

ELEVENTH SCHEDULE

COMPANIES (FORMS) RULES

ARRANGEMENT OF RULES

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SCHEDULE — FORMS

ELEVENTH SCHEDULE

(section 324)

COMPANIES (FORMS) RULES**Citation**

1. These Rules may be cited as the Companies (Forms) Rules.

Interpretation

2. In these Rules —

“Act” means the Companies Act.

Forms

3. The forms contained in the Schedule, with such variations and additions as the circumstances of the particular case may require, shall be used for the purposes of the Act and the particulars contained therein are hereby prescribed as the particulars required under the Act.

Certified copy of Charter etc. under section 299

4. (1) A certified copy of the charter, statutes or memorandum and articles of the company, or other instrument constituting or defining the constitution of the company required to be delivered to the Registrar under section 299 in the case of a company incorporated outside Brunei Darussalam in any part of the Commonwealth or in any place where Her Britannic Majesty has jurisdiction, unless incorporated under the laws of a foreign country shall be deemed to be certified as a true copy if in such part of the Commonwealth or place it is —

(a) duly certified as a true copy by an official of the Government to whose custody the original is committed;

(b) duly certified as a true copy by a notary public in such part of the Commonwealth or place; or

(d) duly certified as a true copy on oath by some officer of the company before a Brunei Darussalam Consul or some person having authority to administer an oath as provided by section 3 of the Commissioners for Oaths Act 1889 of the United Kingdom.

ELEVENTH SCHEDULE — *(continued)*

(2) A certified copy of the charter, statutes, or memorandum and articles of the company or other instrument constituting or defining the constitution of the company required to be delivered to the Registrar under section 299 in the case of a company incorporated outside Brunei Darussalam under the laws of a foreign country shall be deemed to be certified as a true copy if in such foreign country it is —

(a) duly certified as a true copy by an official of the Government to whose custody the original is committed, the signature or seal of such official being authenticated by a Brunei Darussalam Consul;

(b) duly certified as a true copy by a notary of such foreign country, the certificate of the notary being authenticated by a Brunei Darussalam Consul; or

(c) duly certified as a true copy on oath by some officer of the company before a Brunei Darussalam Consul.

Time for delivering particulars of alterations under section 301

5. The time within which a return containing the particulars of alterations is to be delivered to the Registrar under section 301 shall be 21 days after the date of making of such alterations or 21 days after the date on which notice thereof could in due course of post and if despatched with due diligence have been received in Bandar Seri Begawan.

Verified or certified copy of charge under sections 80 and 82

6. A copy of the instrument by which a charge is created or evidenced to be delivered to the Registrar under the provisions of sections 80(3) and 82(1) shall be verified or certified to be a true copy under the seal of the company, or under the hand of some person interested therein otherwise than on behalf of the company.

Translations

7. A translation of a charter, statutes of memorandum and articles of association or other instrument constituting or defining the constitution of a company or any account or document required to be delivered to the Registrar of Companies under the Act shall be certified by the person making such translation to be a correct translation and shall be deemed to be certified in the prescribed manner if the person making such translation be certified by the appropriate person hereunder mentioned to be believed by him to be competent to translate it into the English language —

(a) if the translation be made in a foreign country —

a Brunei Darussalam Consul;

ELEVENTH SCHEDULE — *(continued)*

(b) if the translation be made outside Brunei Darussalam or in any part of the Commonwealth or in any place where Her Britannic Majesty had jurisdiction —

any person having authority to administer an oath as provided by section 3 of the Commissioner for Oaths Act 1889 of the United Kingdom;

(c) if the translation be made in Northern Ireland —

(i) a notary public in Northern Ireland; or

(ii) a solicitor of the Supreme Court of Judicature of Northern Ireland;

(d) if the translation be made in Scotland —

(i) a notary public in Scotland; or

(ii) an enrolled Law Agent;

(e) if the translation be made in England —

(i) a notary public in England; or

(ii) a solicitor of the Supreme Court of Judicature in England; and

(f) if the translation be made in Brunei Darussalam —

(i) a Magistrate; or

(ii) a Commissioner of Oaths of Brunei Darussalam.

Provision for particular cases

8. The Registrar may in any particular case, if he thinks fit to do so and upon such conditions as he thinks fit, permit certified copies of translations to be delivered to him though not certified in accordance with the above requirements.

List of forms in the Schedule

FORM NUMBER	RELEVANT SECTION	NATURE OF FORM
I	45(2)	Particulars of a contract relating to shares.
I(F)	80 & 91	Particulars of a mortgage or charge on property in Brunei Darussalam created on or after 1st January 1957, by a company incorporated outside Brunei Darussalam.
II	46(1)(c)(ii) & (d)	Statement of the amount or rate <i>per cent</i> of the commission payable in respect of shares and of the number of shares which persons have agreed for a commission to subscribe absolutely.
II(F)	82 & 91	Particulars of a mortgage or charge subject to which property in Brunei Darussalam has been acquired on or after the 1st January 1957, by a company incorporated outside Brunei Darussalam.
III	55	Notice of increase in nominal capital.
III(F)	301	Return of alteration in the charter, statutes, memorandum or articles of association or other instrument constituting or defining the constitution of a company incorporated outside Brunei Darussalam.
IV	80	Particulars of a mortgage or charge created by a company registered in Brunei Darussalam.
IV(F)	301	Return of alteration in the list of particulars of directors of a company incorporated outside Brunei Darussalam.
V	82	Particulars of a mortgage or charge subject to which property has been acquired on or after 1st January 1957, by a company registered in Brunei Darussalam.
V(F)	301	Return of alteration in the names or addresses of persons resident in Brunei Darussalam authorised to accept service on behalf of a company incorporated outside Brunei Darussalam.

List of forms in the Schedule — (continued)

FORM NUMBER	RELEVANT SECTION	NATURE OF FORM
VI	83(1)	Register of mortgages and charges, and of memoranda of satisfaction.
VII	83(4)	Chronological index of charges entered in the Register.
VIII	94(1)(c)	Declaration that the conditions of section 94(1)(a) and (b) have been complied with.
IX	94(2)(c)	Declaration that the provisions of section 94(2)(b) have been complied with.
X	143	Particulars of directors or managers and of any changes therein.
XI	153(1)	Notice to dissenting shareholders.
XII	286	Receiver or manager's abstract of receipts and payments.

SCHEDULE

(rule 3)

FORMS

FORM I

Fee \$10.00

COMPANIES ACT, CHAPTER 39

Particulars of a contract relating to shares

PURSUANT TO SECTION 45(2)

NOTE — The particulars must be stamped with the same stamp duty as would have been payable if the contract had been reduced to writing

Presented by

Particulars of contract relating to share allotted as fully or partly paid-up otherwise than in cash by

..... Berhad.

<p>(1) The number of shares allotted as fully or partly paid-up otherwise than in cash</p> <p>(2) The nominal amount of each such share</p> <p>(3) The amount to be considered as paid-up on each such share otherwise than in cash</p> <p>(4) If the consideration for the allotment of such shares in services, or any consideration other than that mentioned below in part 5, state the nature of such consideration, and the number of shares so allotted</p> <p>(5) If the allotment is made in satisfaction or part satisfaction of the purchase price or property, give a brief description of such property, and full particulars of the manner in which the purchase price is to be satisfied</p>	<p>\$</p> <p>\$</p> <p>(1) Brief description of property.</p> <p>(2) Purchase price. \$</p> <p>(a) Total amount of consideration \$ as paid on shares allotted otherwise than in cash.</p>
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SCHEDULE

FORM I — (continued)

		<p>(b) Cash.</p> <p>(c) Amount of debt released or liabilities assumed by the purchaser (including mortgages; on property acquired).</p> <p>Total purchase price \$</p>
<p>(6) Give full particulars, in the form of the following table, of the property which is the subject of the sale, showing in detail how the total purchase price is apportioned between the respective heads —</p> <p>Legal estates in freehold property and fixed plant and machinery and other fixtures thereon (a)</p> <p>Legal estates in leasehold property (a)</p> <p>Fixed plant and machinery on leasehold property (including tenant's, trade and other fixtures)</p> <p>Equitable interests in freehold or leasehold property (a)</p> <p>Loose plant and machinery, stock-in trade, and other chattels (b)</p> <p>Good will and benefit of contracts</p> <p>Patents, designs, trade marks, licences, copyrights etc.</p> <p>Book and other debts</p> <p>Cash in hand and at bank on current account, bills, notes etc.</p> <p>Cash on deposit at bank or elsewhere</p> <p>Shares, debentures and other investments</p> <p>Other property, viz.</p>	<p>=====</p> <p>_____</p> <p>\$</p> <p>=====</p>	

SCHEDULE

FORM I — (continued)

(Signature)

(State whether Director or Manager or Secretary)

Dated the day of, 20

(a) Where such properties are sold subject to mortgage, the gross value should be shown.

(b) No plant and machinery which was not in an actual state of severance on the date of the sale-should be included under this head.

SCHEDULE — (continued)

FORM I(F)

Fee \$25.00

COMPANIES ACT, CHAPTER 39

Particulars of a mortgage or charge on property in Brunei Darussalam created on or after the 1st January 1957, by a company incorporated outside Brunei Darussalam

PURSUANT TO SECTIONS 80 AND 91

Presented by

Particulars of a mortgage or charge created by

 a company incorporated in (a) and which
 has established a place of business in Brunei Darussalam at

Date and description of the instrument creating or evidencing the mortgage or charge (b)	Amount secured by mortgage or charge	Short particulars of the property mortgaged or charged	Names, addresses and descriptions of the mortgagees or persons entitled to the charge	Amount or rate <i>per cent</i> of the commission, allowance or discount (if any) paid or made either directly or indirectly by the Company to any person in consideration of his subscribing or agreeing to subscribe whether absolutely or conditionally procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the debentures included in this return (c)

Signature of the persons authorised under section 299(c) of the Companies Act, or of some other person in Brunei Darussalam duly authorised by the Company. }

Dated the day of 20

- (a) Country of origin.
- (b) A description of the instrument, e.g. “trust deed”, “mortgage”, “debenture” etc. as the case may be, should be given.
- (c) The rate of interest payable under the terms of the debentures should not be entered.

SCHEDULE — (continued)

FORM II

Fee \$10.00

COMPANIES ACT, CHAPTER 39

Statement of the amount or rate per cent of the commission payable in respect of shares and of the number of shares which persons have agreed for a commission to subscribe absolutely

PURSUANT TO SECTION 46(1)(c)(ii) AND (d)

Presented by

Name of company Berhad

Article of association authorising commission

..... No.

Particulars of amount payable as commission for subscribing, or agreeing to subscribe, or for procuring or agreeing to procure, subscriptions for any shares in the company; or } \$

Rate of such commission Rate per cent

Date or circular or notice (if any), not being a prospectus, inviting subscriptions for the shares and disclosing the amount or rate of the commission } Date

Number of shares which persons have agreed for a commission to subscribe absolutely No.

(Signature of all directors or of their agents authorised in writing) [.....]

Dated this day of, 20

SCHEDULE — (continued)

FORM II(F)

Fee \$25.00

COMPANIES ACT, CHAPTER 39

Particulars of a mortgage or charge subject to which property in Brunei Darussalam has been acquired on or after the 1st January 1957, by a company incorporated outside Brunei Darussalam

PURSUANT TO SECTIONS 82 AND 91

Presented by

Particulars of a mortgage or charge subject to which property in Brunei Darussalam has been acquired by

a company incorporated in (a) and which has established a place of business in Brunei Darussalam at

1	2	3	4	5
Date and description of the instrument creating or evidencing the mortgage or charge (b)	Date of the acquisition of the property	Amount secured by the mortgage or charge	Short particulars of the property mortgaged or charged	Names, addresses and descriptions of the mortgagees or persons entitled to the charge

SCHEDULE

FORM II(F) — (continued)

Signature of the persons authorised
under section 299(c) of the
Companies Act, or of some other
person in Brunei Darussalam duly
authorised by the Company }
}
}

Dated the day of, 20

(a) Country of origin.

(b) A description of the instrument, e.g. “trust deed”, “mortgage”, “debenture”, etc., as the case may be, should be given.

A copy of the instrument certified as prescribed in paragraph 5 of these Rules, must be delivered with these particulars.

SCHEDULE — (continued)

FORM III

Fee \$10.00

COMPANIES ACT, CHAPTER 39

Notice of increase in nominal capital

PURSUANT TO SECTION 55

Presented by

.....

To the REGISTRAR OF COMPANIES

.....

..... Company

hereby gives you notice pursuant to section 55 of the Companies Act, that by (a) resolution of the Company dated day of, 20, the nominal capital of the Company has been increased by the addition thereto of the sum of \$ beyond the registered capital of \$

The additional capital is divided as follows —

Number of shares	Class of share	Nominal amount of each share

The conditions (e.g. voting rights, dividends, etc.) subject to which the new shares have been or are to be issued are as follows —

(If any of the new shares are preference shares state whether they are redeemable or not).

Signature

(State whether Director or Manager or Secretary)

Dated the day of, 20

(a) “ordinary”, “extraordinary” or “special”.

SCHEDULE — (continued)

FORM III(F)

Fee \$10.00

COMPANIES ACT, CHAPTER 39

Return of alteration in the charter, statutes, memorandum or articles of association or other instrument constituting or defining the constitution of a company incorporated outside Brunei Darussalam

PURSUANT TO SECTION 301

Presented by

Return of alteration in the (a) constituting
or defining the constitution of
.....
a company incorporated in (b)
and which has established a place of business in Brunei Darussalam at

(c) Certified copy of alteration or certified copy of new deed, if one has been executed, and certified translation of alteration or deed must accompany this return and be shortly referred to here.

Signature of the persons authorised under section 299(c) of the Companies Act, or of some other person in Brunei Darussalam duly authorised by the Company.]

Dated the day of, 20

- (a) "charter", "statutes", "memorandum or articles of association" or other instrument, as the case may be.
- (b) Country of origin.
- (c) The copy and translation (if any) must be certified in the manner prescribed in paragraphs 3 and 6 of these Rules.

SCHEDULE — (continued)

FORM IV

Fee \$25.00

COMPANIES ACT, CHAPTER 39

Particulars of a mortgage or charge created by a company registered in Brunei Darussalam

PURSUANT TO SECTION 80

Presented by

.....

Particulars of a mortgage or charge created by

.....

..... Berhad.

1 Date and description of the instrument creating or evidencing the mortgage or charge (a)	2 Amount secured by the mortgage or charge	3 Short particulars of the property mortgaged or charged	4 Names, addresses and descriptions of the mortgagees or persons entitled to the charge	5 Amount or rate <i>per cent</i> of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to the person in consideration of his subscribing or agreeing to subscribe whether absolutely or conditionally, or procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the debentures included in this return (b)

(Signature)

(Designation of position in relation to the company)

Dated the day of, 20

(a) A description of the instrument, e.g. “trust deed”, “mortgage”, “debenture”, etc., as the case may be, should be given.

(b) The rate of interest payable under the terms of the debentures should not be entered.

SCHEDULE — (continued)

FORM IV(F)

Fee \$10.00

COMPANIES ACT, CHAPTER 39

Return of alteration in the list or particulars of directors of the company incorporated outside Brunei Darussalam

PURSUANT TO SECTION 309

Presented by

Return of alteration in the list or particulars of directors (a)
 of
 a company incorporated in (b) and which has
 established a place of business in Brunei Darussalam at

The present name or names (c)	Any former name or names	Nationality	Nationality of origin (if other than the present nationality)	Usual residential address	Other business occupation or directorships if any if none, state so (d)	Remarks as to the alteration (e)

Signature of the persons authorised under section 299(c) of the Companies Act, or of some other person in Brunei Darussalam duly authorised by the Company. }

Dated the day of, 20

(a) "director" includes any person who occupies the position of a director by whatever name called, and any person in accordance with whose directions or instructions the directors of a company are accustomed to act.

(b) Country of origin.

(c) In the case of a corporation its corporate name and registered or principal office should be shown.

(d) In the case of an individual who has no business occupation but holds any other directorship or directorships, particulars of that directorship or of some one of those directorships must be entered.

(e) A complete list of the directors or managers shown as existing in the last return should always be given. A note of the changes since the last list was filed should be made in this column, e.g. by placing against a new director's name the words "in place of" and by writing against any former director's name the words "dead", "resigned" or, as the case may be.

SCHEDULE — (continued)

FORM V

Fee \$25.00

COMPANIES ACT, CHAPTER 39

Particulars of a mortgage or charge subject to which property has been acquired on or after 1st January 1957, by a Company registered in Brunei Darussalam

PURSUANT TO SECTION 82

Presented by

.....

Particulars of a mortgage or charge subject to which property has been acquired on or after 1st January, 1957, by.....

..... Berhad.

1 Date and description of the instrument creating or evidencing the mortgage or charge (a)	2 Date of the acquisition of the property	3 Amount owing on security of mortgage or charge	4 Short particulars of the property mortgaged or charged	5 Names, addresses and descriptions of the mortgagees or persons entitled to the charge

(Signature)

(Designation of position in relation to the company)

Dated the day of, 20

(a) A description of the instrument, e.g. "trust deed", "mortgage", "debenture" etc. as the case may be, should be given.

A copy of the instrument, certified as prescribed in paragraph 5 of these Rules, must be delivered with these particulars.

SCHEDULE — (continued)

FORM V(F)

Fee \$25.00

COMPANIES ACT, CHAPTER 39

Return of alteration in the list or particulars of directors of the company incorporated outside of Brunei Darussalam

PURSUANT TO SECTION 301

Presented by

.....

Return of alteration in the names or address of the persons resident in Brunei Darussalam authorised to accept on behalf of the company service of process and process and any notices required to be served on

.....

a company incorporated in (a)

and which has established a place of business in Brunei Darussalam at

.....

The following are the particulars of such alteration(s).

(State full name and address of any newly appointed authorised person)

.....

.....

.....

.....

Signature of the persons authorised under section 299(c) of the Companies Act, or of some other person in Brunei Darussalam duly authorised by the company.

}
}
}

Dated the day of, 20

(a) Country of origin.

SCHEDULE — (continued)

FORM VI

(section 83(1))

Register of Mortgages and Charges and of Memoranda of Satisfaction of
 Berhad.

1	2	3	3A	4	5	6	7					12	13	14			
							Particulars relating to the issues of debentures of the series								Memoranda of Satisfaction Amount	Amount of rate <i>per cent</i> of the commission, allowance, or discount	REMARKS Name and date appointment of receiver or manager and date of his ceasing to act
							Date and amount of each issue of the series		8	9	10						
Date	Amount	Dates of the resolutions authorising the issue of the series	Date of the covering deed	General description of the property charged	Names of the trustees for the debenture holders												

SCHEDULE — (continued)

FORM VII

Chronological index of charges entered in the Register
(section 83(4))

Date of registration	Serial No. of charge in this index	Folio in register	Name of company	Amount of mortgage or charge	Date of trust deed	Debentures		By whom registered	Remarks
						First issue	Further issue		

SCHEDULE — (continued)

FORM VIII

Fee \$10.00

COMPANIES ACT, CHAPTER 39

Declaration that the conditions of section 94(1)(a) and (b) of the Companies Act, have been complied with

PURSUANT TO SECTION 94(1)(c)

To be used by a company which issued a prospectus on or with reference to its formation.

Presented by

I
of

being (a)
of Berhad,

do solemnly and sincerely declare —

That the amount of the share capital of the company offered to the public for subscription is \$

That the amount stated in the prospectus as the minimum amount which in the opinion of the directors must be raised by the issue of share capital in order to provide for the matters specified in paragraph 5 Part I of the Third Schedule to the Companies Act, is \$

That shares held subject to the payment of the whole amount thereof in cash have been allotted to the amount of \$

That every director of the company has paid to the company on each of the shares taken or contracted to be taken by him and for which he is liable to pay in cash, a proportion equal to the proportion payable on application and allotment on the shares offered for public subscription.

And I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act.

SCHEDULE

FORM VIII — (continued)

Declared at
.....
the day of
....., 20
before me
A Magistrate (*b*)

}
}

(a) "The secretary" or "a director".

(b) or the Chief Registrar or a Deputy Registrar of the Supreme Court.

SCHEDULE — (continued)

FORM IX

Fee \$10.00

COMPANIES ACT, CHAPTER 39

Declaration that the provisions of section 94(2)(b), of the Companies Act, have been complied with

PURSUANT TO SECTION 94(2)(c)

To be used by a company which has delivered to the Registrar of Companies a statement *in lieu* of prospectus.

Presented by

I
of
being (a)
of Berhad,
do solemnly and sincerely declare —

That every director of the company has paid to the company on each of the shares taken or contracted to be taken by him and for which he is liable to pay in cash, a proportion equal to the proportion payable on application and allotment on the shares payable in cash.

And I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act.

Declared at
.....
the day of
....., 20
before me
A Magistrate (b)

(a) "The secretary" or "a director".

(b) or the Chief Registrar or a Deputy Registrar of the Supreme Court.

SCHEDULE — (continued)

FORM X

Fee \$10.00

COMPANIES ACT, CHAPTER 39

Particulars of directors or managers and of any changes therein

PURSUANT TO SECTION 143

Presented by

.....

Particulars of the directors or managers (a) of

.....

..... company, and of any changes therein.

The present name or names and identification number [S 62/ 2014] (b)	Any former name or names	Nationality	Nationality of origin (if other than the present nationality)	Usual residential address	Other business occupation or directorships if any. If none, state so (c)	Changes (d)

(Signature)

(State whether director or manager or secretary)

Dated the day of, 20.....

SCHEDULE — *(continued)*

(a) “director” includes any person who occupies the position of a director by whatever name called, and any person in accordance with whose directions or instruction the directors of a company are accustomed to act.

(b) In the case of a corporation in corporate name and registered or principal office should be shown. In the case of foreign directors, the Brunei National Registration number and passport number should be entered after the name of each director.

[S 62/2014]

(c) In the case of an individual who has no business occupation but holds any other directorship or directorships, particulars of the directorship or of some one of those directorships must be entered.

(d) A complete list of the directors or managers shown as existing in the last particulars should always be given. A note of the changes since the last list was filed should be made in this column, e.g., by placing against a new director’s name the words “in place of ” and by writing against any former director’s name the words “dead”, “resigned” or, as the case may be.

SCHEDULE — (continued)

FORM XI

COMPANIES ACT, CHAPTER 39

Notice to dissenting shareholders

PURSUANT TO SECTION 153(1)

re (a) Berhad.

Notice by (b) Berhad.

To (c)

Whereas on the day of, 20 (b) made an offer to all the holders of (d) shares in (a) (state shortly the nature of the offer) and whereas up to the day of, 20, being a date within 4 months of the date of the making thereof such offer was approved by the holders of not less the nine-tenths in value of the (d) shares in the said company.

Now therefore the said (b) in pursuance of the provisions of section 153 of the Companies Act, hereby gives you notice that the said (b) desires to acquire the (d) shares in the said (a) held by you.

And further take notice that unless upon an application made to the Court by you the said (c) on or before the day of, 20 being one month from the date of this notice, the Court thinks fit to order otherwise, the said (b) will be entitled and bound to acquire the (d)

SCHEDULE

FORM XI — *(continued)*

shares held by you in the said (a)
 on the terms of the above-mentioned offer approved by the approving (d)
 shareholders in the said company.

(Signature)

for (b)

(State whether Director or Manager or Secretary)

Dated the day of, 20

(a) Name of transferor company.

(b) Name of transferee company.

(c) Name and address of dissenting shareholder.

(d) If the offer is limited to a certain class or classes of shareholders insert particulars of the shares.

SCHEDULE — (continued)

FORM XII

Fee \$10.00

COMPANIES ACT, CHAPTER 39

Receiver or manager's abstract of receipts and payments

PURSUANT TO SECTION 286

Name of company

Name and address of receiver or manager

Date and description of security containing the powers under which receiver or manager is appointed {

Period covered by the abstract { From
To

Presented by
.....

ABSTRACT

RECEIPTS	PAYMENT
<i>Brought forward</i> \$	<i>Brought forward</i> \$
	(The receipts and payments must severally be added up at the foot of each sheet and the totals carried forward from one abstracts to another without any intermediate balance so that the gross totals shall represent the total amounts received and paid by the receiver or manager since the date of appointment).
<i>Carried forward</i> \$	<i>Carried forward</i> \$

(Signature)

Dated the day of, 20