Form 38

(Regulation 39)

(In typescript and completed in duplicate)



**THE PATENTS AND COMPANIES REGISTRATION AGENCY**

**The Companies Act, 2017**

**(Act No. 10 of 2017)**

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**The Companies (Prescribed Forms) Regulations, 2018**

***(Sections 299)***

***Available at*** [***www.pacra.org.zm***](http://www.pacra.org.zm)

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| **APPLICATION FOR REGISTRATION AS A FOREIGN COMPANY** |
| **PART A****COMPANY DETAILS IN ZAMBIA** |
|  | Type of Company*Select one type of Company by marking with “X”* | Private Company Limited By Shares  |  | *Ensure that the members of the company understand the kind of company being incorporated and the liability it carries* |
| Private Company Limited By Guarantee |  |
| Public Limited Company |  |
| Unlimited Private Company |  |
|  | Company Name*Ensure that the name is captured exactly as approved by Company Registry and has not expired* |  |  |
|  | Whether Articles Restrict Nature of Business*Mark with “X”* *As Appropriate* |  |  |
| NO |  | YES |  |  |  |
|  |  |
|  | Principal Business Activity |  | *Business activity to be classified in accordance with the ISIC Classification. A full list of the trade classification codes is available on our website: www.pacra.org.zm* |
|  | Other Business Activities |  |
|  | Accompanying Documents | CERTIFIED COPY OF ARTICLES OF ASSOCIATION |  | *Mark with an “x” and Attach whichever document is applicable* |
| CERTIFIED COPY OF MEMORANDUM OF ASSOCIATION |  |
| CERTIFIED COPY OF THE CHARTER, STATUTES, REGULATIONS |  |
| COPY OF THE CERTIFICATE OF INCORPORATION FROM THE COUNTRY OF ORIGIN |  |
| INSTRUMENT CREATING OR EVIDENCING A CHARGE IN ZAMBIA *(If Any)* |  |
| ANY OTHER INSTRUMENT CONSTITUTING THE ENTITY |  |
|  | Type Of Articles*Mark With “X”* *As Appropriate* |  |  |
| STANDARD |  | NON-STANDARD |  |  |  |
|  |  |
|  | Physical Address*State the registered office of the Company* | *Plot/House/ Village* |  |  |
| *Street* |  |
| *Area* |  |
| *Town* |  |
| *Province* |  |
|  | Postal Address*State the notification address of the Company* | *Post Box* |  |  |
| *Area* |  |
| *Town* |  |
| *Province* |  |
|  | Phone Number*Include the international code (e.g. +260 for Zambia)* | *Mobile* |  |  |
| *Landline* |  |
|  | Email Address |  |  |
|  | Particulars of all charges on any property in Zambia *Specify details of the charge. If no charge was acquired, a statement must be written to that effect.* |  |  |
|  | Date when charge was created*Property in Zambia acquired**by the company must not have been acquired less than fourteen days before the lodgement of the application* |  |  |
|  | Total amount secured by the charge*Where applicable* |  |  |
|  | Date of Acquisition of Mortgage or Charge *Where applicable* |  |  |
|  | Type of Property Mortgaged or Charged*Select type of property by marking with “X”)* | LAND |  | *Where applicable* |
| BUILDINGS |  |
| OTHER |  |
| OTHER *(Specify)* |
|  | Description of Instrument creating or evidencing the Mortgage |  | *Where applicable* |
|  | Title Deed Number |  | *Where applicable* |
|  | Short particulars of all the property mortgaged |  | *Where applicable* |
|  | Nominal Capital or Guaranteed Amount*Nominal Capital or Guaranteed amount must not be less than the prescribed minimum* |  |  |
|  | Class of Shares*If other indicate the specific class of shares.* | ORDINARY | PREFERENTIAL | OTHER | *Not applicable to companies limited by guarantee* |
|  | Number of Shares |  |  |  |
|  | Par Value |  |  |  |
|  | Number of paid up shares |  |  |  |  |
|  | Number of unpaid shares |  |  |  |
|  | Amount paid/payable in cash |  |  |  |  |
|  | Amount paid/payable other than in cash |  |  |  |
|  | Financial Year End*The financial year end must not be more than 15 months from the date of incorporation* |  |  |
|  | Pledged Investment Amount *In case of* *Foreign Investors, state the amount and period for pledged investment* |  |  |
| **PART B****PARTICULARS OF DOCUMENTARY AGENT**  |
|  | First Name |  |  |
| Surname |  |
| Gender |  |
| Date of Birth |  |
| Nationality |  |  |
| Identity TypeFor Zambians: *NRC* For non-Zambians: *NRC/Passport/ Driver’s Licence/Resident Permit* |  |  |
| Identity Number |  |
| Name of Body Corporate *Where applicant is a Body Corporate* |  |  |
| Nature of Body Corporate*Where applicant is a Body Corporate, indicate whether applicant is a Company, Co-operative, Trust, Society, Etc.* |  |
| Registration Number, Date and Country of Incorporation of Body Corporate*Where applicant is a Body Corporate* |  |  |
| Phone Number | *Mobile* |  |  |
| *Landline* |  |
| Email Address |  |  |
| Physical Address | *Plot/House/ Village* |  |  |
| *Street* |  |
| *Area* |  |
| *Town* |  |
| *Province* |  |
| *Country* |  |
|  | ACCEPTANCE OF APPOINTMENT AS DOCUMENTARY AGENTI/We, whose names and particulars appear above, accept to be appointed as Documentary Agent for this Company: Signature: Date: |
| **PART C****PARTICULARS OF LOCAL DIRECTORS** *Note: Minimum of one local director*  |
| **PARTICULARS OF DIRECTOR** |  |
|  | First Name |  |  |
| Surname |  |
| Gender |  |
| Date of Birth |  |
| Nationality |  |  |
| Identity TypeFor Zambians: *NRC* For non-Zambians: *NRC/Passport/ Driver’s Licence/Resident Permit* |  |  |
| Identity Number |  |
| Phone Number*Include the international code (e.g. +260 for Zambia)* | *Mobile* |  |
| *Landline* |  |
| Email Address |  |  |
| Physical Address | *Plot/House/ Village* |  |  |
| *Street* |  |
| *Area* |  |
| *Town* |  |
| *Province* |  |
| *Country* |  |
|  | DECLARATION FOR CONSENT TO ACT AS DIRECTOR*:*I, whose names and particulars appear above, consent to act as director for the above mentioned company: Signature: Date: |
| *Continue with Part C to add more directors* |
| **PART D****DETAILS OF COMPANY IN THE COUNTRY OF ORIGIN** |
|  | Company Name |  |  |
|  | Type of Company*Select one type of Company by marking with “X”* | Private Company Limited By Shares  |  | *The type of company should be as obtaining in the country of origin* |
| Private Company Limited By Guarantee |  |
| Public Limited Company |  |
| Unlimited Private Company |  |
| Other *(Specify)* |  |
|  | Country of Incorporation  |  |  |
|  | Date of Incorporation |  |  |
|  | Principal Business Activity |  | *Business activity to be classified in accordance with the ISIC Classification. A full list of the trade classification codes is available on our website: www.pacra.org.zm* |
|  | Other Business Activities |  |
|  | Whether Articles Restrict Nature of Business*Mark with “X”* *As Appropriate* |  |  |
| NO |  | YES |  |  |  |
|  |  |
|  | Physical Address*State the registered office of the Company* | *Plot/House/ Village* |  |  |
| *Street* |  |
| *Area* |  |
| *Town* |  |
| *Province* |  |
|  | Postal Address*State the notification address of the Company* | *Post Box* |  |  |
| *Area* |  |
| *Town* |  |
| *Province* |  |
|  | Phone Number*Include the international code (e.g. +260 for Zambia)* | *Mobile* |  |  |
| *Landline* |  |
|  | Email Address |  |  |
|  | Nominal Capital or Guaranteed Amount*Nominal Capital or Guaranteed amount must not be less than the prescribed minimum* |  |  |
|  | Class of Shares*If other indicate the specific class of shares.* | ORDINARY | PREFERENTIAL | OTHER | *Not applicable to companies limited by guarantee* |
|  | Number of Shares |  |  |  |
|  | Par Value |  |  |  |
|  | Number of Shares Issued Other Than For Cash |  |  |  |
|  | Financial Year End |  |  |
| **PART E****BENEFICIAL OWNERSHIP IN COUNTRY OF ORIGIN** |
| **PARTICULARS OF BENEFICIAL OWNERSHIP** |  |
|  | First Name |  |  |
| Surname |  |
| Gender |  |
| Date of Birth |  |
| Nationality |  |  |
| Identity TypeFor Zambians: *NRC* For non-Zambians: *NRC/Passport/ Driver’s Licence/Resident Permit* |  |  |
| Identity Number |  |
| Occupation |  |  |
| Name of Body Corporate *Where applicant is a Body Corporate* |  |  |
| Nature of Body Corporate*Where applicant is a Body Corporate, indicate whether applicant is a Company, Co-operative, Trust, Society, Etc.* |  |  |
| Registration Number, Date and Country of Incorporation of Body Corporate*Where applicant is a Body Corporate* |  |  |
| Phone Number | *Mobile* |  |  |
| *Landline* |  |
| Email Address |  |  |
| Physical/ Registered Office Address | *Plot/House/ Village* |  |  |
| *Street* |  |
| *Area* |  |
| *Town* |  |
| *Province* |  |
| *Country* |  |
| **DIRECTOR/TRUSTEE OF BODY CORPORATE** |
|  | *No* | *First Name:* | *Surname:* | *Identity Number:* | *Date Appointed:* |
| *1* |  |  |  |  |
| *2* |  |  |  |  |
| *3* |  |  |  |  |
| *4* |  |  |  |  |
| **SHAREHOLDER/SETTLER OF BODY CORPORATE** |
|  | *No* | *First Name:* | *Surname:* | *Identity Number:* | *Number of Shares:* | *Class of Shares:* | *Number of Paid Up Shares:* |
| *1* |  |  |  |  |  |  |
| *2* |  |  |  |  |  |  |
| *3* |  |  |  |  |  |  |
| *4* |  |  |  |  |  |  |
| **BENEFICIAL OWNER/BENEFICIARY OF BODY CORPORATE** |
|  | *No* | *First Name:* | *Surname:* | *Identity Number:* | *Nature of Interest* |
| *1* |  |  |  |  |
| *2* |  |  |  |  |
| *3* |  |  |  |  |
| *4* |  |  |  |  |
|  | Number of Shares (if any) |  |  |
| Class of Shares (if any) |  |
| Nature of Beneficial Ownership*Briefly explain the nature of beneficial ownership (whether trust, legal arrangement etc.) including how ownership control or economic interest is maintained* |  |
| Date when beneficial interest was acquired |  |
| If beneficial owner is politically exposed person (PEP) as defined in the Financial Intelligence Act No. 46 of 2010, provide details (e.g. position held) |  |
| **PART F****PARTICULARS OF PERSON LODGING APPLICATION** |
|  | First Name |  |  |
|  | Surname |  |
|  | Gender |  |
|  | Date of Birth |  |
|  | Nationality |  |  |
|  | Identity TypeFor Zambians: *NRC* For non-Zambians: *NRC/Passport/ Driver’s Licence/Resident Permit* |  |  |
|  | Identity Number |  |
|  | Phone Number | *Mobile* |  |
| *Landline* |  |
|  | Email Address |  |  |
|  | Physical Address | *Plot/House/ Village* |  |  |
| *Street* |  |
| *Area* |  |
| *Town* |  |
| *Province* |  |
| *Country* |  |
|  | Signature: Date: |
| *This form must be accompanied by the documents specified under section 299(4)* |