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L.N. 440 of 2010

**CIVIL CODE
(CAP. 16)**

**Civil Code (Second Schedule) (Notifications and
Forms) (Amendment) Regulations, 2010**

BY VIRTUE of the powers conferred by article 24 of the Second Schedule of the Civil Code, the Minister responsible for Justice, has made the following regulations:

Title. **1.** The title of these regulations is the Civil Code (Second Schedule) (Notifications and Forms) (Amendment) Regulations, 2010 and these regulations shall be read and construed as one with the Civil Code (Second Schedule) (Notifications and Forms) Regulations, hereinafter referred to as "the principal regulations".

S.L. 16.08.

Substitutes regulation 5 of the principal regulations. **2.** Regulation 5 of the principal regulations shall be substituted by the following:

"5. (1) It shall be the duty of the administrators of an organisation to notify the Registrar for Legal Persons within fourteen days from the date of any amendment made to the statute of the organisation.

(2) Where the statute is amended, the persons amending the statute shall also approve a consolidated version of the statute, whether such amendments are done by resolution, private writing or by notarial deed.

(3) The administrators shall be bound to deliver to the Registrar for Legal Persons a copy of:

(a) the amending document authenticated by one administrator, when made by resolution or private writing; or

(b) the amending document authenticated by a Notary when made by notarial deed; and

(c) the consolidated version of the statute, duly authenticated by a notary when it forms part of a notarial deed and by an administrator in any other case.

(4) Third parties are entitled to rely on the

consolidated version of the statute delivered to the Registrar of Legal Persons at any time and the responsibility for ensuring that the consolidated version is correct, complete and in full compliance with the Schedule and any applicable law shall lie with the administrators of the organisation."

3. In regulation 6 of the principal regulations the words "registered office" shall be substituted by the words "registered address".

Amends regulation 6 of the principal regulations.

4. Regulation 9 of the principal regulations shall be amended as follows:

Amends regulation 9 of the principal regulations.

(a) in sub-regulation (4)(a) the words "the cell has by a majority of the administrators" shall be substituted by the words "the organisation has by a majority of the administrators"; and

(b) in sub-regulation (4)(b) the words "the cell shall be wound up by on order of the Court" shall be substituted by the words "a cell shall be wound up on order of the Court".

5. Regulation 11 of the principal regulations shall be amended as follows:

Amends regulation 11 of the principal regulations.

(a) in sub-regulation (2) immediately after the words "shall be submitted to the Registrar for Legal Persons for registration" there shall be added the words "by filing the prescribed form"; and

(b) in sub-regulation (5) the word "account" shall be substituted by the word "statement".

6. In Form A of the Schedule to the principal regulations, immediately after the words "an original or authenticated copy of the constitutive deed or statute," there shall be added the words "or in the case of a foundation created by a will, an extract of the relevant part, duly authenticated,".

Amends Form A of the Schedule to the principal regulations.

7. Form B of the Schedule annexed to the principal Regulations shall be substituted by a new Form B in the Schedule to these regulations.

Substitutes Form B of the Schedule to the principal regulations.

8. In Form C of the Schedule to the principal regulations, above the words "*Notice of changes of the local representative of a Foreign or International Organisation*" there shall be added the words "*No. of Organisation*".

Amends Form C of the Schedule to the principal regulations.

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Amends Form D of the Schedule to the principal regulations.

9. In Form D of the Schedule to the principal regulations:

(a) above the words "*Notice of changes of the officer(s) of a Foreign or International Organisation or of its registered address in Malta*" there shall be added the words "*No. of Organisation*";

(b) the words "has been appointed as administrator(s) / treasurer(s) / secretary / *" shall be substituted by the words "has been appointed as administrator(s) / treasurer(s) / secretary / (b) *"; and

(c) the words "registered office" shall be substituted by the words "registered address".

Amends Form E of the Schedule to the principal regulations.

10. In Form E of the Schedule to the principal regulations:

(a) the words "Notice of change in registered office of an organisation" shall be substituted by the words "Notice of change in registered address of an organisation"; and

(b) the words "it has changed its registered office" shall be substituted by the words "it has changed its registered address".

Amends Form F of the Schedule to the principal regulations.

11. In Form F of the Schedule to the principal regulations the words "Pursuant to article 29(6), 35(4)" shall be substituted by the words "Pursuant to article 35(4), 53(2)".

Amends Form G of the Schedule to the principal regulations.

12. In Form G of the Schedule to the principal regulations the words "I am not willing / unable to act*" shall be substituted by the words "I am not willing / unable* to act".

Amends Form H of the Schedule to the principal regulations.

13. In Form H of the Schedule to the principal regulations:

(a) the words "*Notification of appointment of a judicial representative for organisations which do not have any administrator ordinarily resident in Malta*" shall be substituted by the words "*Notification of appointment of a local representative for organisations which do not have any administrator ordinarily resident in Malta*";

(b) the words "ordinary resident" shall be substituted by the words "ordinarily resident"; and

(c) the words "*Delete as applicable" shall be added at the end of the form.

- 14.** In Form I of the Schedule to the principal regulations:
- (a) the words "*Notification of changes of judicial representative for organisations which do not have any administrator ordinarily resident in Malta*" shall be substituted by the words "*Notification of changes of local representative for organisations which do not have any administrator ordinarily resident in Malta*";
- (b) the words "Pursuant to article 12(5)" shall be substituted by the words "Pursuant to articles 12(5)/49(2)(i)"; and
- (c) the words "ordinary resident" shall be substituted by the words "ordinarily resident".
- 15.** In Form J of the Schedule to the principal regulations:
- (a) immediately after the words "legal representative of the Organisation" there shall be inserted "(b)....." and the words "State name and residence of the current legal representative" at the end of the form shall be renumbered as (b); and
- (b) the words in sub-paragraph (a) at the bottom of the form shall be substituted by the words "State date when new appointment made".
- 16.** In Form L of the Schedule to the principal regulations the words "in terms of the said Code" shall be substituted by the words "in accordance with article 47(2) of the Second Schedule to the Civil Code".
- 17.** In Form M of the Schedule to the principal regulations, the words "dated (a) for the voluntary winding up" shall be substituted by the words "dated (a) for its voluntary winding up".
- 18.** In Form N of the Schedule to the principal regulations, the words "as Administrator of" shall be substituted by the words "as Administrator of the Organisation".
- 19.** In Form P of the Schedule to the principal regulations, immediately after the words "in accordance with article 64(1)" there shall be added the words "of the Second Schedule to the Civil Code".
- 20.** In Form S of the Schedule to the principal regulations:
- (a) immediately after the words "being the

Amends Form I of the Schedule to the principal regulations.

Amends Form J of the Schedule to the principal regulations.

Amends Form L of the Schedule to the principal regulations.

Amends Form M of the Schedule to the principal regulations.

Amends Form N of the Schedule to the principal regulations.

Amends Form P of the Schedule to the principal regulations.

Amends Form S of the Schedule to the principal regulations.

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Administrator(s)" there shall be added the words "or Liquidator(s)*";

(b) the words "*The Administrator/Legal representative*" shall be substituted by the words "*The Administrator/Liquidator**"; and

(c) at the end of the form, there shall be added the words "*Delete as applicable".

Amends Form U of the Schedule to the principal regulations.

21. In Form U of the Schedule to the principal regulations, immediately after the words "Name of Organisation (the "Organisation")" there shall be added the words:

"Name of Cell (the "Cell")".

Amends Form W of the Schedule to the principal regulations.

22. In Form W of the Schedule to the principal regulations:

(a) the words "(a) State name of Administrator" at the end of the Form shall be substituted by the words "State name and residence of the Administrator"; and

(b) the words "(b) State residence of Administrator" shall be substituted by the words "State name of Cell".

Amends Form BB of the Schedule to the principal regulations.

23. In Form BB of the Schedule to the principal regulations:

(a) the words "and will continue as an Organisation" shall be substituted by the words "and will continue as an organisation"; and

(b) before the word "Name:", there shall be inserted the letter "(b)".

Amends Form DD of the Schedule to the principal regulations.

24. In Form DD of the Schedule to the principal regulations, the words "an inventory" shall be substituted by the words "an inventory*".

SCHEDULE

"Form B
CIVIL CODE, SECOND SCHEDULE
(CAP. 16)

*Notice of registration of a Foreign or International Organisation
and appointment of local representative*

Pursuant to article 2(4) of the Second Schedule, Civil Code and regulation 7 of the Civil Code (Second Schedule) (Notifications and Forms) Regulations

Name of Organisation (the "Organisation")

Delivered by

.....
.....

To the Registrar for Legal Persons:

The Organisation duly registered or established under the laws of (a) bearing registration number (b)..... and having a registered office at (c) hereby gives notice that it will commence its activities in Malta on a regular basis as from (d) and will operate from (e)

The Organisation also gives notice that in accordance with regulation 7 of the Civil Code (Second Schedule) (Notifications and Forms) Regulations:

Name:.....

Address:.....

Identification number:.....

has been appointed as local representative of the Organisation. The Organisation confirms that the said person has accepted to so act.

Signature:

Name:

Capacity.....

Dated this day of of the year

.....
.....

(a) State country under the laws of which the Organisation was established

(b) State registration number, if any

(c) State foreign registered address

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- (d) State date of commencement of activities
- (e) State principal address in Malta from where the Organisation will carry out its regular activity.

This form must be accompanied by an authenticated copy of the constitutive deed or statute if registered in the foreign jurisdiction and the relevant registration fee and if such constitutive deed or statute is not registered, the form must be accompanied by an authenticated copy of any certificate of registration or similar document evidencing its existence.

It must also be accompanied by a statement of the current officers of the organisation."

