRECTORS  
OR  
NOTICE OF CHANGE OF DIRECTORS**

1. Name of Company: \_\_\_\_\_

2. Company Number: \_\_\_\_\_

3. Notice is given that on the \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_ the following person(s) was/were appointed director(s):

(1) Name: \_\_\_\_\_

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

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

Prominent Public Office: (a) Yes  No  *(Tick as appropriate)*

(b) Office: \_\_\_\_\_

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*Schedule (Cont'd)*

(2) Name: \_\_\_\_\_

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

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

Prominent Public Office: (a) Yes  No  (*Tick as appropriate*)

(b) Office: \_\_\_\_\_

4. Notice is given that on the \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_ the following person(s) ceased to hold office as director(s):

(1) Name: \_\_\_\_\_

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

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

Prominent Public Office: (a) Yes  No  (*Tick as appropriate*)

(b) Office: \_\_\_\_\_

(2) Name: \_\_\_\_\_

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

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

Prominent Public Office: (a) Yes  No  (*Tick as appropriate*)

(b) Office: \_\_\_\_\_

*Schedule (Cont'd)*

5. The current directors of the Company as of the \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_ are:

(1) Name: \_\_\_\_\_

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

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

Prominent Public Office: (a) Yes  No  (*Tick as appropriate*)

(b) Office: \_\_\_\_\_

(2) Name: \_\_\_\_\_

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

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

Prominent Public Office: (a) Yes  No  (*Tick as appropriate*)

(b) Office: \_\_\_\_\_

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*Schedule (Cont'd)*

(3) Name: \_\_\_\_\_

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

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

Prominent Public Office: (a) Yes  No  *(Tick as appropriate)*

(b) Office: \_\_\_\_\_

\_\_\_\_\_  
*Name*

\_\_\_\_\_  
*Title*

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

\_\_\_\_\_  
*Date*  
*(dd-mm-yyyy)*

**FOR MINISTRY USE ONLY**

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Company Number: \_\_\_\_\_

Filed: \_\_\_\_\_

*Schedule (Cont'd)*

COMPANIES ACT OF BARBADOS  
**NOTICE OF DIRECTORS  
OR  
NOTICE OF CHANGE OF DIRECTORS**  
**FORM 9**  
**INSTRUCTIONS**

*Format:*

Documents required to be sent to the Registrar pursuant to the Act must conform to regulations 31 to 35 of the Regulations under the Act.

*Item 1, 2:*

Set out the full legal name of the Company and, except where a number has not been assigned, state the Company Number.

*Item 3, 4, 5:*

With respect to each director:

- (a) set out the first given name, initial and family name;
- (b) state the full residential address;
- (c) specify the occupation clearly, e.g. manager, farmer, geologist; and
- (d) specify whether a prominent public office is held and, if so, which office.

For the purpose of paragraph (d) under section 2 of the Act, “prominent public office” means any of the following offices in Barbados and includes a corresponding office in a foreign state:

- (a) the head of state;
- (b) any judicial office;
- (c) a Permanent Secretary, deputy Permanent Secretary, a Head of Department or deputy Head of Department;

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*Schedule (Cont'd)*

- (d) a Minister, a member of the House of Assembly or a Senator;
- (e) a chief executive officer, deputy chief executive officer or a member of the Board of a statutory board, a statutory corporation or a state owned enterprise;
- (f) a senior military officer;
- (g) a member of the executive of a political party;
- (h) a chief executive officer, deputy chief executive officer, director, deputy director or a member of the Board of an international organization;
- (i) any other office, by whatever name called, similar to the offices mentioned in paragraphs (a) to (h).

*Signature:*

A director or authorised officer of the Company shall sign the notice. Upon incorporation, an incorporator shall sign the notice.

Completed document, in duplicate, is to be deposited at the office of the Registrar.

*Schedule (Cont'd)*

**PART II**



**FORM 23**

COMPANIES ACT OF BARBADOS

*(Section 363 to 370)*

**ARTICLES OF DISSOLUTION**

1. Name of Company: \_\_\_\_\_

Company Number: \_\_\_\_\_

2. The Company:

has not issued any shares and has no liabilities

has no property and no liabilities

has voluntarily resolved to liquidate and dissolve

3. Documents and records of the Company shall be kept in Barbados for 6 years following the date of dissolution by:

Name: \_\_\_\_\_

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

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

\_\_\_\_\_  
*Name*

\_\_\_\_\_  
*Title*

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

\_\_\_\_\_  
*Date*  
*(dd-mm-yyyy)*

**FOR MINISTRY USE ONLY**

Company Number: \_\_\_\_\_

Filed: \_\_\_\_\_



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*Schedule (Cont'd)*

COMPANIES ACT OF BARBADOS

ARTICLES OF DISSOLUTION

FORM 23

INSTRUCTIONS

*Format:*

Documents required to be sent to the Registrar pursuant to the Act must conform with regulations 31 to 35 of the Regulations under the Act.

*Item 1:*

Set out the full legal name of the Company and the Company Number.

*Item 2:*

Check the appropriate box for dissolution under section 363, 364 or 366 as the case may be.

*Item 3:*

Set out the first given name, initial and family name, occupation and business address of the person in Barbados who shall be liable to keep the documents and records of the dissolved Company for 6 years following the date of dissolution and to produce them where required.

*Signature:*

A director or authorised officer of the Company shall sign the Articles.

*Other Documents:*

The Articles of Dissolution must be accompanied by:

- (a) a copy of the directors resolution required under section 363 of the Act and an affidavit or statutory declaration by a director or officer of the Company to the effect that the Company has not issued any shares and has no liabilities;
- (b) a copy of the shareholders' resolution required under section 364 of the Act, where the Company has no property and no liabilities, and an affidavit or statutory declaration by a director or officer of the Company to the effect that the Company has no property and no liabilities; or

*Schedule (Concl'd)*

- (c) an affidavit or statutory declaration by a director or officer of the Company to the effect that the Company has discharged its obligations, distributed its remaining property among its shareholders according to their respective rights and otherwise complied with section 367(4).

Completed documents, in duplicate, are to be deposited at the office of the Registrar.

Made by the Minister this 23rd day of June, 2021.

R. St.C. Toppin

Minister responsible for International Business and Industry