

APPLICATION TO REGISTER A COMPANY WITH SHARES

FORM 3D

THE COMPANIES ACT, 2019 (ACT 992) RE-REGISTRATION

Public Unlimited



FILL THE FORMS IN BLOCK LETTERS, AND LEAVE SPACES IN BETWEEN WORDS

PLEASE WRITE ALL WORDS WITH NO ABBREVIATIONS

ALL FIELDS MARKED WITH AN ASTERISK (*) INDICATES A MANDATORY FIELD

A fee is payable on presentation of this form. Please see the fees on our website www.orc.gov.gh

Read the instructions before completing the Form. Incomplete applications or invalid data may delay the registration process

(A)	Registered Constitution		Standard Constitution		Tick Registered Constitution if the company has its own Constitution. If not, Tick Standard Constitution as in schedule 2 of Act 992.
Old Registration No.*					State accurately Old Registration Number, Tax Identification Number, Current Tax office, Old Date of Incorporation & Commencement, Name should be exact as registered, should there have been any Change of Name after registration do state the new name.
Old TIN.*					
Current Tax Office.*					
Old Date of Incorporation.*					
Old Date of Commencement.*					
Company Name*					Kindly use SR to indicate Applicable Name Ending for the Company to conform to Act 992 requirement.
Ending With*	PUC	PUBLIC UNLIMITED COMPANY			Tick Applicable Ending
Presented By*					Full name and TIN of the natural person or legal entity submitting documents to the Registrar of Companies
	TIN*				
(B)	Sector(s)*				
Legal	Estate/Housing	Media	Transport/Aerospace		Choose your sector by ticking the box next to it. Specify sector(s). If your sector is not listed, write your sector in the space provided for "others".
Utilities	Education	Shipping & Port	Estate/Housing		
Tourism	Quarry / Mining	Hospitality	Fashion/Beautification		
Insurance	Entertainment	Health Care	Refinery of Minerals		
Agriculture	Food Industry	Securities/Brokers	Others(Please Specify)		
Oil and Gas	Manufacturing	Commerce/ Trading			
Construction	Pharmaceutical	Banking and Finance			
Telecom/ICT	Security	Sanitation			
(C)	Principal Business Activities				
Select the International Standard Industrial Classification (ISIC) code number(s) for the principal activity and other activities					ISIC or classification code is a standard classification for economic or business activities so that establishments could be classified based on the activity they carry out. A detailed list of ISIC or Classification Codes can be found on our website at www.orc.gov.gh
ISIC code 1					
ISIC code 2					
ISIC code 3					
ISIC code 4					
If you cannot determine a code, please give a brief description of the company's business activities					
(D)	Nature of Business of the Company				
					Specialized institutions for example Banks, Insurance and Security companies are required to state their objects here. All other applicants who wish to indicate their objects can also state same in this column

(E) Registered Office Address																					
Digital Address*																				Per section 13 (2) (d) of Act 992 every Company must have a Registered Office and this is the address to which the Registrar of Companies may send correspondence.	
House/Building/Flat* (Name or House No.)/LMB																					
Street Name*																					
City*																				Obtain a digital address by downloading the Ghana Post GPS app onto any smart phone.	
District*																					
Region*																					
(F) Principal Place of Business																				To get an accurate address, stand at the entrance of the said location or office, Applicants are to ensure that the digital address provided matches with the registered office address.	
Is the Principal place of Business the same as the Registered Office Address?																					
If Yes (Tick the box and proceed with other Place of Business)										If No (Provide Details)											
Digital Address*																					
House/Building/Flat (Name or House No.)/LMB*																					
Street Name*																					
City*																					
District*																					
Region*																					
(G) Other Place of Business																					
Digital Address																				Companies that have multiple operational locations must complete this section. Supplementary sheets can be found on our website www.orc.gov.gh	
House/Building/Flat (Name or House No.)/LMB																					
Street Name																					
City																					
District																					
Region																					
(H) Address at which Register of Members will be kept and maintained (if elsewhere than at the Registered Office)																					
Digital Address*																				A Register of Members is a register that contains the names and addresses of members of an incorporated Company. It is required that every company keeps and maintains a Register of its Members at a location in the country.	
House/Building/Flat (Name or House No.)/LMB*																					
Street Name*																					
City*																					
District*																					
Region*																					
Postal Address																					
C/O																				Please tick either Post Office Box (P O BOX), Private Mail Bag (PMB) or Door to Door (DTD) and provide details as applicable.	
Type*	P.O. BOX			PMB			DTD														
Number*																					
Town*																					
Region*																					
(I) Contact of the Company																					
Phone No 1*																				Applicants are to provide at least, one mobile phone number and an email address. This is to assist the Registrar of Companies to communicate to the company	
Phone No 2																					
Mobile No 1*																					
Mobile No 2																					

<i>Fax</i>																	
<i>Email Address*</i>																	
<i>Website</i>																	
(J) Particulars of Directors of the Company																	
Director 1	Statutory Declaration & Consent Letter														Directors should be at least 18 years and above.		
A person shall not be appointed a director if																	
i. That person within the preceding five years of the application for incorporation has been a director or senior manager of a Company that has become insolvent.															Directors are to attach a statutory declaration and consent letter as stated in section 172 (2) of Act 992.		
Tick applicable	Yes			No													
ii. Charged with or convicted of a criminal offence involving fraud or dishonesty															If you tick "yes" to any of the Statutory Declarations, provide details that qualifies you to be a director. Attach supporting documents		
Tick applicable	Yes			No													
iii. Charged with or convicted of a criminal offence relating to the promotion, incorporation or management of a company that has become insolvent.															A Company shall have at least two directors of which one should be resident in Ghana.		
Tick applicable	Yes			No													
<i>Statutory Declaration Form*</i>				<i>Consent Letter*</i>													
<i>Title</i>	Mr			Mrs			Miss			Ms			Dr				
<i>First Name*</i>																	
<i>Middle Name</i>																	
<i>Last Name*</i>																	
<i>Any Former Name</i>																	
<i>Gender*</i>	Male			Female													
<i>Date of Birth*</i>	<i>D</i>	<i>D</i>	<i>M</i>	<i>M</i>	<i>Y</i>	<i>Y</i>	<i>Y</i>	<i>Y</i>									
<i>Place of Birth*</i>																	
<i>Nationality*</i>																	
<i>Occupation*</i>																	
<i>Mobile No 1*</i>																	
<i>Mobile No 2</i>																	
<i>Fax</i>																	
<i>Email Address*</i>																	
<i>TIN</i>																	
<i>Without TIN</i>	Fill the GRA TIN Form attached																
<i>Residential Address</i>																	
<i>Digital Address*</i>																	
<i>House/Building/Flat* (Name or House No.)/LMB</i>																	
<i>Street Name*</i>																	
<i>City*</i>																	
<i>District*</i>																	
<i>Region*</i>																	
<i>Country*</i>																	
<i>Occupational Address</i>																	
<i>Digital Address*</i>																	
<i>House/Building/Flat* (Name or House No.)/LMB</i>																	
<i>Street Name*</i>																	
<i>City*</i>																	
<i>District*</i>																	
<i>Region*</i>																	
<i>Country*</i>																	

Street Name*																	
City*																	
District*																	
Region*																	
Country*																	
Particulars of other Directorships*																	
Director's Signature*																	

(L)	Particulars of Company Secretary																
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Professional qualification			Tick the applicable qualification(s) Attach Consent Letter Reference to Section 211 (1) and (3) of Act 992															
Tertiary level qualification																		
Company Secretary Trainee																		
Barrister or Solicitor in the Republic																		
Institute of Chartered Accountants																		
Under the supervision of a qualified Company Secretary																		
Institute of Chartered Secretaries and Administrators																		
By virtue of an academic qualification, member of a professional body, appears to the directors as capable of performing the functions of Secretary of the																		
Consent Letter*																		
Title	Mr		Mrs		Miss		Ms		Dr									
First Name*																		
Middle Name																		
Last Name*																		
Any Former Name																		
TIN																		
Without TIN	Fill the GRA TIN Form attached																	
Gender*	Male		Female															
Date of Birth*	<i>D</i>	<i>D</i>	<i>M</i>	<i>M</i>	<i>Y</i>	<i>Y</i>	<i>Y</i>	<i>Y</i>										
Place of Birth*																		
Nationality*																		
Occupation*																		
Mobile No 1*																		
Mobile No 2																		
Fax																		
Email Address*																		
Residential Address																		
Digital Address*																		
House/Building/Flat* (Name or House No.)/LMB																		
Street Name*																		
City*																		
District*																		
Region*																		
Country*																		
Email Address*																		

Signature*																					
(M) In Case the Company Secretary is a Body Corporate																					
Corporate Name*																		The Corporate Body must have as one of its subscribers or operating officers a person who qualifies to be a Company Secretary.			
Corporate TIN*																					
Digital Address*																					
Corporate Address H/No. LMB*																					
P.O. Box/DTD/PMB*																		The Corporate Representative must hold at least one of the qualification(s) of secretary stated above Reference to section 211 (2) Act 992			
Name of Person Representing the Corporate Secretary*																					
TIN of Representative*																					
Signature(Corporate Representative)*																					
Corporate Stamp*																					
Attested by																				For authentication purposes, two officers of the company are to sign their signatures together with a seal or stamp of the company Reference to section 150 (1) (D) (i) Act 992	
Director* Name*		TIN																			
Signature*																					
Secretary* Name*		TIN																			
Signature*																					
Or in the Alternative																				In the absence of a stamp or a seal of the company, the signature of two directors and a Company Secretary are needed for authentication purposes Reference to section 150 (1) (D)(ii) of Act 992	
Director* Name*		TIN																			
Signature*																					
Director* Name*		TIN																			
Signature*																					

Secretary*	TIN																	
Name*																		
Signature*																		
(N) Auditor of the Company																		
TIN*																		A person shall be appointed an Auditor of a Public Company if that person is qualified and licensed in accordance with the Chartered Accountants Act, 1963 (Act 170). See section 138 (1) and (2) of Act 992. Applicant needs to attach an Auditor's consent letter to this application before submission. All Auditors shall hold office for a term of not more than six years and are eligible for appointment after a cooling-off period of not less than six years. Refer to section 139 (11)
Auditor's Firm Name*																		
Digital Address*																		
Auditor's Firm Address*																		
P.O.Box																		
PMB/DTD*																		
House/Building/Flat (Name or House No.)/LMB*																		
Street Name*																		
City*																		
District*																		
Region*																		
Mobile No. *																		
Office No.																		
Consent Letter*	Attach Consent Letter from Auditor																	
(O) Details of Shares and Stated Capital																		
Authorised Shares*																		State clearly the total amount of the proposed Authorized Shares and the Stated Capital All shares are of no par value Also state all the relevant details about the company shares
Stated Capital*	GHC																	
Number of Authorised Shares of Each Class																		
Equity Shares*																		The amount Paid in Cash of Each Class and Amount Remaining to be Paid on Each Class must not exceed stated capital
Preference Shares																	IF ANY	
Number of Issued Shares of Each Class																		
Equity Shares*																		Equity Shares, previously known as Ordinary shares
Preference Shares																	IF ANY	
Amount Paid In Cash of Each Class:																		
Equity Shares*	GHC																	Amount Remaining to be Paid on Each Class must be stated, if it is applicable to the company
Preference Shares	GHC																IF ANY	
Amount Paid Otherwise than in Cash of Each Class																		
EquityShares	GHC																	
Preference Shares	GHC																IF ANY	
Amount Remaining to be Paid on Each Class																		
Equity Shares(Unpaid)	GHC																	
Equity Shares (Due)	GHC																	
Preference Shares (Unpaid)	GHC																	
Preference Shares(Due)	GHC																	

(P) Address and Description of Shareholder - Individual																									
This Section Must Be Filled with or Without a Registered Constitution																				A Shareholder is somebody who agrees to become a member of the company by the taking up shares at the inception of the company					
I/We the undersigned are desirous of forming an incorporated Company in pursuance of this Constitution and we respectively agree to take the number of shares in the Company set opposite our respective names and to pay therefor in cash the consideration respectively stated																									
Shareholder 1					Mr				Mrs				Miss				Ms				Dr				The application for incorporation shall be made by a person: a. Signing a duly completed application for incorporation form or b. signing a duly completed application for incorporation to this form and the constitution of the proposed company (where a registered constitution is preferred) If there are more than two shareholders, additional shareholder forms shall be obtained from our website at www.orc.gov.gh
<i>First Name*</i>																									
<i>Middle Name</i>																									
<i>Last Name*</i>																									
<i>Any Former Name</i>																									
<i>TIN</i>																									
<i>Without TIN</i>					Fill the GRA TIN Form attached																				
<i>Gender*</i>					Male				Female																
<i>Date of Birth*</i>					<i>D</i>	<i>D</i>	<i>M</i>	<i>M</i>	<i>Y</i>	<i>Y</i>	<i>Y</i>	<i>Y</i>													
<i>Place of Birth*</i>																									
<i>Nationality*</i>																									
<i>Occupation*</i>																									
<i>Digital Address*</i>																									
<i>Address*</i>																									
<i>No. of Shares Taken*</i>																									
<i>Consideration Payable in Cash*</i>					GHC																				
<i>Signature*</i>																									
(Q) Address and Description of Shareholder - Individual																									
Shareholder 2					Mr				Mrs				Miss				Ms				Dr				Kindly use the instructions given in section (P)
<i>First Name*</i>																									
<i>Middle Name</i>																									
<i>Last Name*</i>																									
<i>Any Former Name</i>																									
<i>TIN</i>																									
<i>Without TIN</i>					Fill the GRA TIN Form attached																				
<i>Gender*</i>					Male				Female																
<i>Date of Birth*</i>					<i>D</i>	<i>D</i>	<i>M</i>	<i>M</i>	<i>Y</i>	<i>Y</i>	<i>Y</i>	<i>Y</i>													
<i>Place of Birth*</i>																									
<i>Nationality*</i>																									
<i>Occupation*</i>																									
<i>Digital Address*</i>																									
<i>Address*</i>																									
<i>No. of Shares Taken*</i>																									
<i>Consideration Payable in Cash*</i>					GHC																				
<i>Signature*</i>																									

(R)		In Case the Shareholder is a Body Corporate																					
<i>Corporate Name*</i>																							If there are more than one Corporate Shareholders, additional corporate Shareholders' forms shall be obtained from our website at www.orc.gov.gh
<i>Corporate TIN*</i>																							
<i>Digital Address*</i>																							
<i>Corporate Address*</i>																							
<i>H/No. LMB</i>																							
<i>P.O. Box/DTD/PMB*</i>																							
<i>No. of Shares Taken*</i>																							
<i>Consideration Payable in Cash*</i>																							
<i>Name of Person Representing the Corporate Shareholder*</i>																							
<i>TIN of Representative*</i>																							
<i>Signature (Corporate Representative)*</i>																							
<i>Corporate Stamp*</i>																							
Attested by																							
<i>Director*</i>																						For authentication purposes, two officers of the company are to sign their signatures together with a seal or stamp of the company	
<i>TIN</i>																							
<i>Name*</i>																							
<i>Signature*</i>																							
<i>Secretary*</i>																							
<i>TIN</i>																							
<i>Name*</i>																							
<i>Signature*</i>																							
Or in the Alternative																							
<i>Director*</i>																						In the absence of a stamp or a seal of the company, the signature of two directors and a company secretary are needed for authentication purposes	
<i>TIN</i>																							
<i>Name*</i>																							
<i>Signature*</i>																							

Director*	TIN																		
Name*																			
Signature*																			
Secretary*	TIN																		
Name*																			
Signature*																			
(S) Shares In Trust for Minor(s)																			
	Address and Description of Trustee - Individual															Individual or Corporate Bodies that may be holding shares for minors			
TIN*																			
Trustee*	Mr			Mrs			Miss			Ms			Dr						
First Name*																			
Middle Name																			
Any Former Name																			
Last Name*																			
Nationality*																			
Occupation*																			
Digital Address*																			
Address*																			
Declaration*	That I/we hold the Share(s) and all dividends and interests accrued or to accrue on trust for the Owner and I/we undertake to transfer and deal, in all respects, and to pay the Share and any dividends, interest and other benefits thereon and accretions thereto in such manner as the Owner shall from time to time direct.																		
No. of Shares Taken*																			
Consideration Payable in Cash	GHC																		
Name (Minor)*																			
Date of Birth*	<i>D</i>	<i>D</i>	<i>M</i>	<i>M</i>	<i>Y</i>	<i>Y</i>	<i>Y</i>	<i>Y</i>											
Identification Type(ID)																			
ID Reference Number																			
Signature(Trustee)*																			
(T) In Case the Trustee is a Body Corporate																			
Corporate Name*																			
Corporate TIN*																			
Corporate Address*																			
H/No. LMB																			
P.O. Box/DTD/PMB*																			

<i>Corporate Stamp*</i>																		For authentication purposes, two officers of the company are to sign their signatures together with a seal or stamp of the company
Attested by																		
Director*	TIN																	
<i>Name*</i>																		
<i>Signature*</i>																		
Secretary*	TIN																	
<i>Name*</i>																		
<i>Signature*</i>																		
Or in the Alternative																		In the absence of a stamp or a seal of the company, the signature of two directors and a Company Secretary are needed for authentication purposes
Director*	TIN																	
<i>Name*</i>																		
<i>Signature*</i>																		
Director*	TIN																	
<i>Name*</i>																		
<i>Signature*</i>																		
<i>Name*</i>																		
<i>Signature*</i>																		
<i>Declaration*</i>	That the company holds the Share(s) and all dividends and interests accrued or to accrue on trust for the Owner and I/we undertake to transfer and deal, in all respects, and to pay the Share and any dividends, interest and other benefits thereon and accretions thereto in such manner as the Owner shall from time to time direct.																	
<i>No. of Shares Taken*</i>																		
<i>Consideration Payable in Cash*</i>	GHC																	
<i>Name (Minor)*</i>																		
<i>Date of Birth(Minor)*</i>	<i>D</i>	<i>D</i>	<i>M</i>	<i>M</i>	<i>Y</i>	<i>Y</i>	<i>Y</i>	<i>Y</i>										
<i>Identification Type(ID)</i>																		
<i>ID Reference Number</i>																		
(U) Witness to the above Signatures																		
<i>Date*</i>	<i>D</i>	<i>D</i>	<i>M</i>	<i>M</i>	<i>Y</i>	<i>Y</i>	<i>Y</i>	<i>Y</i>										
<i>Full Name*</i>																		
<i>Witness Signature*</i>																		
<i>Address*</i>																		
<i>Occupation*</i>																		

(V) Beneficial Owner(BO)																			
A beneficial owner (or owners) is the individual or natural person who owns, controls, has interest in, or exercises influence over the legal person (or arrangement) or receives substantial benefit from the applicant's activity. A beneficial owner is an individual and cannot be a company.															Section 35 (14) and (15) of Act 992				
SANCTIONS: Failure to disclose is an offence and will attract sanctions and penalties																			
Fill the BO Form attached /Download from website www.orc.gov.gh																			
(W) MSME Details															This is to determine the size of the Company i.e. small scale business, medium scale business or large scale business				
Revenue Envisaged*																			
No. of Employees Envisaged*																			
(X) Business Operating Permit (BOP) Request																			
Apply for BOP Now		Apply for BOP Later					Already have a BOP												
Provide BOP Reference No.																			
Please fill where applicant (Director/Secretary/Shareholder/Trustee) cannot read or write																			
I....., resident of have carefully read over the contents of this form in the language to..... (Name of Person(s)) and the said person appeared to understand same before appending his / her thumbprint to same.															For this section print a copy for each person who cannot sign to thumb print				
THUMB PRINT Signature of the Witness																			
(Y)					For Office Use Only														
Date of Submission of Document*																			
Name of Company Inspector*																			
Filing Date*																			
Signature*																			
Important Information																			
MSME Classification in Ghana																			
Enterprise Category		Employment Size(Permanent s					Turnover					Assets							
Micro		1-5					≤US \$25,000					≤US \$25,000							
Small		6-30					US\$25,001 - US\$1,000,000					US\$25,001 - US\$1,000,000							
Medium		31-100					US\$1,000,001 – US\$3,000,000					US\$1,000,001 – US\$3,000,000							
(An enterprise will be categorized as MSME based on employment size and any other variable.) All amount in USD should be converted into Ghana cedis at Prevailing Bank rate																			
Privacy Notice																			
Collection of Information: We collect personal identifiable information, like names, postal addresses, email addresses, etc., when voluntarily submitted by our customers. The information provided is used to fulfill your specific request. Distribution of Information: This would be done as permitted or required by law / Companies Act 2019 (Act 992) Commitment to Data Security: Your personal identifiable information is kept secure. Only authorized employees, agents and contractors who have agreed to keep information secure and confidential have access to this information.																			

Change Notice		
Every company is required to furnish the Registrar with any change after incorporation e.g. Change of Company Name, Change of Address, Change of Director(s) / Secretary etc.		
Annual Return of a Company Incorporated		
All companies incorporated are to file mandatory Annual Returns after the first eighteen months together with Audited Financial Accounts and subsequently annually at a fee. Late/Non Filing attracts Penalties		
Check List (✓)		
Please make sure you have complied with the following		
The document has been signed at all indicated places		
Registered Constitution, if any		
Attach each Director's Consent Letter and Statutory Declaration		
Company Secretary has required qualification(s)		
Company Secretary has attached Consent Letter		
All supplementary Forms are attached, if any		
Filled BO Form(s) attached, if any		
Attached prospectus (for Public Companies only)		
Filled TIN Form(s), if any		