

Namibia

General Regulations 1994

Regulation 43 of 1994

Legislation as at 15 February 2015

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General Regulations 1994
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Republic of Namibia
Annotated Statutes

General Regulations 1994
Regulation 43 of 1994

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[Amended by [Government Notice 20 of 2015 \(Government Notice 20 of 2015\)](#) on 15 February 2015]

[The capitalisation of the regulation headings is reproduced here as it appears in the Government Gazette.]

1. Definitions

In these regulations, unless the context otherwise indicates, any expression to which a meaning has been assigned in the Close Corporations Act, 1988, bears that meaning, and -

“Schedule” means the appropriate schedule to these regulations;

“the Act” means the Close Corporations Act, 1988 ([Act 26 of 1988](#)).

2. Office Hours

The Registration Office shall be open to the public from 08h30 to 12h30 and from 14h00 to 16h00 from Mondays to Fridays except -

- (a) on a public holiday specified by or declared under the Public Holidays Act, 1990 ([Act 26 of 1990](#)); or
- (b) on any day of which prior notification is given by means of a notice displayed at a conspicuous place at the Registration Office or in such other manner as the Registrar thinks fit.

3. Documents

- (1) Any document lodged with the Registration Office -

- (a) shall, unless the Registrar otherwise directs, be written in block capitals or be typewritten, lithographed or printed in legible characters with deep permanent black ink on one side only of strong white paper being of international paper size A4: Provided that the Registrar may determine paper of a different size or different colour in respect of any form to be lodged with him or her; and
 - (b) shall be in the official language of Namibia.
- (2) Any document lodged with the Registration Office may be reproduced by the Registrar by microfilm.
- (3) Documents or copies of documents to be transmitted or returned to any corporation or person may, unless the Registrar otherwise directs in any particular case, be carbon copies of originals.
- (4) The Registrar may reject any document which in his or her opinion is unsuitable for record-keeping purposes.
- (5) A copy of any document lodged with the Registration Office or a copy of any such document reproduced by microfilm, and purporting to be certified by the Registrar or an officer or employee referred to in section 4(3) of the Act, shall, without proof or production of the original, upon the mere production thereof in proceedings, whether in a court of law or otherwise, be admissible as evidence in respect of the contents of such document.
- (6) All forms to be lodged with the Registration Office shall comply with the printing specifications determined by the Registrar from time to time.

4. [[There is no separate heading for regulation 4.]]

A document required to be sent or lodged with the Registrar may be transmitted by post except Forms CCI and CC2, which shall, if not lodged personally with the Registration Office, be transmitted by registered or certified post.

5. Forms and Fees

- (1) The forms contained in Schedule 5 shall be used in the appropriate instances but the Registrar may direct any modification to be made to such forms in order to meet the circumstances in a particular instance.
- (2) The fees payable in terms of the Act and these regulations shall be those set out in Schedule I.
- (3) Subject to the provisions of section 6(1) of the Act, any fee, additional fee or other money payable to the Registrar may, except where otherwise provided in these regulations, be paid at any office of the Receiver of Revenue.

6. Inspection into and copies of documents

- (1) Any person requiring to inspect any document or to obtain a copy of any document kept in the Registration Office shall -
 - (a) if he or she calls at the Registration Office in person, complete a form provided for that purpose;
 - (b) pay the appropriate fee.

7. [[There is no separate heading for regulation 7.]]

Any person who, knowingly and without the consent of the Registrar -

- (a) removes from the custody of the Registrar or from the Registration Office any document kept by the Registrar or in that Office;
- (b) makes or causes to be made any entry on such document;
- (c) destroys or damages such document; or
- (d) alters or causes to be altered any entry on such document,

shall be guilty of an offence and liable on conviction to a fine not exceeding N\$2 000 or to imprisonment for a period not exceeding six months or to both such fine and such imprisonment.

8. Certification of reproduction of records of corporation on microfilm

- (1) A corporation may reproduce or cause to be reproduced on microfilm any records required to be kept by it in terms of section 56 of the Act.
- (2) Any copy of a record of a corporation made from a reproduction of such record on microfilm shall be certified by a member or officer of such corporation to be a true and accurate reproduction of the original of such record, and such certificate shall be in the form contained in Schedule 2.
- (3) Any reproduction referred to in subregulation (1) shall for all purposes be deemed to be the original record of the corporation concerned, and a copy obtained by means of such reproduction and certified by a member or officer of such corporation as a true and accurate copy of such reproduction shall upon the mere production thereof in proceedings, whether in a court of law or otherwise, be admissible as evidence, in respect of the contents of such record.
- (4) A corporation shall take the necessary steps to ensure the safe preservation of any microfilm on which any record of such corporation has been reproduced.

9. Retention of records

- (1) Subject to the provisions of subregulation (2), the minimum period of retention of the documents and records of a corporation which it is required to keep in terms of this Act shall be the period specified in Schedule 4 and such period shall, where applicable, run from the date of a particular document or record or the date of the last entry in a particular document or record referred to in the said Schedule.
- (2) Notwithstanding the provisions of subregulation (1), the original of any record required to be kept by a corporation in terms of section 56 of the Act that has been reproduced on microfilm and duly certified in terms of regulation 8(2) may be destroyed after a period of three years from the date on which the record concerned was so reproduced.

10. Registration of founding statement

- (1) The founding statement of a corporation shall be in the form as set out in Form CCI.
- (2) The original and two copies of Form CCI shall be lodged with the Registrar for registration and incorporation of the corporation.
- (3) The fee payable for the registration of a founding statement shall be as prescribed in Schedule 1.
- (4) The written consent of the accounting officer of a corporation to his or her appointment in that capacity shall be attached to Form CCI.

11. Annual duty

- (1) A corporation shall -
 - (a) not later than one month after the end of every financial year pay the annual duty as prescribed in Schedule I; and
 - (b) lodge proof of such payment not later than forty-two days after the end of every financial year on Form CC7 with the Registrar.
- (2) If a corporation changes its financial year as contemplated in section 57(2), the amount of annual duty payable for the additional period shall be half of the annual duty payable for a full financial year as prescribed in Schedule I.
- (3) A corporation which fails to pay the annual duty within the time referred to in subregulation (1) (a), may thereafter pay such annual duty subject to the payment of additional fees according to the following scale:

Where, after the last date on which the annual duty was required to be paid, payment is made within -

Additional fee.

- (a) one month half the prescribed annual duty unpaid.
- (b) two months the prescribed annual duty unpaid.
- (c) three months..... twice the prescribed annual duty unpaid.
- (d) four months three times the prescribed annual duty unpaid.
- (e) exceeding four months five times the prescribed annual duty unpaid.

12. Registration of amended founding statement

- (1) An amended founding statement referred to in section 15 of the Act shall be in the form as set out in Form CC2.
- (2) An amended founding statement shall be completed in full, even in respect of particulars which have not or will not be changed.
- (3) The original and two copies of Form CC2 shall be lodged with the Registrar for registration.
- (4) The fee payable for the registration of an amended founding statement shall be as prescribed in Schedule 1.
- (5) If a new accounting officer is appointed by a corporation his or her written consent to such appointment shall be attached to Form CC2.

13. Conversion of companies into corporation

- (1) An application for the conversion of a company into a corporation shall be in the form as set out in Form CC4.
- (2) The original and one copy of Form CC4 and the original and two copies of Form CCI shall be lodged with the Registrar.
- (3) The fee payable for the conversion of a company into a corporation shall be as prescribed in Schedule 1.

14. Restoration of the registration of a corporation

- (1) An application for the restoration of the registration of a corporation shall be in the form as set out in Form CC3.
- (2) The original and one copy of Form CC3 shall be lodged with the Registrar and, if a change has occurred or will occur in respect of any matter particulars of which were stated in the founding statement of the corporation at the time of its deregistration, be accompanied by the original and two copies of Form CC2.
- (3) The fee payable for the restoration of the registration of a corporation shall be as prescribed in Schedule 1.

15. Order of court for the alteration of or addition to a founding statement

- (1) If by order of the court in terms of section 49 of the Act any alteration or addition is made to a founding statement there shall be lodged with the Registrar for registration -
 - (a) a copy of such order of court under cover of Form CC5; and
 - (b) the original and two copies of Form CC2.
- (2) The fee payable for the registration of an order of the court referred to in subregulation (1) shall be as prescribed in Schedule 1.

16. Voluntary winding-up

- (1) If, in terms of section 67 of the Act, a corporation resolves that the corporation should be wound-up voluntarily by its members or creditors the original and one copy of Form CC6 containing such resolution shall be lodged with the Registrar for registration.
- (2) The fee payable for the registration of the voluntary winding-up of a corporation shall be as prescribed in Schedule 1.

17. Accounting officer

- (1) For the purposes of section 60(1) of the Act, any person who is a resident in Namibia and is a member of any of the following associations or bodies is qualified to be appointed as an accounting officer of a corporation:
 - (a) Chartered Institute of Business Management;
 - (b) South African Institute of Professional Accountants;
 - (c) The Association of Chartered Certified Accounts;

- (d) The Chartered Institute of Management Accountants;
- (e) The Institute of Administration and Commerce of South Africa;
- (f) The Institute of Chartered Accountants of Namibia;
- (g) The Namibian Institute of Professional Accountants;
- (h) The Southern African Institute of Business Accountants;
- (i) The Southern African Institute of Chartered Accountants; and
- (j) The Southern African Institute of Chartered Secretaries and Administrators.

**[Subregulation (1) is amended by GN 83/1994, GN 97/2006
and GN 294/2012, and substituted by GN 20/2015.]**

- (2) An accounting officer who signs any documents for or in respect of a corporation in his or her capacity as accounting officer of such corporation, shall state the name of the said profession of which he or she is a member beneath his or her signature.

18. Lodging of additional copy of certain prescribed forms

- (1) The Registrar may from time to time by written notice sent to a corporation or an officer thereof at the registered office or postal address of the corporation, require such corporation or officer to lodge with the Registrar, within a period stated in the notice, which shall not be less than thirty days, a copy of any record required to be kept by the corporation under the Act, and he or she may further require a member or officer or such corporation to certify that copy, in the form set out in Schedule 3, to be a true and accurate reproduction of such record.
- (2) A corporation or an officer thereof to whom a notice referred to in subregulation (1) was sent, and who fails to comply with a requirement stated in such notice within the specified period, shall be guilty of an offence and liable on conviction to a fine not exceeding N\$100.

19. Standing advisory committee

Any recommendation or submission made to a standing advisory committee on company law referred to in section II of the Act in relation to its functions, shall be in writing and three copies of such recommendation or submission shall be lodged with the Registrar of Close Corporations, P.O. Box 21214, Windhoek.

SCHEDULE 1

SCHEDULE 1

The following fees are payable in terms of the Act and these regulations in the manner prescribed in regulation 5:

Item	Service	Fees payable N\$	Corresponding form (if any)
1.	Inspection into a corporation file in the Registration Office -		
	(a) personally by applicant	5.00	See note.
	(b) on the written request of an applicant (*includes up to 20 photocopies of documents, thereafter 0.50 c per copy)	10.00*	See note.
2.	(a) Photocopy of a document, ap- proximately 298 mm by 210 mm in size or smaller (per copy)	0.50	See note.
	(b) Photocopy on paper reproduced from microfilm (per copy)	0.50	See note.
	(c) Photocopy on diazo reproduced from microfilm (per copy)	1.00	See note.
3.	Certification of a document or part of a document (per document)	5.00	See note.
4.	Issuing of a typed certificate in respect of the contents of a form or other document or part thereof	20.00	See note.

5.	Consideration of an objection to a name	300.00	
6.	Registration of a founding statement	100.00	CC 1
7.	Registration of an amended founding statement in respect of particulars in Part A thereof	30.00	CC 2
8.	Restoration of the registration of a corporation	150.00	CC 3
9.	Registration of an order of the Court	30.00	CC 5
10.	Registration of a resolution to wind-up voluntarily	40.00	CC 6
11.	Annual duty	80.00	CC 7
12.	Application for reservation of a name	50.00	CC 8
13.	Change of the end of the current financial year	40.00	CC 9

(Note: Corresponding form to be provided by the Registration Office).

SCHEDULE 2

SCHEDULE 2

REPUBLIC OF NAMIBIA

CLOSE CORPORATIONS ACT, 1988

CERTIFICATE OF AUTHENTICITY BY MEMBER OR OFFICER OF CLOSE CORPORATION

(Regulation 8(2))

Microfilm Record No.

Name of corporation
.....

Date

This is to certify that the microfilm record identified above is a true and accurate reproduction of the following category of original records of the above corporation:

List category of records

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

.....
Signature: Member/Officer

SCHEDULE 3

SCHEDULE 3

REPUBLIC OF NAMIBIA

CLOSE CORPORATIONS ACT, 1988

CERTIFICATE OF AUTHENTICITY BY MEMBER OR OFFICER OF CLOSE CORPORATION

(Regulation 18(1))

Name of Corporation

Date

This is to certify that the attached copy is a true and accurate copy of the following category of records of the corporation and which it is required to keep under the Close Corporations Act, 1988:

List category of records

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

.....
Signature: Member/Officer

SCHEDULE 4

SCHEDULE 4

RETENTION PERIODS OF CORPORATION DOCUMENTS AND RECORDS

ITEM	DOCUMENTS AND RECORDS	RETENTION PERIOD
1.	Founding statement (Form CC 1).....	Indefinite.
2.	Amended founding statement (Form CC 2) and statement referred to in section 15(2)	Indefinite.
3.	Minutes book as well as resolutions passed at meetings	Indefinite.
4.	Annual financial statements, including annual accounts and the report of the accounting officer	15 years.
5.	Accounting records, including supporting schedules to accounting records and ancillary accounting records	15 years.
6.	The microfilm image of any original record reproduced directly by the camera - the "camera master"	Indefinite.

SCHEDULE 5

SCHEDULE 5

FORMS

(Regulation 5(1))

CC 1

REPUBLIC OF NAMIBIA

CLOSE CORPORATIONS ACT, 1988

(Sections 12, 13, 14, 24, 27, 29, 47 and 60)
(Regulations 2, 3 and 13)

FOUNDING STATEMENT

Before filling in the form, first see notes on page 2.

REGISTRATION NUMBER OF CORPORATION	DATE OF RECEIPT
------------------------------------	-----------------

Full name of corporation _____

Literal translation of name (if applicable) _____

Shortened form of name (if applicable) _____

Description of principal business _____

Date of end of financial year _____

Postal address _____

Address of registered office (not post office box) _____

Name and address of accounting officer _____

(Attach written consent to appointment)

Full name of association or body of which accounting officer is a member _____

NOTES

1. Form CC 1 must be written in block capitals or be typewritten, lithographed or printed in legible characters with deep permanent black ink, and lodged in triplicate.
2. Where a person signs on behalf of a member, a power of attorney must be attached.
3. Minor children and other persons under legal disability must be assisted by their parents, guardians or representatives, as the case may be, and the capacity must be stated.
4. If no identity document has been issued, a written statement to this effect must be attached.
5. Form CC 1 which does not comply with the requirements of the Act, regulations or these notes, will be rejected.
6. Particulars to be furnished under the heading "MEMBERS":
 - (a) Full names and surname. (If juristic person, mention name and capacity and if trustee, also mention name and particulars of testamentary trust).
 - (b) Identity number ((i) if no identity document has been issued, state date of birth and see par. 4 above). ((ii)) If juristic person, mention registration number).
 - (c) Size of interest expressed as a percentage.
 - (d) Particulars of interest and fair value thereof.
 - (e) Residential address.
 - (f) Postal address.
 - (g) Signature of member or representative (where applicable).

CC 1

NAME OF CORPORATION _____

REGISTRATION NUMBER	
---------------------	--

MEMBERS _____

Full names and surname _____

	Year	Month	Day																
Identity number or date of birth (i)																			
Registration number (ii)																			

Percentage of interest _____

Particulars of contribution _____

Residential address _____

Postal address _____

Signature of member or representative _____

Full names and surname _____

	Year	Month	Day																
Identity number or date of birth (i)																			
Registration number (ii)																			

Percentage of interest _____

Particulars of contribution _____

Residential address _____

Postal address _____

Signature of member or representative _____

Witness:
Signature: _____ Date of signature: _____

Full names _____

Residential address _____

Business address _____

Postal address _____

CC 1

NAME OF CORPORATION _____

REGISTRATION NUMBER	
---------------------	--

MEMBERS _____

Full names and surname _____

	Year	Month	Day														
Identity number or date of birth (i)																	
Registration number (ii)																	

Percentage of interest _____

Particulars of contribution _____

Residential address _____

Postal address _____

Signature of member or representative _____

Full names and surname _____

	Year	Month	Day														
Identity number or date of birth (i)																	
Registration number (ii)																	

Percentage of interest _____

Particulars of contribution _____

Residential address _____

Postal address _____

Signature of member or representative _____

Witness:
signature: _____ Date of signature: _____

Full names _____

Residential address _____

Business address _____

Postal address _____

CC 1

NAME OF CORPORATION _____

REGISTRATION NUMBER	
---------------------	--

Full names and surname _____

	Year	Month	Day																	
Identity number or date of birth (i)																				
Registration number (ii)																				

Percentage of interest _____

Particulars of contribution _____

Residential address _____

Postal address _____

Signature of member or representative _____

Full names and surname _____

	Year	Month	Day																	
Identity number or date of birth (i)																				
Registration number (ii)																				

Percentage of interest _____

Particulars of contribution _____

Residential address _____

Postal address _____

Signature of member or representative _____

Witness:
Signature: _____ Date of signature: _____

Full names _____

Residential address _____

Business address _____

Postal address _____

CC 1

NAME OF CORPORATION _____

REGISTRATION NUMBER |

MEMBERS _____

Full names and surname _____

		Year	Month	Day																
Identity number or date of birth	(i)																			
Registration number	(ii)																			

Percentage of interest _____

Particulars of contribution _____

Residential address _____

Postal address _____

Signature of member or representative _____

Full names and surname _____

		Year	Month	Day																
Identity number or date of birth	(i)																			
	(ii)																			

Percentage of interest _____

Particulars of contribution _____

Residential address _____

Postal address _____

Signature of member or representative _____

Witness:
Signature: _____ Date of signature: _____

Full names _____

Residential address _____

Business address _____

Postal address _____

CC 1

NAME OF CORPORATION _____

REGISTRATION NUMBER	
---------------------	--

MEMBERS _____

Full names and surname _____

	Year	Month	Day																
Identity number or date of birth (i)																			
Registration number (ii)																			

Percentage of interest _____

Particulars of contribution _____

Residential address _____

Postal address _____

Signature of member or representative _____

Full names and surname _____

	Year	Month	Day																
Identity number or date of birth (i)																			
Registration number (ii)																			

Percentage of interest _____

Particulars of contribution _____

Residential address _____

Postal address _____

Signature of member or representative _____

Witness:
Signature: _____ Date of signature: _____

Full names _____

Residential address _____

Business address _____

Postal address _____

CC 1

NAME OF CORPORATION _____

REGISTRATION NUMBER	
---------------------	--

MEMBERS _____

Full names and surname _____

	Year	Month	Day																
Identity number or date of birth (i)																			
Registration number (ii)																			

Percentage of interest _____

Particulars of contribution _____

Residential address _____

Postal address _____

Signature of member or representative _____

Full names and surname _____

	Year	Month	Day																
Identity number or date of birth (i)																			
Registration number (ii)																			

Percentage of interest _____

Particulars of contribution _____

Residential address _____

Postal address _____

Signature of member or representative _____

Witness:
Signature: _____ Date of signature: _____

Full names _____

Residential address _____

Business address _____

Postal address _____

CC1

REPUBLIC OF NAMIBIA

CLOSE CORPORATIONS ACT, 1988

(Sections 13,14,27 and 60)
(Regulations 3, 10 and 13)

(To be lodged in triplicate together with the Founding Statement)

Certificate of Incorporation

REGISTRATION NUMBER OF CORPORATION CC /
--

This is to certify that the Founding Statement (CC 1) of

_____ has been registered and the above-named close corporation was this day incorporated in terms of the Close Corporations Act, 1988.

*The above-named corporation has been converted from a company:

_____ (Reg No. _____)

Signed at Windhoek this _____ day of _____ One Thousand Nine Hundred and Ninety _____

REGISTRAR OF CLOSE CORPORATIONS

* (Delete if not applicable)

CC 1

NAME OF CORPORATION _____

REGISTRATION NUMBER	
---------------------	--

The above-named corporation has been converted from company:

_____ (Reg. No. _____)

FOR OFFICE USE
Founding Statement registered
Registrar of Close Corporations
Date
Data Processing
Classification _____
Recorded
Initials and date _____

Paste revenue receipt or affix revenue stamp or impress revenue franking machine impression here
N\$ 100

CC 2

REPUBLIC OF NAMIBIA
CLOSE CORPORATIONS ACT, 1988
(Sections 13, 15, 24, 27, 29, 47 and 60)
(Regulations 3 and 12)

.AMENDED FOUNDING STATEMENT

Before filling in the form, first see notes on page 2:

REGISTRATION NUMBER OF CORPORATION	DATE OF RECEIPT	
PART A		Dates of commencement of change
Full name of corporation *		*
Previous name of corporation (if applicable) *		*
Literal translation of name (if applicable) *		*
Shortened form of name (if applicable) *		*
Description of principal business *		*
Date of end of financial year *		*
PART B		
Postal address *		*
Address of registered office (not post office box) *		*
Name and address of accounting officer *		*
(Attach written consent to appointment)		
Full name of association or body of which accounting officer is a member _____		

NOTES

1. Form CC 2 must be written in block capitals or be typewritten, lithographed or printed in legible characters with deep permanent black ink, and lodged in triplicate.
2. Change(s) effective from date of registration or upon a later date mentioned.
3. Where a person signs on behalf of a member, a power of attorney must be attached.
4. Minor children and other persons under legal disability must be assisted by their parents, guardians or representatives, as the case may be, and the capacity must be stated.
5. If no identity document has been issued, a written statement to this effect must be attached.
6. Particulars which do not change should also be furnished.
7. No fee is payable in respect of any changes in particulars under Part B and C.
8. New members must personally sign the form.
9. Form CC 2 which does not comply with the requirements of the Act, regulations or these notes, will be rejected.
10. Particulars to be furnished under PART C:
 - (a) Full names and surname. (If juristic person, mention name and capacity and if trustee, also mention name and particulars of testamentary trust).
 - (b) Identity number. ((i) If no identity document has been issued, state date of birth and see par. 4 above). ((ii) If juristic person, mention registration number).
 - (c) Size of interest expressed as a percentage.
 - (d) Particulars of interest and fair value thereof.
 - (e) Residential address.
 - (f) Postal address.
 - (g) Signature of member or representative (where applicable).

CC 2

NAME OF CORPORATION _____

<div style="border: 1px solid black; padding: 2px; display: inline-block;">REGISTRATION NUMBER</div>	Date of change								
ART C									
MEMBERS									
Full names and surname _____									
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%; text-align: center;">Year</td> <td style="width: 10%; text-align: center;">Month</td> <td style="width: 10%; text-align: center;">Day</td> <td style="width: 80%;"></td> </tr> <tr> <td style="text-align: center;"> </td> <td style="text-align: center;"> </td> <td style="text-align: center;"> </td> <td></td> </tr> </table>		Year	Month	Day					
Year	Month	Day							
Identity number or date of birth (i) _____									
Registration number (ii) _____									
Percentage of interest _____									
Particulars of contribution _____									
Residential address _____									
Postal address _____									
Signature of member or representative _____									

Full names and surname _____									
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%; text-align: center;">Year</td> <td style="width: 10%; text-align: center;">Month</td> <td style="width: 10%; text-align: center;">Day</td> <td style="width: 80%;"></td> </tr> <tr> <td style="text-align: center;"> </td> <td style="text-align: center;"> </td> <td style="text-align: center;"> </td> <td></td> </tr> </table>		Year	Month	Day					
Year	Month	Day							
Identity number or date of birth (i) _____									
Registration number (ii) _____									
Percentage of interest _____									
Particulars of contribution _____									
Residential address _____									
Postal address _____									
Signature of member or representative _____									

Witness:
 Signature: _____ Date of signature: _____
 Full names
 Residential address
 Business address
 Postal address

CC 2

NAME OF CORPORATION _____

REGISTRATION NUMBER _____ <small>PART C</small>	Date of change _____
--	----------------------

MEMBERS

Full names and surname _____

	Year	Month	Day	
Identity number or date of birth (i)				
Registration number (ii)				

Percentage of interest _____

Particulars of contribution _____

Residential address _____

Postal address _____

Signature of member or representative _____

Full names and surname _____

	Year	Month	Day	
Identity number or date of birth (i)				
Registration number (ii)				

Percentage of interest _____

Particulars of contribution _____

Residential address _____

Postal address _____

Signature of member or representative _____

Witness:
 Signature: _____ Date of signature: _____

Full names _____

Residential address _____

Business address _____

Postal address _____

CC 2

NAME OF CORPORATION _____

REGISTRATION NUMBER _____
PART C

Date of change

MEMBERS

Full names and surname _____							
Identity number or date of birth (i) Registration number (ii)	<table border="1"> <tr> <th>Year</th> <th>Month</th> <th>Day</th> </tr> <tr> <td></td> <td></td> <td></td> </tr> </table>	Year	Month	Day			
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Residential address _____							
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Signature of member or representative _____							

Full names and surname _____							
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Percentage of interest _____							
Particulars of contribution _____							
Residential address _____							
Postal address _____							
Signature of member or representative _____							

Witness:
 Signature: _____ Date of signature:
 Full names
 Residential address
 Business address
 Postal address

CC 2

NAME OF CORPORATION _____

<div style="border: 1px solid black; padding: 2px; display: inline-block;">REGISTRATION NUMBER</div>																
PART C	Date of change															
MEMBERS																
Full names and surname _____																
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%;"></td> <td style="width: 10%; text-align: center;">Year</td> <td style="width: 10%; text-align: center;">Month</td> <td style="width: 10%; text-align: center;">Day</td> <td style="width: 60%;"></td> </tr> <tr> <td>Identity number or date of birth (i)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Registration number (ii)</td> <td></td> <td></td> <td></td> <td></td> </tr> </table>		Year	Month	Day		Identity number or date of birth (i)					Registration number (ii)					
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Signature of member or representative _____																

Witness:
 Signature: _____ Date of signature:

Full names
 Residential address
 Business address
 Postal address

CC 2

NAME OF CORPORATION _____

REGISTRATION NUMBER <small>PART C</small>	Date of change						
MEMBERS							
Full names and surname _____							
<table border="1" style="margin-left: auto; margin-right: auto;"> <tr> <td style="width: 10%;">Year</td> <td style="width: 10%;">Month</td> <td style="width: 10%;">Day</td> </tr> <tr> <td> </td> <td> </td> <td> </td> </tr> </table>	Year	Month	Day				
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Percentage of interest _____							
Particulars of contribution _____							
Residential address _____							
Postal address _____							
Signature of member or representative _____							

Witness:
 Signature: _____ Date of signature: _____
 Full names
 Residential address
 Business address
 Postal address

CC 2

NAME OF CORPORATION _____

REGISTRATION NUMBER	
---------------------	--

MEMBERS WHO CEASE TO BE MEMBERS

Full name and surname of member	Identity Number	Signature

Membership ceases on the date of registration of the Amended Founding Statement.
 Witness:
 Signature _____ Date of signature: _____
 Full names
 Residential address
 Business address
 Postal address

For Office Use Amended Founding Statement registered
Registrar of Close Corporations
Date _____
Data Processing Classification _____
Recorded _____
Initials and date _____

Paste revenue receipt or affix revenue stamp or impress revenue franking machine impression here N\$ 30.00
--

CC3

REPUBLIC OF NAMIBIA
CLOSE CORPORATIONS ACT, 1988

(Section 26(6))
(Regulation 14)

Application for the Restoration of the Registration of the Corporation

(To be lodged in duplicate)

REGISTRATION NUMBER	Paste revenue receipt or affix revenue stamp or impress revenue franking machine impression here N\$ 150
---------------------	---

Full name of corporation _____

I/We _____

in my/our capacity as _____

apply in terms of section 26(6) of the above-named Act for the restoration of the registration of the corporation which was deregistered

on _____ and of which notice was given in the Gazette

of _____ for the following reasons:

An amended founding statement, if necessary, is attached

SIGNED _____ DATE _____

The registration of the corporation has been restored with effect from:

as published in the Gazette _____ of _____

REGISTRAR OF CLOSE CORPORATIONS _____ DATE _____

(To be completed by corporation)

NAME _____

POSTAL ADDRESS _____

Office use	
Data Processing	
1) Recorded	_____
Date and initials	_____
2) Corrections	_____
Date and initials	_____

CC4

REPUBLIC OF NAMIBIA
CLOSE CORPORATIONS ACT, 1988

(Section 27)
(Regulation 13)
APPLICATION FOR CONVERSION

(To be lodged in duplicate)

REGISTRATION NUMBER OF COMPANY

Name of company _____

I/We, the undersigned, being all the members of the above-named company, apply for the conversion of this company into a corporation.

I/We state that:

- (a) every member of the company will become a member of the corporation: and
- (b) upon conversion the assests of the corporation, fairly valued, will exceed its liabilities, and that after conversion the corporation will be able to pay its debts as they become due in the ordinary course of its business.

The following documents are lodged herewith:

- (a) A statement in writing by the auditor as required by section 27(2)(b) of the Act; and
- (b) a founding statement in terms of section 12 of the Act.

<u>SIGNATURE(S)</u>	<u>DATE(S)</u>
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

NEW REGISTRATION NUMBER

CC5

REPUBLIC OF NAMIBIA
CLOSE CORPORATIONS ACT, 1988

(Section 49(4))

Lodging of Order of Court for the Alteration of */Replacement of*/
Addition to* a Founding Statement

(To be lodged in duplicate)

REGISTRATION NUMBER	Paste revenue receipt or affix revenue stamp or impress revenue franking machine impression here N\$ 30,00
---------------------	--

Full name of corporation _____

Order of Court for the alteration of */replacement of */addition to *a
founding statement

dated _____ is lodged herewith

An amended founding statement is attached .

SIGNED _____ DATE _____

*Delete that which is not applicable

The order was registered on _____

REGISTRAR OF CLOSE CORPORATIONS _____ DATE _____

(To be completed by corporation)

NAME _____

POSTAL ADDRESS

106

REPUBLIC OF NAMIBIA
CLOSE CORPORATIONS ACT, 1988

(Section 67)
(Regulation 16)
Resolution : Voluntary Winding-up

(To be lodged in duplicate)

REGISTRATION NUMBER	Paste revenue receipt or affix revenue stamp or impress revenue franking machine impression here N\$ 40,00
---------------------	--

Full name of corporation _____

I/We, the undersigned, being all the members of the above-named, corporation, resolved at a meeting held on _____ that the corporation be wound-up voluntarily by members * / creditors*

<u>SIGNATURES</u>	<u>DATES</u>
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

* Delete that which is not applicable

The above-mentioned resolution was registered on: _____

REGISTRAR OF CLOSE CORPORATIONS _____ DATE _____

(To be completed by corporation)

NAME _____

POSTAL ADDRESS _____

<u>Office use</u>
Data Processing
1) Recorded
Date and initials _____
2) Corrections
Date and initials _____

CC 7

REPUBLIC OF NAMIBIA
 Close Corporations Act, 1988
 Annual duty
 (Sections 13(2))
 (Regulation 11)

Name and postal address			REGISTRATION NUMBER									
A. END OF FINANCIAL YEAR	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 33%;">DAY</th> <th style="width: 33%;">MONTH</th> <th style="width: 33%;">YEAR</th> </tr> <tr> <td style="height: 20px;"></td> <td></td> <td></td> </tr> </table>	DAY	MONTH	YEAR				<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 100%; text-align: center; padding: 5px;">For Office use</td> </tr> <tr> <td style="padding: 5px;">1. Recorded Date and initials</td> </tr> <tr> <td style="padding: 5px;">2. Corrections and enquiries Date and initials</td> </tr> </table>		For Office use	1. Recorded Date and initials	2. Corrections and enquiries Date and initials
DAY	MONTH	YEAR										
For Office use												
1. Recorded Date and initials												
2. Corrections and enquiries Date and initials												
B. DATE INCORPORATED OR CONVERSION DATE	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 33%; height: 20px;"></td> <td style="width: 33%;"></td> <td style="width: 33%;"></td> </tr> </table>											
C. Name/names of member/members and percentage interest of each member in the corporation at the end of the current financial year												
1.%	2.%	3.%	4.%									
5.%	6.%	7.%	8.%									
9.%	10.%	%										

D. PROOF OF PAYMENT OF ANNUAL DUTY AND/OR ADDITIONAL FEE

Paste revenue receipt or affix revenue stamp or impress revenue franking machine impression here
 N\$ 80.00

E. SIGNED _____ DATE _____
 Perforate

(To be completed by the corporation) CC 7

ANNUAL DUTY FOR FINANCIAL YEAR 19

Name of corporation

Postal address

Return received

Date of Close Corporations
 Registration Office

Invalid unless stamped by Registrar of Close Corporations.

CC 8

REPUBLIC OF NAMIBIA
CLOSE CORPORATIONS ACT, 1988
(Section 19(2))

APPLICATION FOR RESERVATION OF A NAME OR TRANSLATED FORM OR SHORTENED FORM
(To be lodged in duplicate)

Close Corporations Registration Office
P O Box 21214, WINDHOEK. 9000.

Paste revenue receipt or affix revenue
stamp or impress revenue franking
machine impression here
N\$ 50.00

A. Proposed Name or Translated Form or Shortened Form
(Indicate with a cross)

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	
	Reservation is valid for	
	sixty days	

B. Comparative names (For Office Use) _____

C. Is the proposed name associated with a person, corporation or company? If so, what is the name and number (if a corporation or company) and the nature of the association (e.g. holding/subsidiary/director etc). If not, reason(s) for, or origin of name _____

D. Principal business of the corporation/proposed corporation _____

Name of Applicant (print)

Signature of applicant/agent

Address to which form must be returned

Date _____

CC 9

REPUBLIC OF NAMIBIA
CLOSE CORPORATIONS ACT, 1988
(Section 57(2))

CHANGE OF THE END OF THE CURRENT FINANCIAL YEAR

Close Corporations Registration Office
P O Box 21214, WINDHOEK 9000

REGISTRATION NUMBER

Paste revenue receipt of
affix revenue stamp or
impress revenue franking
machine impression here

N\$ 40.00

Name of corporation _____

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 has been brought forward to _____

Reasons for extention _____

C. Affix proof of payment of half or annual duty here in respect of extension.

Date: _____

Signature: Member/Officer _____

Not exceeding six months

Approved/Refused: Registrar of Close Corporations _____

Perforate

(To be completed by the corporation) _____ CC 9

ADVICE OF CHANGE OF THE END OF THE CURRENT FINANCIAL YEAR DATED _____

Name of corporation

.....

Postal address

.....

.....

.....

Approved/Refused

Date stamp of Close Corporation
Registration Office

Invalid unless stamped by Registrar of Close
Corporations