

Form 15 | Application for registration of amalgamation proposal

Section 136 Companies Act 2012

Note

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

The information on this form must be either typewritten or printed legibly.

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1. Names and registration numbers of companies participating in amalgamation

Name of company

Registration number

Name of company

Registration number

Name of company

Registration number

Name of company

Registration number

Note: If more than four companies are participating in the amalgamation, attach a separate sheet containing the information set out in the prescribed format for all such companies. All names should be in BLOCK letter format.

2. Name of amalgamated company

3. Date of amalgamation (if applicable)

Date (dd/mm/yyyy):

Note: when applicable, insert the effective date upon which the amalgamation is to become effective under the amalgamation proposal. The date must be the date this form is submitted to the Registrar or a later date. Where no date is specified or if the date specified is earlier than the date of submission of this Form to the Registrar, the date the amalgamation is effective will be the date the application for amalgamation was received by the Registrar.

4. Addresses for the amalgamated company

Address of registered office

Must be a physical address in Vanuatu. Must not be a PO Box or Private Bag address.

Province or Municipality:

Postal address

Postal address to which communications from the Registrar may be sent (eg PO Box).

Postal address:
Province or Municipality:

Email address:

5. Directors

The following persons are the directors of the amalgamated company. The Applicant attests that all of the following named directors have consented to act in that capacity.

***Note:** If there are more than four directors, attach a separate sheet containing the information set out in the prescribed format. All names should be in BLOCK letter format.*

Full legal name:	Registration number (if a registered entity):
Physical address:	Email:
Postal address:	Gender (if a natural person):
Mobile Phone:	Nationalities/jurisdictions:

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Physical address:	Email:
Postal address:	Gender (if a natural person):
Mobile Phone:	Nationalities/jurisdictions:

6. Shareholders

The following persons are the shareholders of the amalgamated company. The Applicant attests that the person(s) shown as shareholder(s) has consented to act in this capacity.

Instructions for completing shareholder information

1. If there are more than three shareholders, attach a separate sheet containing the information set out in the prescribed format. All names should be set out in BLOCK letter format.
2. If the shareholder is a natural person, provide their first name followed by their surname. If the shareholder is a registered entity (such as another company), provide the entity name and registration number.
3. If shares are jointly held, provide the particulars of each shareholder within a single box below.

Number of shares:	Registration number (if a registered entity):
Name(s) of shareholder(s):	Gender (if a natural person):

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Total number of shares:

Is there more than one class of shares for this company?

Yes

No

If yes, attach a separate sheet that sets out the particulars of the different classes of shares.

7. Signature and declaration

I certify that the above companies seek amalgamation and the information in this form is true and correct, and the copy of every document submitted with this form is a true and correct copy of the original document.

Signed by proposed director or authorised person of the amalgamated company

Name:

Signature:

Print first name(s) followed by surname in BLOCK letters.

Designation: Director

Authorised person

Date (dd/mm/yyyy):

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8. Lodged by

Name:
Address:

Other contact details:

Telephone:
Email:

9. Checklist

Schedule 6 Clause 3 of the Companies Act provides that the following must accompany this form:

- (a) the approved amalgamation proposal;
- (b) a certificate signed by the directors of each amalgamating company stating that the amalgamation has been approved in accordance with this Act and the relevant company's rules; and
- (c) a document (Form 15A) signed by each person named in this form as a director of the amalgamated company containing his or her consent to be a director.
- The prescribed form

Form 15A | Consent and certificate of director of amalgamated company

Section 136 and Schedule 3, Companies Act 2012

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Document number

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Notes

This form is required to be sent to the Registrar of Companies, and must also be held in the company's records and be produced if requested by the Registrar.

The information on this form must be either typewritten or printed legibly.

If there is more than one director, each new director must complete a separate consent and certificate using Form 15A.

Company name

Company number

Note: If the name of the amalgamated company is the same as that of an existing company, provide the existing company's name and number. If the amalgamated company will have a new company name, provide the proposed name and name reservation number.

Director's details

First name(s):

Surname:

Registration number (if a registered entity):

Email:

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

Signature:

Date (dd/mm/yyyy):