

S T A T U T O R Y I N S T R U M E N T S

2013 No. 36.

THE INSOLVENCY REGULATIONS, 2013.

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S T A T U T O R Y I N S T R U M E N T S

2013 No. 36.

The Insolvency Regulations, 2013.

(Under section 260 of the Insolvency Act, 2011, Act No. 14 of 2011).

IN EXERCISE of the powers conferred on the Minister responsible for justice by section 260 of the Insolvency Act, 2011, these Regulations are made this 13th day of June, 2013.

PART I—PRELIMINARY

1. Title.

These Regulations may be cited as the Insolvency Regulations, 2013.

2. Application

These Regulations do not apply to cross-border insolvency under Part IX of the Act

3. Interpretation.

In these Regulations, unless the context otherwise requires—

“Act” means the Insolvency Act, 2011;

“bond” has the same meaning as “security”;

“company” means a company incorporated under the Companies Act, 2012;

“contributory” means every person liable to contribute to the assets of a company in the event of its being wound up, and for the purposes of all proceedings for determining, and all proceedings prior to the final determination of, the persons who are to be deemed contributories, includes any person alleged to be a contributory;

“date of insolvency” means—

- (a) the date of the bankruptcy order, in case of bankruptcy;
- (b) the date of commencement of administration, in case of companies in administration; or
- (c) the date of commencement of liquidation, in the case of companies in liquidation;

“estate” or “insolvent’s estate” means—

- (a) in relation to an insolvent company, the company’s assets; and
- (b) in relation to a bankruptcy, the bankrupt’s estate or, as the case may be, a debtor’s property;

“insolvency practitioner” means an insolvency practitioner under the Act;

“insolvency proceedings” or “proceedings” means proceedings under the Act or these Regulations;

“insolvent” means, as the case may be, a bankrupt, a company in administration or a company in liquidation;

“insolvent’s assets” means all assets comprised in the insolvent’s estate together with any monies provided by a third party for the payment of the insolvent’s debts or the costs and expenses of administering the insolvent’s estate;

“Minister” means the Minister responsible for justice;

“office-holder” means, in relation to insolvency proceedings, any person who acts as an insolvency practitioner;

“official receiver” means the official receiver appointed under section 198 of the Act;

“petition” includes a creditor’s petition for bankruptcy, a debtor’s petition for bankruptcy or a petition for the liquidation of a company;

“petitioner” in winding up and bankruptcy, includes any person who has been substituted as a petitioner;

“proxy” is an authority given by a person, “the principal” to another person (“the proxy-holder”) to attend a meeting and speak and vote as that person’s representative;

“registrar” means the registrar of companies as defined in the Companies Act, 2012;

“provisional office holder” means—

- (a) in the case of bankruptcy, the official receiver acting as interim receiver;
- (b) in the case of companies in administration, the provisional administrator; and
- (c) in the case of companies in liquidation, the provisional liquidator;

“public notice” means a notice given in accordance with section 256 of the Act;

“security” or “professional indemnity” means a professional liability insurance taken out by an insolvency practitioner in respect of potential liabilities to the insolvent and third parties arising out of acting as an insolvency practitioner.

PART II—INABILITY TO PAY DEBTS

Statutory demands.

4. Form and content of a statutory demand.

(1) A statutory demand shall be in made by the creditor and shall be in **Form 1** in Schedule 1.

(2) A statutory demand shall specify—

- (a) the amount of the debt owed and in the case of a debt arising out of a judgment or order of a court, the details of the judgment or order;
- (b) how the debtor may comply with the statutory demand;
- (c) where the debt is secured, the nature of the security;
- (d) whether and how the debtor may compound the debt or give a charge over property to secure the debt;
- (e) that, if the debtor does not comply with the demand within the time specified in section 4 (2)(e) of the Act, insolvency proceedings may be commenced against the debtor; and
- (f) the right of the debtor to apply to the court to set aside the statutory demand.

5. Service of statutory demand.

(1) Subject to sub regulation (2) a statutory demand shall be served personally on the debtor.

(2) Where the debtor cannot be found, the demand may be served on the debtor—

- (a) at the registered office or place of business of the debtor;
- (b) by sending it to the address of the debtor by registered mail;
- (c) by serving the legal representative of the debtor, if known;
- (d) in any other manner determined by the court.

(3) Proof of service of a statutory demand shall be by an affidavit of service stating the time and manner of service.

6. Application to set aside statutory demand.

(1) An application to set aside a statutory demand under section 5 of the Act shall be made by motion.

(2) An application under sub regulation (1) shall be served on the creditor.

(3) Where a debtor applies to the court to set aside a statutory demand, the debtor is not required to comply with the demand until the court has determined the application.

PART III—BANKRUPTCY.

Debtor's petition for bankruptcy

7. Petition for bankruptcy by a debtor.

A debtor may petition the court for his or her bankruptcy where the debtor—

- (a) has been served with a statutory demand and is unable to comply with the demand; or
- (b) is unable to pay his or her debts.

8. Form and content of debtor's petition.

A petition by the debtor shall be in **Form 2** in Schedule 1 and shall state—

- (a) the name, address and occupation of the debtor;
- (b) where applicable, the nature of business, and the business address and whether the debtor carries on business alone or with others;
- (c) that the petitioner is unable to pay his or her debts, and requests the court to make a bankruptcy order against the debtor;
- (d) whether, within the period of five years ending with the date of the petition, the petitioner—
 - (i) has been adjudged bankrupt;
 - (ii) has made a composition with his or her creditors in satisfaction of his or her debts;
 - (iii) has entered into an arrangement with his or her creditors.

Creditor's petition for bankruptcy

9. Form and content of creditor's petition.

(1) Where a debtor fails to satisfy a statutory demand and the debtor has not applied to court to extend the time within which to comply with the demand, a creditor may petition the court to make a bankruptcy order in respect of the debtor.

- (2) The petition shall be in **Form 3 in Schedule 1** and shall state—
 - (a) the name, address and occupation of the debtor;

- (b) where applicable, the nature of business, and the business address and whether the debtor carries on business alone or with others;
- (c) the amount of the debt;
- (d) the consideration for the debt, how the debt is owed to the petitioner and when the debt was incurred or became due;
- (e) that the debtor has failed to comply with a statutory demand;
- (f) the date and manner of service of the statutory demand;
- (g) whether, to the best of the creditor's knowledge and belief—
 - (i) the statutory demand has not been complied with;
 - (ii) the statutory demand has not been set aside;
 - (iii) there is no application to extend the time to comply with the statutory demand or to set it aside;
- (h) where the debt is arising under a judgement or order of the court and execution has been returned unsatisfied, the court from which the execution or other order was issued and particulars relating to the judgement or order.

General Provisions relating to petitions for bankruptcy

10. Affidavit supporting petition.

- (1) Every petition shall be supported by an affidavit.
- (2) The affidavit shall be sworn, in the case of—
 - (a) an individual, by the petitioner, or by one of the petitioners, where there is more than one;

- (b) a company, by a director, secretary or a person authorised by the company.

11. Service of petition.

(1) A debtor's petition shall be served on every known creditor of the debtor.

(2) A creditors petition shall be served personally on the debtor by an officer of court or a person authorised by the court.

(3) Service of a creditor's petition shall be effected by delivering a copy of the petition sealed by the court to the debtor.

(4) Where the debtor cannot be found, the petition may be served—

- (a) by leaving it at the registered office or place of business of the debtor;
- (b) by sending it to the address of the debtor by registered mail;
- (c) by serving the legal representative of the debtor;
- (d) in any other manner authorised by the court.

12. Death of debtor before service.

Where a debtor dies before a creditor's petition has been served upon him or her, the court may order service to be effected on the debtor's personal representatives.

13. Publication of notice of petition.

(1) A debtor or petitioning creditor shall within seven working days after filing the petition give public notice of the petition.

(2) The public notice shall be in **Form 4 in Schedule 1**.

14. Reply to the petition by debtor.

(1) A debtor may reply to the petition or file a cross petition within fifteen working days after the date of service of the petition.

(2) The reply to the petition or cross petition shall be supported by an affidavit setting out the grounds upon which the debtor opposes the petition or the grounds of the cross petition.

(3) The reply to the petition or cross petition shall be served on the petitioner in accordance with regulation 11.

15. Notice by persons intending to appear.

(1) Every creditor who wishes to be heard on the petition shall within five days after the publication of the notice of the petition give to the debtor or petitioning creditor notice of his or her intention.

(2) The notice shall be in **Form 5 in Schedule 1** and shall specify—

(a) the name, address and contact details of the person giving it;

(b) the amount and nature of the debt claimed by the person;

(c) whether his or her intention is to support or oppose the petition.

(3) A person who does not give notice under this regulation may appear and be heard at the hearing of the petition only with the leave of court.

16. List of appearances.

(1) The petitioner shall prepare for the court a list of the creditors and their advocates, if any, who have given notice under regulation 14, specifying their names and addresses.

(2) The list shall be in **Form 6** in Schedule 1 and shall be submitted to the court before the hearing.

(3) The petitioner shall, against the name of each creditor on the list, indicate whether the intention of the creditor is to support the petition, or to oppose it.

17. Hearing of petition.

(1) At any time after the expiry of the time for filing a reply to the petition or a cross petition, the court may, set down the petition for hearing.

(2) For the purposes of this regulation, the petitioner shall take out a hearing notice which he or she shall serve on—

- (a) the debtor;
- (b) every creditor who has given notice of intention to appear and be heard under regulation 15;
- (c) the official receiver.

18. Consolidation of petitions.

Where two or more bankruptcy petitions are presented against the same debtor, the court may order the consolidation of the proceedings, on such terms as it thinks just.

19. Non-appearance of petitioner.

(1) Where the petitioner does not appear at the hearing of the petition, the court may dismiss the petition for want of prosecution.

(2) Where the court dismisses a petition under this regulation, no subsequent petition against the same debtor, shall be presented by the petitioner in respect of the same debt, without the leave of court.

20. Substitution of petitioner.

Where the petitioner does not appear on the day fixed for the hearing of the petition the court may, on such terms as it thinks just, order that the petitioner is substituted with any other creditor who—

- (a) has given notice of his or her intention to appear at the hearing;
- (b) is present in court on the date on which the petition is fixed for hearing;

- (c) is in the same position in relation to the debtor as would have enabled the creditor on that date to present a bankruptcy petition in respect of a debt owed to him or her by the debtor; and
- (d) is desirous of prosecuting the petition.

Statement of affairs.

21. Statement of affairs.

(1) Where a petition for bankruptcy, has been presented to the court, the court shall require the debtor to file his or her statement of affairs with the court.

(2) For the purposes of sub regulation (1), in the case of a debtor's petition, the debtor's statement of affairs shall be filed with the petition.

(3) The statement of affairs shall be in **Form 7 in Schedule 1** and shall contain the following—

- (a) personal details of the debtor;
- (b) details of the debtor's employment;
- (c) details of the debtor's business interests;
- (d) whether the debtor has entered into an individual voluntary arrangement with his or her creditors;
- (e) whether the debtor has been bankrupt before;
- (f) a list of the debtor's assets, divided into such categories as are appropriate for easy identification, with estimated values assigned to each category;
- (g) in the case of any property on which a claim against the debtor is wholly or partly secured, particulars of the claim and its amount, and of how and when the security was created;

- (h) the names and addresses of the debtor's preferential creditors with the amounts of their respective claims;
- (i) the names and addresses of the unsecured creditors, with the amounts of their respective claims.

(4) The debtor shall within seven working days after filing a statement of affairs with the court, serve a copy of the statement on the official receiver.

Public examination of debtor

22. Order for public examination.

(1) Where the court makes an order under section 22 of the Act for the public examination of a debtor, the petitioner shall serve a copy of the court's order on the official receiver.

(2) The petitioner shall using **Form 8 in Schedule 1**, give at least fourteen working days' notice of the public examination—

- (a) if a trustee has been appointed, to the trustee;
- (b) if a special manager has been appointed, to the special manager; and
- (c) subject to any contrary direction of the court, to every creditor of the debtor who has given notice of his or her intention to appear and be heard on the petition.

23. Application where a debtor is unfit for public examination.

An application for an order, where the debtor is unfit to undergo public examination under section 22 (10) of the Act may be made by the debtor or his or her legal representative or by the official receiver and shall be supported by an affidavit verifying the grounds of the application.

Bankruptcy order

24. Bankruptcy order.

(1) After the public examination of the debtor or where the court dispenses with the public examination and upon hearing the petition, the court may make a bankruptcy order if satisfied that the debtor is unable to pay his or her debts, or has failed to satisfy a statutory demand or a judgment debt.

(2) A bankruptcy order shall—

- (a) declare the debtor bankrupt;
- (b) state the date of the presentation of the petition and the date and time of the order;
- (c) appoint the official receiver as interim receiver for the preservation of the estate of the bankrupt;
- (d) require the bankrupt to attend on the official receiver and give the official receiver such inventory of the bankrupt's estate and such other information, as the official receiver may reasonably require;
- (e) stay all proceedings, execution or other legal process against the bankrupt.

(3) The petitioner shall serve a copy of the bankruptcy order on the official receiver, who shall send one copy to the bankrupt.

25. Public notice of bankruptcy

(1) The official receiver shall within fourteen working days after receipt of the bankruptcy order, give public notice of the order declaring the person named in the order bankrupt.

(2) The notice shall be in **Form 9 in Schedule 1**.

Creditors meetings

26. First meeting of creditors.

(1) The official receiver shall within fourteen working days after receipt of the bankruptcy order call the first meeting of creditors.

(2) The public notice calling the meeting shall be in **Form 10 in Schedule 1**.

(3) The official receiver shall chair the first meeting of creditors.

(4) The creditors may appoint the official receiver as trustee or two or more insolvency practitioners as joint trustees.

27. Report of first creditors meeting.

The official receiver shall make a report to the court of the proceedings of the first creditor's meeting which shall include the following—

- (a) the person appointed trustee; and
- (b) the list of creditors or representatives of the creditors who attended the meeting specifying their names and addresses.

28. Creditors meetings.

At any other meeting of the creditors, the creditors may—

- (a) appoint a committee of inspection;
- (b) specify the terms on which the trustee is to be remunerated;
- (c) discuss any other matter of relevance to the management of the estate of the bankrupt.

29. General power to call meetings.

(1) The official receiver or the trustee may at any time call and conduct a meeting of creditors for the purpose of ascertaining their wishes in any matter relating to the bankruptcy or the estate of the bankrupt.

(2) The official receiver or trustee shall call a creditors meeting if requested by one third of the creditors.

(3) The official receiver or trustee shall give at least fourteen working days notice of the meeting to the creditors and the bankrupt using **Form 11 in Schedule 1**.

30. Chairperson at a meeting of creditors.

The creditors participating in a meeting of creditors other than the first meeting shall choose from amongst themselves a person to chair the meeting.

31. Attendance of creditors meeting by bankrupt

A bankrupt may attend a creditors meeting and take part in the deliberations of the meeting but shall have no right to vote.

32. Entitlement to vote.

(1) At a meeting of creditors a person is entitled to vote as a creditor if the person has submitted to the official receiver or trustee proof of the debt claimed from the bankrupt.

(2) The court may allow a creditor or any class of creditors to vote at a creditors meeting, without proving their debts.

33. Decisions at creditors meeting.

At a meeting of creditors, decisions shall be made by a resolution passed by a majority, of those present and voting.

Trustee in bankruptcy.

34. Appointment of trustee.

(1) The creditors shall at their first meeting appoint a trustee.

(2) A person shall not be appointed trustee unless that person is an insolvency practitioner.

35. Form of notice of appointment of trustee.

The public notice required under section 26 of the Act, shall be given by a person appointed trustee within five working days after the appointment and shall be in **Form 12** in Schedule 1.

36. Vesting bankrupt's estate in trustee.

(1) Upon the appointment of a trustee, the estate of the bankrupt shall vest in the trustee in accordance with section 27 (1) of the Act.

(2) Upon the appointment of a trustee, the trustee shall collect, realize and distribute the estate of the bankrupt in accordance with section 29 of the Act.

Disclaiming onerous property.

37. Disclaiming onerous property.

(1) A trustee disclaiming property under section 35 of the Act, shall give public notice disclaiming the property in **Form 13 in Schedule 1**.

(2) Within fourteen working days after publishing the notice, the trustee shall file a copy of the notice with the court.

(3) A copy of the notice shall be given to the official receiver and the company.

(4) Within seven working days after publication of the notice, the trustee shall send or give copies of the notice—

- (a) where the property disclaimed is of a leasehold nature, to every person who, to the trustee's knowledge, claims under the company as lessee or mortgagee;
- (b) where the property is a dwelling-house, to every person who, to the trustee's knowledge is in occupation of, or claims a right to occupy, the house;
- (c) in every other case, to every person who to the trustee's knowledge claims an interest in the disclaimed property;

- (d) where the disclaimer is of an unprofitable contract, to all persons who are parties to the contract or who to the trustee's knowledge have interests under the contract.

38. Application to the court to vest disclaimed property.

(1) An application to the court to vest disclaimed property in a person under section 35(4) (a) of the Act shall be by motion.

(2) The application shall be made within thirty working days from the date of publication of the notice disclaiming the property.

Property acquired by bankrupt after commencement of bankruptcy

39. Notice of property acquired after commencement of bankruptcy.

(1) The notice of property acquired by, or devolving upon, the bankrupt or of any increase in the bankrupt's income which is required to be given by the bankrupt to the trustee under section 32(5) of the Act, shall be given within twenty one working days after the acquisition, devolving or increase.

(2) The notice shall be in **Form 14 in Schedule 1**.

Resignation or removal of trustee

40. Resignation of trustee.

(1) A trustee may resign from office by giving at least fourteen working days notice in writing to the official receiver, the bankrupt and the creditors.

(2) The notice of resignation shall be accompanied by an account of the trustee's administration of the estate of the bankrupt.

41. Meeting of creditors upon resignation of trustee.

(1) The official receiver shall within fourteen working days after receipt of the notice of resignation of the trustee call a meeting of creditors.

(2) The creditors may in accordance with regulation 26 appoint another insolvency practitioner as trustee.

(3) A person appointed trustee shall in accordance with regulation 35 give notice of the appointment.

42. Removal of trustee by the court.

An application for removal of a trustee under section 52 of the Act, shall be by motion.

43. Death of trustee.

The official receiver shall within fourteen working days after becoming aware of the death of the trustee call a meeting of creditors.

44. Loss of qualification as insolvency practitioner.

(1) A person appointed trustee shall vacate office if that person ceases to be qualified to act as an insolvency practitioner.

(2) Where a trustee vacates office upon ceasing to be qualified to act as an insolvency practitioner, the trustee vacating office shall within seven working days give notice of vacating office to the official receiver.

45. Trustee's duties on vacating office.

Where a trustee ceases to be in office due to removal, resignation or ceasing to be qualified as an insolvency practitioner, the trustee shall as soon as reasonably practicable deliver up to the official receiver—

- (a) the assets of the estate, after deduction of any expenses properly incurred, and distributions made, by the trustee;
- (b) the records of the bankruptcy, including correspondence, proofs and other related papers relating to the bankruptcy; and
- (c) financial statements and accounts relating to the estate or bankruptcy.

46. Progress reports to creditors.

(1) A trustee shall report to the creditors on the progress of the bankruptcy.

(2) The trustee shall initially report to the creditors three months after the appointment of the trustee and after that every six months.

(3) Every progress report shall include—

(a) the bankrupt's name and address;

(b) the title of the court proceedings;

(c) full details of the trustee's name and address and date of appointment;

(d) details of the progress, including expenses of the bankruptcy, receipts or payments;

(e) details of any assets that remain to be realised;

(f) a statement on the trustee's remuneration;

(g) any other information required by the creditors or which in the opinion of the trustee is relevant.

(4) This regulation does not apply to the official receiver where the official receiver is acting as interim trustee.

47. Final report and release of trustee.

(1) A trustee's final report to the official receiver made under section 49 (5) of the Act shall include—

- (a) a summary of receipts and payments, including details of remuneration charged and expenses incurred by the trustee; and
- (b) all final bankruptcy accounts.

(2) Where the court annuls, revokes or sets aside a bankruptcy order under section 44 of the Act, the person appointed trustee shall within thirty working days make a report to the official receiver, containing the matters specified in sub regulation (1).

(3) On receipt of the report by the official receiver under sub regulation (1) or (2), the trustee shall subject to sub regulation (4) be released from his or her duties as, and any liability as a trustee.

(4) Where the official receiver is not satisfied with the final report of the trustee, the trustee shall not be released from any liability as trustee.

Committee of inspection

48. Membership of committee of inspection.

(1) A committee of inspection shall consist of at least three and not more than five members.

(2) A person claiming as a creditor is entitled to be a member of the committee of inspection where—

- (a) that person has lodged a proof of debt and the proof is not rejected for the purpose of distribution or payment of dividends; and
- (b) the debt is not fully secured.

49. Notice to trustee of appointment of committee.

(1) Where the chairperson of the creditors' meeting which resolves to appoint a committee of inspection is not the trustee, the chairperson shall as soon as practicable give notice of the resolution to the trustee.

(2) The trustee shall within fourteen working days after the appointment of a committee of inspection notify the official receiver of the appointment.

50. Chairperson at meetings of committee of inspection.

At the first meeting of the committee of inspection, the committee shall elect a chairperson.

51. Quorum.

The quorum for a meeting of the committee is three members.

52. Expenses of committee.

A trustee shall defray out of the estate, in the prescribed order of priority, any reasonable travelling expenses directly incurred by members of the committee of inspection in respect of their attending the committee's meetings or to the business of the committee.

Special manager

53. Appointment and remuneration.

(1) An application made by a trustee or interim receiver under section 28 of the Act for the appointment of a special manager shall be made by notice of motion supported by an affidavit setting out the reasons for the application.

(2) The affidavit shall include the applicant's estimate of the value of the estate, property or business in respect of which the special manager is to be appointed.

(3) The order appointing a special manager shall specify the duration of the appointment, which may be for a period of time, or until the occurrence of a specified event.

(4) The remuneration of the special manager shall be fixed by the court.

54. Special manager to account to trustee or interim receiver.

(1) A special manager shall be accountable to the trustee or interim receiver and shall produce accounts, containing details of all the receipts and payments, for the approval of the trustee or interim receiver.

(2) The accounts shall be produced at intervals of three months for the duration of the special manager's appointment, or for a lesser period, if his or her appointment terminates less than three months from the date of appointment.

(3) Upon approval, the receipts and payments of the special manager shall form part of the accounts of the trustee or interim receiver.

55. Termination of appointment of special manager.

During the term of the special manager, a trustee or the interim receiver may apply to the court to terminate the appointment of the special manager where maintaining a special manager is no longer necessary or profitable for the estate.

Payment of remuneration and expenses

56. Order of paying remuneration and expenses.

For the purposes of section 12 (4) (a) of the Act, the remuneration and expenses of the bankruptcy are payable out of the estate in the following order of priority—

- (a) where a bankruptcy order is made on a debtor's petition and there is at the time of the petition in force for the debtor a voluntary arrangement under Part V of the Act, any expenses properly incurred as expenses of the administration of the arrangement;
- (b) the expenses or costs which are properly chargeable or incurred by the official receiver or the trustee in preserving, realizing or getting in any of the assets of the bankrupt or otherwise relating to the conduct of any legal proceedings which the official receiver or trustee institutes or defends;

- (c) any other expenses incurred or disbursements made by the official, including those incurred or made in carrying on the business of a debtor or bankrupt;
- (d) the costs of the petitioner or any person appearing on the petition whose costs are allowed by the court;
- (e) the remuneration of the special manager, where applicable;
- (f) any amount payable to a person employed or authorized to assist a debtor in the preparation of a statement of affairs or of accounts;
- (g) any necessary disbursements made by the trustee in the course of administration, including any expenses incurred by the committee of inspection;
- (h) the remuneration or emoluments of any person, including the bankrupt, who has been employed by the trustee to perform any services for the estate, as required or authorized by or under the Act or these Regulations;
- (i) the remuneration of the trustee; and
- (j) any other expenses properly chargeable by the trustee in carrying out the functions of trustee in the bankruptcy.

Annulment, revocation or setting aside of bankruptcy order

57. Application for annulment, revocation or setting aside a bankruptcy order.

(1) An application to the court under section 44(1) of the Act to annul, revoke or set aside a bankruptcy order shall be made by the person against whom the order is made or a creditor.

(2) The application shall be made by motion and shall be supported by an affidavit specifying the grounds on which the application is made.

(3) A copy of the application shall be served on the official receiver, the debtor and the trustee.

(4) The court may before determining the application hear the official receiver, trustee or the debtor where the application is not made by the debtor.

(5) The court may, at any time before determining an application for an order to annul, revoke or set aside a bankruptcy order, stay all or any part of the proceedings of the trustee, special manager or receiver in respect of the bankrupt's estate.

58. Notice of annulment, revocation or setting aside of bankruptcy order.

(1) Where the court annuls, revokes or sets aside a bankruptcy order, the person against whom the bankruptcy order is made or the person who applies to the court to annul, revoke or set aside the order shall within fourteen working days of the making of the order, give notice of the order to—

- (a) the trustee;
- (b) the official receiver;
- (c) the creditors;
- (d) the person against whom the bankruptcy order is made, where that person did not apply for the annulment, revocation or setting aside.

(2) The notice shall be in **Form 15 in Schedule 1** and shall state—

- (a) the name of the person against whom the bankruptcy order was made;
- (b) the date on which the bankruptcy order is made;

- (c) that the bankruptcy order against that person has been annulled, revoked or set aside; and
- (d) the date of the annulment, revocation, or setting aside.

Discharge

59. Application by bankrupt for discharge.

(1) An application by a bankrupt for discharge under section 42 of the Act shall be made by notice of motion supported by an affidavit.

(2) A copy of the application shall be served on the official receiver, the trustee and every creditor with an unsatisfied claim against the estate.

(3) The court may before determining the application hear the official receiver, trustee or a creditor on the application.

60. Report of official receiver.

(1) The official receiver shall within twenty one working days after service of an application for discharge, make a report to the court containing the following information in respect of the bankrupt—

- (a) how the bankrupt has complied with his or her obligations under the Act;
- (b) the final report of the trustee containing-
 - (i) a summary of receipts and payments, including details of remuneration charged and expenses incurred by the trustee; and
 - (ii) all final bankruptcy accounts;
- (c) the extent to which, in the present and in any previous bankruptcy, the bankrupt's liabilities have exceeded his or her assets;

- (d) any other matters which in the opinion of the official receiver, ought to be brought to the attention of the court.

(2) The official receiver shall within seven working days after filing the report with the court, serve a copy of the report on the trustee and the bankrupt.

61. Certificate of discharge.

Where the court makes an order discharging the bankrupt, the court shall issue to the bankrupt a certificate of discharge in **Form 16 in Schedule 1**.

62. Notice of discharge.

(1) The bankrupt shall serve a copy of the order of discharge on the official receiver.

(2) The official receiver shall within fourteen working days after receipt of the order discharging a bankrupt, give public notice of the order discharging the bankrupt.

(3) The notice shall state—

- (a) the name of the former bankrupt;
- (b) the date on which the bankruptcy order is made;
- (c) that a certificate of discharge has been issued;
- (d) the date of the certificate; and
- (e) the date from which the discharge is effective.

(4) The discharged bankrupt shall meet the costs of publishing the notice.

Interim protective order.

63. Application for interim protective order.

(1) An application to the court for an interim protective order under section 119 of the Act shall be made by summons in chambers.

(2) The applicant shall within seven working days after filing the application serve a copy of the application on—

- (a) the trustee, where the debtor is an undischarged bankrupt;
- (b) the proposed supervisor;
- (c) the debtor, where the applicant is a trustee.

64. Hearing of application.

(1) At any time after filing the application the court may, set down the application for hearing.

(2) For the purposes of this regulation, the applicant shall take out a hearing notice which he or she shall serve on—

- (a) the trustee where the debtor is an undischarged bankrupt;
- (b) the proposed supervisor;
- (c) the debtor, where the applicant is a trustee.

(3) A person who is served with a copy of the application or hearing notice may appear or be represented at the hearing.

(4) In deciding whether to issue an interim protective order, the court shall take into account any representation of any person served with a copy of the application or hearing notice.

65. Service of interim protective order.

The applicant shall within two working days after the court issues an interim protective order serve a copy of the order on—

- (a) the trustee where the debtor is an undischarged bankrupt;
- (b) the proposed supervisor;
- (a) the debtor, where the applicant is a trustee.

Debtor's proposal for an arrangement.

66. Submission of proposal for arrangement to proposed supervisor.

(1) A debtor shall at the time of filing an application for an interim protective order prepare and submit to the proposed supervisor a proposal for an arrangement with the debtor's creditors.

(2) Where the debtor is an undischarged bankrupt, the debtor shall give a copy of the proposal to the official receiver.

67. Contents of proposal for arrangement with creditors.

(1) A debtor's proposal shall state why, in the debtor's opinion, an arrangement with the debtor's creditors is desirable, and shall specify the following—

- (a) debtor's assets, with an estimate of their respective values;
- (b) the extent, if any, to which the assets are charged in favour of creditors,
- (c) particulars of any property, other than assets of the debtor, which is proposed to be included in the arrangement, the source of the property and the terms on which it is to be made available for inclusion;

- (d) the nature and amount of the debtor's liabilities and the manner in which they are proposed to be met, or otherwise dealt with by means of the arrangement;
- (e) the proposed duration of the voluntary arrangement;
- (f) the proposed dates of distributions to creditors, with estimates of their amounts;
- (g) the amount proposed to be paid to the proposed supervisor by way of remuneration and expenses;
- (h) the manner in which funds held for the purposes of the arrangement are to be banked, invested or otherwise dealt with pending distribution to creditors;
- (i) if the debtor has any business, the manner in which it is proposed to be conducted during the course of the arrangement;
- (j) details of any further credit facilities proposed to be arranged for the debtor, and how the debts arising are to be paid;
- (k) the functions which are to be undertaken by the supervisor of the arrangement; and
- (l) the name, address and qualification of the person proposed as supervisor of the arrangement, and confirmation that he or she is, so far as the debtor is aware, qualified to act as an insolvency practitioner.

(2) The debtor's proposal for arrangement shall be accompanied with a statement of the debtor's affairs verified by affidavit.

68. Proposed supervisor's report on the proposed arrangement.

(1) The proposed supervisor's report under section 123 shall state whether in his or her opinion a meeting of the debtor's creditors should be summoned to consider the proposal.

(2) The proposed supervisor shall serve a copy of the report on the debtor.

69. Application to replace proposed supervisor or extend interim order.

(1) An application to the court to replace a proposed supervisor or to extend an interim protective order under section 123 (2) of the Act shall be made by summons in chambers.

(2) The application shall be made within seven working days after the expiry of the interim order.

(3) The applicant shall within two working days after filing the application serve a copy of the application on—

- (a) the trustee where the debtor is an undischarged bankrupt;
- (b) the proposed supervisor;
- (c) the debtor, where the applicant is a trustee.

70. Consideration of proposed supervisor's report.

The proposed supervisor shall attend the court on the date fixed for the consideration of the report and answer any queries and questions that court and the debtor or the debtor's advocate may put to him or her.

71. Summoning of creditors meeting.

(1) Where the court makes an order to summon a creditors meeting under section 123 of the Act, the proposed supervisor shall call the meeting within fourteen working days.

(2) The notice calling the meeting under section 124 shall be in **Form 11 in Schedule 1** and shall be accompanied with—

- (a) a copy of the proposal;
- (b) a copy of the statement of affairs or a summary of the statement;

- (c) the proposed supervisor's report.

72. Replacement of proposed supervisor by the creditors.

Where at the creditors meeting the creditors resolve that a person other than the proposed supervisor shall supervise the arrangement, the person proposed to replace the proposed supervisor shall produce to the chairperson, within two working days—

- (a) written consent to act as supervisor, unless the person is present at the meeting and states his or her consent;
- (b) proof that the person is qualified to act as an insolvency practitioner.

73. Report of creditors meeting.

(1) The report required under section 124 of the Act shall be made by the chairperson of the creditors meeting within seven working days after the meeting and a copy of the report shall be submitted to the official receiver.

(2) The report shall—

- (a) state whether the proposal for the arrangement is approved, approved with modifications or rejected;
- (b) list the creditors who attended or were represented at the meeting and how they voted on each resolution;
- (c) include any further information the chairperson considers appropriate to report to the court.

74. Form of notice of arrangement order.

(1) The notice of arrangement required by section 126 of the Act shall be given within fourteen working days.

(2) The notice shall be in **Form 17** in **Schedule 1**.

75. Application for termination of arrangement order.

(1) An application to the court to terminate an arrangement order under section 134 shall be made by motion.

(2) The applicant shall within seven working days after filing the application serve a copy of the application on—

- (a) the trustee where the debtor is an undischarged bankrupt;
- (b) the supervisor;
- (c) the creditors;
- (d) the debtor, where the applicant is a trustee.

76. Form of notice of termination order.

The notice of termination required to be given by the supervisor under section 135 of the Act shall be in **Form 18** in **Schedule 1**.

77. Accounts and report of the arrangement.

(1) A supervisor shall keep accounts and records of the arrangement and dealings in connection with the arrangement, including records of all receipts and payments of money.

(2) The supervisor shall within three months after the commencement of the arrangement send a report on the progress and prospects for the full implementation of the voluntary arrangement to the debtor, the debtor's creditors and the official receiver.

78. Production of accounts and records to official receiver.

(1) The official receiver may at any time during the course of the voluntary arrangement or within three months after its completion require the supervisor to produce for inspection the records and accounts in respect of the arrangement.

(2) The official receiver may cause any accounts and records produced to him or her under this regulation to be audited.

79. Fees, costs, charges and expenses.

The fees, costs, charges and expenses that may be incurred for the purposes of the voluntary arrangement are—

- (a) the disbursements made by the proposed supervisor prior to the approval of the arrangement, and any remuneration for his or her services as proposed supervisor;
- (b) the disbursements made by the supervisor in the course of implementing the arrangement, and any remuneration for his or her services as supervisor;
- (c) the fees, costs, charges or expenses which are sanctioned by the terms of the arrangement, or would be payable, or correspond to those which would be payable, in the debtor's bankruptcy.

80. Remuneration of supervisor.

(1) The remuneration of the supervisor shall be determined by the creditors or the court—

- (a) by reference to the time properly given by the supervisor or required of the supervisor in attending to the implementation of the arrangement;
- (b) as a fixed amount in respect of the implementation of the arrangement.

(2) In determining the remuneration of the supervisor the creditors or the court shall have regard to—

- (a) the complexity of the case;
- (b) any responsibility of an exceptional kind or degree which the supervisor has to deal with;

- (c) the effectiveness with which the supervisor is carrying out or has carried out the duties of supervisor;
- (d) the value and nature of assets of the debtor, which the supervisor has to deal with or has handled.

(3) An application by a supervisor to court to review remuneration under section 136 shall be made by motion.

Resignation, death or removal of supervisor

81. Resignation of supervisor.

(1) A supervisor shall give at least fourteen working days notice of his or her intention to resign, to the debtor and the debtor's creditors.

(2) A copy of the notice of resignation shall be filed with the court and sent to the official receiver.

82. Death of supervisor.

The official receiver shall within fourteen working days after learning of the of death of the supervisor give notice of the death to the court and call a meeting of the creditors.

83. Filling vacancy in office of supervisor.

(1) Where there is a vacancy in the office of the supervisor as a result of death, resignation, removal, ceasing to practice as an insolvency practitioner or any other reason, and no person is acting as supervisor, the official receiver shall act as supervisor until another insolvency practitioner is appointed as supervisor by the debtor and the debtor's creditors.

(2) The court may on the application of a creditor replace a supervisor if the court is satisfied that no steps are being taken to make a replacement or that for any other reason it is appropriate for the court to make the replacement.

(3) A person appointed as supervisor under this regulation shall give all the notices required of a supervisor upon appointment as the supervisor.

84. Completion or termination of the arrangement.

Within twenty eight days after the completion or termination of the arrangement, a supervisor shall send to all parties bound by the arrangement under section 127 of the Act a final report and account containing a summary of receipts and payments and explanations for any inconsistencies between the arrangement and its implementation.

PART V—CORPORATE INSOLVENCY OR WINDING UP OF COMPANIES

Liquidation by the court

85. Petition for liquidation of a company

(1) A petition for the liquidation of a company may be presented to the court by—

- (a) the company;
- (b) a director of the company;
- (c) a shareholder of the company;
- (d) a creditor of the company;
- (e) a contributory; or
- (f) the official receiver.

(2) A petition to liquidate a company may be presented to the court where the company—

- (a) has been served with a statutory demand and is unable to comply with the demand;

- (b) is unable to pay its debts;
- (c) has agreed to make a settlement with its creditors or entered into administration.

86. Form and content of petition.

Every petition for the liquidation of a company shall be in **Form 19** in Schedule 1 and shall state—

- (a) the name and address of the company;
- (b) the nature and type of company;
- (c) the nature of business, and the business address of the company;
- (d) the consideration for the debt, how the debt is owed by the company and when the debt was incurred or became due;
- (e) whether the company has failed to comply with a statutory demand;
- (f) the date and manner of service of the statutory demand;
- (g) whether, to the best of the petitioner's knowledge and belief—
 - (i) the statutory demand has not been set aside;
 - (ii) there is no application to extend the time to comply with the statutory demand or to set it aside;
- (h) where the debt is arising under a judgement or order of court and execution has been returned unsatisfied, the court from which the execution or other order is issued and particulars relating to the judgement or order;

- (i) whether the company is unable to pay its debts;
- (j) whether, within the period of five years ending with the date of the petition, the company—
 - (i) has been declared insolvent;
 - (ii) has agreed to make a settlement with its creditors in satisfaction of the debts of the company or entered into administration.

87. Affidavit supporting the petition.

- (1) Every petition shall be supported by an affidavit.
- (2) The affidavit shall be sworn, in the case of—
 - (a) a company by a director, secretary of the company or a person authorized by the company;
 - (b) an individual, by the petitioner, or by one of the petitioners, where there is more than one.

88. Service of petition.

- (1) The petition shall be served by the petitioner on—
 - (a) the company, where the company is not the petitioner;
 - (b) every known creditor of the company;
 - (c) where applicable, a contributory;
 - (d) the official receiver.

(2) Service of the petition on the company or the official receiver shall be effected by delivering a copy of the petition sealed by the court at the registered office of the company or the address of the official receiver respectively.

(3) Service of the petition on creditors or contributories shall be effected by delivering a copy of the petition sealed by the court—

- (a) by leaving it at the registered office or place of business of the creditor;
- (b) by sending it to the address of the creditor by registered mail;
- (c) by serving the legal representative of the creditor;
- (d) in any other manner authorised by the court.

89. Publication of notice of petition

A company or petitioning creditor shall within seven working days after filing the petition give public notice of the petition in **Form 4** in **Schedule 1**.

90. Reply to the petition.

(1) A creditor, contributory or the company where the company is not the petitioner, may within fifteen working days after service of the petition, by affidavit, reply to the petition.

(2) An affidavit in reply to a petition shall be served in the same manner as the petition.

91. Notice by persons intending to appear.

(1) Every creditor who wishes to be heard on the petition shall within five working days after the publication of the notice of the petition give to the court and to the petitioner notice of intention to appear and be heard on the petition.

(2) The notice shall be in **Form 5** in **Schedule 1** and shall specify—

- (a) the name, address and contact details of the person giving it;
- (b) the amount and nature of the debt claimed by the person;

- (c) whether his or her intention is to support or oppose the petition.

(3) A person who does not give notice under this regulation may appear and be heard on the hearing of the petition only with the leave of court.

92. List of appearances.

(1) The petitioner shall prepare for the court a list of the creditors and their advocates, if any, who have given notice to appear, specifying their names and addresses.

(2) The list shall be in **Form 6** in **Schedule 1** and shall be submitted to the court before the hearing.

(3) The petitioner shall, against the name of each creditor on the list, indicate whether the intention of the creditor is to support the petition, or to oppose it.

93. Hearing of petition.

(1) At any time after the expiry of the time for filing a reply to the petition, the court may set down the petition for hearing.

(2) For the purposes of this regulation, the petitioner shall take out a hearing notice which he or she shall serve on—

- (a) every creditor who has given notice of intention to appear and be heard; and
- (b) the official receiver.

94. Consolidation of petitions.

Where two or more petitions are presented against the same company, the court may order the consolidation of the proceedings, on such terms as it considers just.

95. Non-appearance of petitioner.

(1) Where the petitioner does not appear at the hearing of the petition, the court may dismiss the petition for want of prosecution.

(2) Where the court dismisses a petition under this regulation, no subsequent petition against the same debtor, shall be presented by the petitioner in respect of the same debt, without the leave of court.

96. Substitution of petitioner.

Where the petitioner does not appear on the day fixed for the hearing of the petition the court may, on such terms as it considers just, order that the petitioner is substituted with any other creditor, shareholder or contributory who—

- (a) has given notice of his or her intention to appear at the hearing;
- (b) is present in court on the date on which the petition is fixed for hearing;
- (c) is in the same position in relation to the company as would have enabled the creditor, shareholder or contributory on that date to present a petition in respect of a debt or debts owed to him or her by the company; and
- (d) is desirous of prosecuting the petition.

Order to wind up or liquidate a company or appoint provisional liquidator.

97. Appointment of provisional liquidator.

Where the court makes an order to wind up a company or to appoint a provisional liquidator—

- (a) the court shall specify the person appointed as provisional liquidator in the order for winding up of a company;

- (b) the petitioner shall, within seven working days after the court has made the order, give a copy of the order to the official receiver and the company if the company is not the petitioner.

98. Notice of appointment of provisional liquidator.

The public notice of appointment of a provisional liquidator shall be in **Form 12** in **Schedule 1**.

Appointment of liquidator

99. First meeting of creditors to appoint liquidator.

(1) The provisional liquidator shall within fourteen working days from the date of the order appointing the provisional liquidator or winding up the company call a meeting of all creditors of the company in accordance with the **Third Schedule** to the Act.

(2) The public notice calling the meeting shall be in **Form 10** in **Schedule 1**.

(3) The notice shall state the time within which the creditors must lodge proof of their debts with the provisional liquidator in order to entitle them to vote at the first meeting.

(4) The provisional liquidator shall chair the first meeting of creditors.

(5) The creditors shall appoint the provisional liquidator or another insolvency practitioner as the liquidator.

(6) The creditors may appoint the official receiver as liquidator or two or more insolvency practitioners as joint liquidators.

100. Report of meetings of creditors.

(1) Within fourteen working days after the first meetings of creditors, the provisional liquidator or the chairperson of the meeting, shall file a report and minutes of the meeting in court.

(2) The provisional liquidator or chairperson of the first creditors meeting shall give a copy of the report under this regulation to the official receiver.

101. Confirmation of appointment of liquidator

The court may on the application of the liquidator confirm the appointment and make any other orders the court considers necessary to give effect to the appointment.

102. Notice of appointment of liquidator.

The public notice of appointment of a liquidator required by section 95 of the Act shall be in **Form 12** in **Schedule 1**.

103. Creditors meetings

At any other meetings of the creditors, the creditors may—

- (a) appoint a committee of inspection;
- (b) specify the terms on which the liquidator is to be remunerated;
- (c) discuss any other matter of relevance to the management of the company;
- (d) resolve to execute an administration deed in accordance with section 148 of the Act.

Special manager.

104. Appointment of special manager.

Where a liquidator appoints a special manager under section 98 of the Act, the liquidator shall, in the instrument appointing the special manager, specify the powers and duties and the remuneration of the special manager.

105. Special manager to account to liquidator.

(1) A special manager shall be accountable to the liquidator and shall produce accounts, containing details of all the receipts and payments, for the approval of the liquidator.

(2) The accounts shall be produced at intervals of three months for the duration of the special manager's appointment, or for a lesser period, if his or her appointment terminates less than three months from the date of appointment.

(3) Upon approval, the receipts and payments of the special manager shall form part of the accounts of the liquidator.

State of company's affairs.

106. Investigation by liquidator into state of the company's affairs.

(1) A liquidator may, for the purposes of preparing a preliminary report under section 102(1) of the Act, require the following persons to provide to the liquidator information concerning the state of affairs of the company—

- (a) any director, secretary or shareholder of the company;
- (b) any person who has been a director or secretary of the company;
- (c) any person who is or has been an employee of the company;
- (d) a receiver, administrator or provisional administrator, advocate, accountant, auditor, bank officer or any other person with knowledge of the financial affairs of the company.

(2) The statement of affairs shall be in **Form 20** in **Schedule 1**.

Disclaiming onerous property.

107. Disclaiming onerous property.

(1) A liquidator disclaiming property under section 107 of the Act, shall give public notice disclaiming the property in **Form 13** in **Schedule 1**.

(2) Within fourteen working days after publishing the notice, the liquidator shall file a copy of the notice with the court.

(3) A copy of the notice shall be given to the official receiver and the company.

(4) Within seven working days after publication of the notice, the liquidator shall send or give copies of the notice—

- (a) where the property disclaimed is of a leasehold nature, to every person who, to the liquidator's knowledge, claims under the company as lessee or mortgagee;
- (b) where the property is a dwelling-house, to every person who, to the liquidator's knowledge is in occupation of, or claims a right to occupy, the house;
- (c) in every other case, to every person who to the liquidator's knowledge claims an interest in the disclaimed property;
- (d) where the disclaimer is of an unprofitable contract, to all persons who are parties to the contract or who to the liquidator's knowledge have interests under the contract.

108. Application to court to vest disclaimed property.

(1) An application to the court to vest disclaimed property in a person under section 107 (3) of the Act shall be by motion.

(2) The application shall be made within thirty working days from the date of publication of the notice disclaiming the property.

(3) Where the application relates to disclaimed property of a leasehold nature and it appears that there is any mortgage, or sublease of the property, the court may direct that notice of disclaimer shall be given to the mortgagee or sub lessee.

Arrangements with creditors and contributories in a winding up by the court.

109. Sanctioning of arrangements and compromises.

(1) An application to court to sanction a compromise or arrangement shall be by motion.

(2) Before approving the arrangement or compromise, the court may hear the official receiver or require a report from the official receiver regarding the terms of the scheme and the conduct of the directors and other officers of the company.

Contributories

110. Settling list of contributories.

(1) Unless the court dispenses with settlement of contributories, the liquidator shall within one month from the commencement of the liquidation compile a list of contributories of the company specifying—

- (a) the address, number of shares, interest or other demand attributable to each contributory;
- (b) the amount called up and the amount paid up in respect of the shares or interest.

(2) In settling the list of contributories, the liquidator shall distinguish between the several classes of contributories and persons who are contributories in their own right or persons who are representatives or liable for the debts of others.

(3) The list of contributories shall be in **Form 21 in Schedule 1**.

111. Notice of time and place for settlement of list.

(1) The liquidator shall by public notice in **Form 22 in Schedule 1** specify the time and place appointed for the settlement of the list of contributories.

(2) The notice shall contain—

- (a) the name and address of every person whom the liquidator proposes to include on the list;
- (b) the class and number of shares or interest proposed in respect of each person;
- (c) the amount which has been called up and paid up in respect of the shares or interest.

112. Objection and settlement of list of contributories.

(1) On the day appointed for settlement of the list of contributories the liquidator shall hear any person who appears and objects to being settled as a contributory.

(2) After hearing a person who objects , the liquidator shall settle and certify the list as the list of contributories of the company.

113. Notice to contributories.

(1) The liquidator shall within seven working days after settling the list give notice to every person on the list of contributories.

(2) The notice shall be in **Form 23 in Schedule 1** and shall contain—

- (a) the name and address of every person whom the liquidator has included on the list;
- (b) the class and number of shares or interest in respect of each person;
- (c) the amount which has been called up and paid up in respect of the shares or interest.

114. Variation of list of contributories by liquidator.

(1) The liquidator may vary or add to the list of contributories.

(2) Any variation or addition shall be made in the same manner as the initial settlement.

115. Application to the court to vary list of contributories.

A contributory aggrieved by a decision of the liquidator regarding the certified list of contributories may within fourteen working days from the date of receipt of the notice of the list apply to the court to vary the list.

116. Notice of first meeting of contributories.

The liquidator shall within seven working days after settling the list of contributories, call a meeting of the contributories on the list.

Calls on shares or contributories

117. Application to the court for leave to make a call.

(1) In the case of liquidation by the court an application by the liquidator to the court for leave to make a call on shares or a contributory, shall be made by motion.

(2) The application shall state the proposed amount of the call and shall be served, on every contributory proposed to be included in the call—

(a) personally, where there are less than five contributories;

(b) in any other case, in the manner determined by the court.

118. Approval of call by committee of inspection.

(1) The powers and duties of the court in relation to making calls upon contributories referred to in section 80(1) (c) of the Act may be exercised by the liquidator in a voluntary liquidation subject to the following—

- (a) where the liquidator desires to make a call on a contributory, if there is a committee of inspection the liquidator shall call a meeting of the committee to approve the intended call;
- (b) the notice of the meeting shall be sent to each member of the committee of inspection in sufficient time to reach the member not less than fourteen working days before the day appointed for the meeting;
- (c) the notice calling for the meeting shall contain a statement of the proposed amount of the call, and the purpose for which it is intended;
- (d) at the meeting of the committee of inspection, the committee shall before approving any call consider any statement or representation made to the liquidator or the committee by a contributory.

(2) For the avoidance of doubt, where there is no committee of inspection, the liquidator may make a call on shares or a contributory without leave of the court.

General provisions relating to calls

119. Call on contributory.

(1) Where the liquidator is authorized by the committee of inspection or by court to make a call on the contributories, or in the case of voluntary liquidation, where there is no committee of inspection appointed, the liquidator shall by notice to the contributory call on the contributory to pay to the liquidator the sum specified in the notice.

(2) The notice shall be in **Form 24 in Schedule 1** and shall—

- (a) specify the amount of the call;
- (b) the time within which the amount shall be paid;

- (c) in the case of a call authorised by a committee of inspection or court, be accompanied with a copy of the resolution or court order.

(3) The liquidator shall within seven working days after giving notice of the call, give a copy of the notice to the official receiver and in the case of—

- (a) liquidation by court, file a copy of the notice with the court;
- (b) voluntary liquidation, where there is a committee of inspection, give a copy of the notice to the committee.

General meetings of creditors and contributories.

120. General meetings of creditors and contributories.

(1) In addition to the first meeting of creditors and contributories, the liquidator shall call a meeting of creditors, contributories or shareholders' if requested in writing by any two or more creditors, contributories or shareholders.

(2) A liquidator may decline any request to call a meeting on the ground that—

- (a) the request is frivolous or vexatious;
- (b) the request is not made in good faith; or
- (c) the cost of calling the meeting is out of proportion to the value of the company's assets.

(3) The liquidator shall call a creditors meeting in accordance with the **Third Schedule** to the Act or a meeting of shareholders or contributories by giving not less than fourteen working days notice.

(4) A meeting of shareholders or contributories other than the first meeting shall be chaired by a person elected by the shareholders or contributories from among themselves.

(5) Any irregularity in a notice for a meeting shall not invalidate anything done by that meeting if not material or where all the persons entitled to attend and vote at the meeting attend the meeting without protest as to the irregularity or where all persons agree to waive the irregularity.

121. Decision in meeting of contributories.

(1) At a meeting of the contributories a resolution shall be adopted where it is approved by the majority in number and value of the contributories.

(2) The value of the contributories shall be determined according to the number of votes conferred on each contributory by the regulations of the company.

122. Quorum at meeting of creditors or contributories.

A meeting of creditors or contributories may not act for any purpose except the proving of debts unless there are present or represented at the meeting at least fifty percent of the creditors entitled to vote or in the case of a meeting of contributories at least ten percent of the contributories.

123. Proof of debts for purposes of voting.

(1) The liquidator or provisional liquidator shall in the notice calling for the first meeting of creditors specify the manner in which a creditor may prove their debt in order to entitle them to vote at the meeting.

(2) A creditor shall not vote in respect of any un-liquidated or contingent debt or any debt the value of which is not ascertained unless the provisional liquidator or liquidator has ascertained or estimated the value of the debt for the purposes of voting at the meeting.

124. Votes of secured creditors.

(1) Subject to sub regulation (3), a secured creditor shall not vote at a creditors meeting unless the secured creditor surrenders his or her security for the benefit of the creditors generally.

(2) For the purpose of voting, a secured creditor shall, state in his or her proof the particulars of the secured creditor's security, the date when it was given, and the value which the creditor attaches to it.

(3) A secured creditor shall only be entitled to vote in respect of the amount due to him or her after deducting the value of the security.

Resignation or removal of liquidator

125. Resignation of liquidator.

(1) A liquidator may resign from office by giving at least twenty one days notice in writing to the creditors, the official receiver and the committee of inspection.

(2) The notice of resignation shall be accompanied by an account of the liquidator's administration and management of the assets of the company in liquidation.

126. Meeting of creditors upon resignation of liquidator.

(1) The liquidator shall within fourteen working days after giving notice of resignation call a meeting of creditors.

(2) The creditors may appoint the official receiver or another insolvency practitioner as liquidator

(3) The liquidator shall give notice of the appointment in accordance with regulation 102.

127. Duty to account and hand over upon vacating office.

Where a liquidator ceases to be in office due to removal, resignation or ceasing to be qualified as an insolvency practitioner, the person vacating office shall within fourteen working days after vacating office, deliver up to the official receiver—

- (a) the property or assets of the company, after deduction of any expenses properly incurred, and distributions made by the liquidator;
- (b) the records of the bankruptcy, including correspondence, proofs and other papers relating to the company or liquidation;
- (c) financial statements and accounts relating to the liquidation;
- (d) all books kept by the vacating liquidator and all other books, documents, papers and accounts relating to the office of liquidator.

PART VI—MISCELLANEOUS PROVISIONS RELATING TO
LIQUIDATION OF COMPANIES.

128. Expenses of committee of inspection.

A liquidator shall defray out of the assets of the company, in the prescribed order of priority, any reasonable travelling expenses directly incurred by members of the committee of inspection in respect of their attending the committee's meetings or to the business of the committee.

129. Purchasing assets of company in liquidation.

(1) A liquidator or member of the committee of inspection of a company in liquidation shall not purchase any part of the assets of the company directly or indirectly through any employer, partner, clerk, agent or servant.

(2) A purchase made contrary to this regulation is void.

(3) A liquidator or member of the committee of inspection who contravenes this regulation commits an offence and is liable on conviction to a fine not exceeding one hundred currency points or imprisonment not exceeding one year or both.

130. Liquidator or committee of inspection not to profit from company.

(1) A liquidator or member of the committee of inspection of a company in liquidation shall not derive any profit from any transaction arising out of the winding up or receive out of the assets any payment for services rendered by the liquidator or member in connection with the administration of the assets or for any goods supplied by the liquidator or member.

(2) A liquidator shall disclose and account to the committee of inspection and the official receiver in respect of any profit made on any transaction involving the company in liquidation.

(3) A member of the committee of inspection shall disclose and account to the liquidator for any profit made by the liquidator on a transaction involving the company in liquidation.

(4) The official receiver or committee of inspection, creditors or contributories may disallow or recover any profit or payment made contrary to this regulation.

131. Form of notice of liquidator's preliminary report and interim report.

(1) The public notice by the liquidator of the liquidator's preliminary or interim report of the liquidation required under section 102 of the Act shall be in **Form 25 in Schedule 1**.

(2) The notice shall state the time and place where the reports may be inspected by any creditor, shareholder or contributory of the company in liquidation.

132. Special bank account.

(1) Subject to regulation 195, for the purposes of section 100 (c) of the Act a liquidator shall maintain a special bank account into which the liquidator shall pay all monies received during the liquidation.

(2) Where the liquidator carries on the business of the company during the liquidation, the liquidator shall keep the monies in respect of trading separate from the payments and expenses of the liquidation.

133. Form of final report or account.

The final report or account of the liquidation required by sections 67 (1) (a), 77 and 114 of the Act shall be in **Form 26 in Schedule 1**.

134. Application against decision of official receiver

A person aggrieved by a decision of the official receiver shall within twenty one working days from the date of the decision apply to the court to review the decision.

PART VII—ADMINISTRATION IN RESPECT OF COMPANIES

Provisional administration

135. Petition for an interim protective order .

(1) A company which by special resolution of the board agrees to make a settlement with its creditors and appoints a provisional administrator under section 139 of the Act shall within fourteen working days after the resolution petition the court for an interim protective order to be made by the court in respect of the company.

(2) The petition shall be in **Form 27 in Schedule 1** and shall contain—

- (a) a statement by the petitioner on whether the company is or is likely to be unable to pay its debts and justification for the belief;
- (b) a statement of the assets and liabilities of the company;
- (c) the name of the shareholders and contributories of the company;

- (d) a statement of the company's solvency, details of any prior professional relationship that the proposed provisional administrator has had with the company to which he or she is appointed as provisional administrator.
- (3) The petition shall be accompanied with—
- (a) a special resolution filed with the registrar of companies authorizing the company to make a settlement with its creditors and appointing a provisional administrator;
 - (b) proof that the proposed provisional administrator is willing to act as provisional administrator;
 - (c) the proposed settlement and a report of the proposed provisional administrator on the proposed settlement;
 - (d) audited accounts of the company for the year preceding the petition.

136. Verification of petition.

- (1) The petition shall be verified by an affidavit.
- (2) The affidavit shall be sworn by a director, secretary or any other principal officer of the company and shall contain statements verifying the facts in the petition including—
- (a) a statement of the company's financial position, pointing to the fact that the company is or is likely to become unable to pay its debts;
 - (b) the company has agreed to a settlement with its creditors;
 - (c) whether the company is in liquidation or details of any insolvency proceedings in relation to the company including any petition that has been presented for the winding up of the company so far as is within the immediate knowledge of the person verifying the petition;

- (d) that, so far as the company is able to ascertain, the appointment of a provisional administrator by the company is not prevented by the Act; and
- (e) any other matter which, in the opinion of the company petitioning for an interim protective order, will assist the court in deciding whether to make the order or not.

137. Service of petition.

(1) Every petition shall be served—

- (a) where a receiver of the property of the company has been appointed, on the receiver;
- (b) where there is a petition pending for the winding-up of the company, on the petitioner and on the provisional liquidator;
- (c) on the person appointed as provisional administrator.
- (d) on any enforcement officer or other officer who to the knowledge of the petitioner is charged with an execution or other legal process against the company or its property; and
- (e) any person who to the knowledge of the petitioner has distrained against the company or its property.

(2) Service of the petition shall be effected—

- (a) on the company, by delivering the petition at the registered office or if there is no registered office of the company, service may be effected by delivery to its last known principal place of business.
- (b) on any other person, by delivering the petition at that person's notified address for service; but if there is no such address, service may be effected by delivery at his or her usual or last known address;

- (c) in any other manner directed by the court.

Hearing of petitions and orders made on petitions.

138. Persons who may appear or be represented at the hearing.

At the hearing of the petition, any of the following persons may appear or be represented—

- (a) a director of the company;
- (b) a person on whom the petition is served;
- (c) with the permission of the court, any other person who appears to have an interest in the company or the petition.

139. Notice by persons who intend to appear.

(1) Every person who intends to appear at the hearing of a petition shall give notice of his or her intention to do so to the petitioner or the petitioner's advocate.

(2) The notice shall contain the address of the person and shall be served on the petitioner or the petitioner's advocate at least two working days before the date appointed for hearing the petition.

(3) The notice shall be in **Form 4 in Schedule 1**.

(4) A person who has not given notice according to this regulation shall not be allowed to appear without the leave of the court.

140. List of appearances.

(1) The petitioner shall prepare for the court a list of the persons who have given notice to appear, specifying their names and addresses.

(2) The list shall be in **Form 5 in Schedule 1** and shall be submitted to the court before the hearing.

(3) The petitioner shall, against the name of each person on the list, indicate whether the intention of the person is to support the petition, or to oppose it.

141. Hearing of petition.

(1) At any time after the expiry of the time for filing a reply to the petition, the court may set down the petition for hearing.

(2) For the purposes of this regulation, the petitioner shall take out a hearing notice which he or she shall serve on—

- (a) every creditor who has given notice of intention to appear and be heard; and
- (b) the official receiver.

142. Affidavit in opposition and reply.

(1) An affidavit in opposition to a petition shall be filed within seven working days after the date on which the petition is filed, and notice of the filing of every affidavit in opposition to a petition shall be given to the petitioner or the petitioner's advocate on the day on which the affidavit is filed.

(2) An affidavit in reply to an affidavit filed in opposition to a petition shall be filed within three working days after the date on which notice of that affidavit is received by the petitioner or the petitioner's advocate.

143. Interim protective order.

Where the court makes an interim protective order the petitioner shall serve a copy of the order on the provisional administrator, the official receiver and the registrar.

144. Notice of appointment of provisional administrator.

(1) A provisional administrator shall, within seven working days from the date of the interim protective order give notice of his or her appointment—

- (a) to each creditor of whose claim and address the provisional administrator is aware;
- (b) if a receiver of the company's property has been appointed, to the receiver;
- (c) if there is pending a petition for the winding up of the company, to the petitioner and to the provisional liquidator, if any;
- (d) to any enforcement officer who, to the provisional administrator's knowledge, is charged with execution or other legal process against the company; and
- (e) to any person who, to the provisional administrator's knowledge, has distrained against the company or its property.

(2) The notice shall be in **Form 12 in Schedule 1** and may be sent electronically and by publication in a newspaper of wide circulation or by electronic media.

(3) A provisional administrator appointed under section 146 (3) of the Act shall give notice of his or her appointment to the court, official receiver, receiver, liquidator or provisional liquidator.

145. Provisional administrator's proposals.

(1) The proposal of the provisional administrator under section 147 of the Act shall set out the scheme for achieving the purpose of the provisional administration.

(2) The proposal shall include—

- (a) the full name and registered address of the company;
- (b) details relating to his or her appointment as provisional administrator;
- (c) an account of the circumstances giving rise to the appointment of the administrator;
- (d) a summary of the statement of the company's affairs, and details of the financial position of the company, with the provisional administrator's comments, if any;
- (e) a statement of how it is envisaged the purpose of the administration will be achieved and how it is proposed that the provisional administration shall end;
- (f) such other information as the administrator thinks necessary to enable creditors to decide whether or not to vote for the adoption of the proposal.

(3) A proposal made under this regulation may include a proposal for an administration deed to be executed between the company and an administrator.

(4) Where an administration deed is proposed under sub regulation (3), the proposal shall indicate details of the proposed administration deed.

146. Creditors meeting to consider provisional administrator's proposals.

(1) The notice of the meeting to consider the proposal of the provisional administrator shall be sent to every creditor of the company of whose claim and address the provisional administrator is aware and shall be accompanied by the proposals of the provisional administrator.

(2) The notice to attend the meeting shall be sent out at the same time to any directors or officers of the company, including persons who have been directors or officers in the past, whose presence at the meeting is, in the opinion of the provisional administrator required at the meeting.

(3) At any meeting of creditors called by the provisional administrator, the provisional administrator shall preside at the meeting, or in his or her absence, a person nominated by him or her in writing.

147. Form of notice of end of provisional administration.

The notice required by section 151 of the Act where the creditors resolve that—

- (a) an administration deed proposed by a provisional administrator should not be executed;
- (b) the provisional administration should end; or
- (c) that the company be liquidated,

shall be in **Form 18 in Schedule 1**.

148. Public examination of promoters and officers of the company.

(1) An application to the court under section 161 of the Act for the public examination of a director, promoter or officer of the company shall be made by summons in chambers.

- (2) The application shall be served on—
- (a) the promoter, director or officer in respect of whom the application is made;
 - (b) the provisional administrator;
 - (c) the creditors of the company;

(d) a contributory, where applicable.

(3) The official receiver shall take part in the examination.

(4) The provisional administrator, a creditor or contributory of the company may also take part in the examination personally or by advocate.

(5) The director, promoter or officer of the company shall be examined on oath and shall answer all questions put to him or her or allowed by the court.

Administration

149. Notice of execution of administration deed.

The public notice required to be given by the administrator under section 162 of the Act shall be in **Form 18 in Schedule 1**.

150. Application to confirm variation of administration deed.

(1) An application to confirm variation of a deed under section 167 of the Act shall be made by summons in chambers.

(2) A copy of the application shall be served on the official receiver and the registrar.

151. Reports on progress of administration to creditors.

(1) The administrator shall, every six months, during the course of administration, make and submit a progress report to the company's creditors.

(2) A progress report shall include—

(a) full details of the administrator;

(b) details of progress during the period of the report, including receipts and payments;

- (c) details of any assets that remain to be realised;
- (d) a statement of the creditors' right to request information and their right to challenge the administrator's expenses; and
- (e) any other relevant information for the creditors.

(3) Where the administrator defaults in complying with this regulation, the administrator shall, on a petition by the creditors to the official receiver, be liable to a default fine of five currency points for each calendar day that the administrator is in default.

(4) The default fine under subregulation (3) shall be paid to the registrar in accordance with section 253 (2) of the Act.

(5) The administrator shall submit a copy of the progress report under subregulation (1) to the official receiver, court and registrar.

152. Expenses of administration.

(1) Subject to sub regulation (2), the expenses of the administration shall be paid in the following order of priority—

- (a) expenses properly incurred by the administrator in performing his or her functions in the administration of the company;
- (b) costs of any application made to court by the administrator;
- (c) any necessary disbursements by the administrator in the course of the administration;
- (d) the remuneration of any person who has been employed by the administrator to perform any services for the company;
- (e) the administrator's remuneration;
- (f) the amount of any corporation tax on chargeable gains accruing on the realisation of any asset of the company.

(2) The court may, where the assets of a company are insufficient to satisfy the liabilities, make an order as to the payment out of the assets of the expenses incurred in the administration in the order of priority determined by the court.

Payment of creditors' claims

153. Notice of intention to pay creditors' claims.

(1) The administrator shall give notice to the creditors of his or her intention to pay creditors' claims.

(2) The notice shall be sent to all creditors whose addresses are known to the administrator and shall invite the creditors to prove their debts.

(3) The notice shall be **in Form 28 in Schedule 1** and shall state the date from which the administrator shall start paying the claims and shall state whether the payment is a sole, final payment or a first payment.

154. Payment of creditors' claims.

(1) In determining the amount due to creditors, the administrator shall provide for—

- (a) any debts which appear to the administrator to be due to persons who, by reason of the distance of their place of residence, may not have had sufficient time to tender and establish their proofs;
- (b) any debts which are the subject of claims which have not yet been determined;
- (c) disputed proofs or claims.

(2) A creditor who has not proved his debt before the date specified in the notice of intention to pay creditors is not entitled to interfere with the payment of other creditors, by reason that he or she has not submitted

his or her claim, but after that creditor has proved his or her debt, he or she may be paid, out of any money for the time being available for the payment of any further claims.

155. Application to extend administration.

(1) An administrator may, with the consent of the company or the creditors, apply to the court to extend the administration beyond the period specified in the administration deed.

(2) An application to the court for an extension of administration shall be accompanied by a progress report for the period since the last progress report, if any, or the date the company entered into administration.

(3) Where the court makes an order extending the administration, the administrator shall give notice of the order to the creditors as soon as reasonably practicable, together with a copy of the progress report which accompanied the application to the court.

156. Notice of end of administration.

(1) A notice by the administrator that the purpose of administration has been achieved shall be in **Form 18 in Schedule 1**.

(2) The notice shall be accompanied by a final report of the administration.

(3) The administrator shall—

- (a) send a copy of the notice to the registrar of companies and to the company;
- (b) file a copy of the notice with the court;
- (c) give a copy of the notice to every creditor of the company and all persons who were notified of the appointment of the administrator.

157. Application to the court to terminate administration.

(1) An application to the court by the administrator for an order to terminate an administration shall be accompanied by a progress report covering the period from the last progress report or the date on which the company entered administration and a statement indicating the opinion of the administrator on how the company should proceed.

(2) An application to the court by a creditor to terminate the administration shall state the grounds on which the administration should be terminated.

(3) A copy of the application shall be served on—

- (a) the administrator, in the case of an application by a creditor;
- (b) the creditors;
- (c) the company.

158. Notice of termination of administration by the court.

(1) Where the court makes an order terminating the administration, the administrator shall send to the registrar of companies a copy of the court order and a copy of the administrator's final report.

(2) Within fourteen working days from the date of the order, the administrator shall give public notice of the order and the final report to all other persons who received notice of the administrator's appointment.

Resignation, death or removal of administrator

159. Resignation of administrator.

(1) The administrator shall give at least fourteen working days notice of the intention to resign to the debtor and the debtor's creditors.

(2) A copy of the notice of resignation shall be filed with the court and sent to the official receiver.

160. Death of administrator.

The official receiver shall within fourteen working days after learning of the death of the administrator give notice of the death to the court and call a meeting of the creditors.

161. Application to the court to remove provisional administrator or administrator from office.

(1) An application under section 174 of the Act to remove a provisional administrator or administrator from office shall be made by motion and shall state the grounds for the removal of the provisional administrator or administrator.

(2) The application shall be served on the provisional administrator or administrator, the company and all the creditors, within seven working days after filing the application in court.

(3) Where the court makes an order removing the administrator, the applicant shall within seven working days from the date of the order serve a copy of the order on—

- (a) the provisional administrator or administrator;
- (b) the official receiver;
- (c) the registrar;
- (d) every person on whom the application is served.

162. Filling vacancy in office of administrator.

(1) Where there is a vacancy in the office of the administrator as a result of death, resignation, removal, ceasing to practice as an insolvency practitioner or any other reason, and no person is acting as administrator, the official receiver shall act as administrator until another insolvency practitioner is appointed as administrator by the debtor and the debtor's creditors.

(2) The court may on the application of a creditor replace an administrator if the court is satisfied that steps are not being taken to make a replacement or that for any other reason it is appropriate for the court to make the replacement.

(3) A person appointed as administrator under this regulation shall give all the notices required of an administrator upon appointment as the administrator.

163. Duties of the administrator on vacating office.

Where the administrator ceases to be in office due to removal, resignation or ceasing to be qualified as an insolvency practitioner, the administrator shall within fourteen working days deliver up to the person succeeding him or her as administrator the records of the administration, including correspondence, proof of debt of claims and other related documents relating to the administration or the company.

PART VIII—CORPORATE AND INDIVIDUAL RECEIVERSHIP

164. Acceptance and confirmation of acceptance of appointment.

A person appointed receiver under Part VII of the Act shall within seven working days after the appointment, confirm his or her acceptance to act as receiver.

165. Public notice of receivership.

The public notice of appointment required by section 178(1) of the Act shall be in **Form 29 in Schedule 1** and shall state—

- (a) that a receiver has been appointed;
- (b) receiver's full name, physical office address, electronic mail address and day time telephone number;
- (c) the date of the appointment and date of commencement of receivership;
- (d) the name of the person who made the appointment; and

- (e) brief description of the property which has come into the receiver's possession.

Statement of affairs.

166. Notice requiring statement of affairs.

(1) A receiver may require the grantor or in the case of a company any director, secretary or any other person authorized by the grantor of the grantor, to furnish the receiver with a statement of affairs of the individual or company respectively.

(2) Every statement of affairs shall be verified by a statutory declaration made by the person giving the statement.

Resignation, death or removal of receiver

167. Resignation of receiver.

(1) A receiver shall give at least fourteen working days notice of the intention to resign to the grantor and official receiver.

(2) A copy of the notice of resignation shall be filed with the official receiver and court where the official receiver was appointed by court.

168. Application to the court to remove receiver from office.

(1) An application under section 196 of the Act to remove a receiver from office shall be made by motion and shall state the grounds for the removal of the receiver.

(2) The application shall be served within seven working days after filing the application, in the case of—

- (a) a company, on the company and all the creditors;
- (b) an individual, on the individual.

(3) Where the court makes an order removing the receiver, the applicant shall within seven working days from the date of the order serve a copy of the order on—

- (a) the official receiver;
- (b) the registrar, in the case of corporate receivership;
- (c) every person on whom the application is served.

169. Notice of appointment of another receiver .

A person appointed as receiver in place of one who has died, been removed or vacated office shall give all the notices required of a receiver upon appointment.

170. Death or incapacity of receiver.

(1) Where a receiver dies or is incapacitated, the person who made the appointment shall, within fourteen working days after becoming aware of the death or incapacitation, give notice of the death or incapacitation to—

- (a) the grantor;
- (b) if the grantor is a company, to the registrar of companies;
- (b) if the grantor is a company in liquidation, to the liquidator.

(2) Upon the death of a receiver, the secured holder of the charge under which he or she is appointed may replace that receiver by appointing another person in place of the deceased receiver, and the secured holder shall give notice of the appointment to the grantor and the official receiver.

171. Receiver's duties on vacating office.

Where a receiver ceases to be in office due to removal, resignation or ceasing to be qualified as an insolvency practitioner, the receiver shall within fourteen working days deliver up to the person succeeding him or her as receiver—

- (a) the property which is under his or her control;
- (b) the records of the receivership, including other papers relating to the receivership; and
- (c) full accounts and other records of receipts, expenditure and other transactions during the receivership.

PART IX—CREDITORS CLAIMS.

Proof of debts

172. Proving a debt.

(1) A person claiming to be a creditor of an insolvent and wishing to recover his or her debt in whole or in part shall submit a claim in writing to the office holder and shall state whether the creditor is claiming as a secured or an unsecured creditor.

(2) Where a person claims as an unsecured creditor, the office holder may require the claim to be verified by a statutory declaration.

(3) A creditor's proof shall be made by the creditor or by a person authorised by the creditor and shall state—

- (a) the creditor's name and address, and if a company, its company registration number;
- (b) if the creditor is not himself or herself making the proof, the name, address and authority of the person making the proof on behalf of the creditor;
- (c) the total amount of the creditor's claim as at the date of insolvency, less any payments made after that date in respect of the claim, and any adjustment by way of set-off;
- (d) in case of a company, if the liquidation is immediately preceded by an administration, the date on which the company entered administration, less any payments made after that date in respect of the claim and any deduction;

- (e) particulars of how and when the debt is incurred by the insolvent; and
- (f) particulars of any security held, the date on which the security is given and the value which the creditor attaches to it.

(4) The office holder may call for any document or other evidence to be produced to him or her, where he or she thinks it necessary for the purpose of substantiating the whole or any part of the claim made in the proof.

(5) In the case of a company, where a winding up is immediately preceded by an administration, a creditor who proves a debt in the administration shall be taken to have proved the debt in the winding up.

(6) The general form of proof of a debt shall be in **Form 30 in Schedule 1**.

173. Costs of proving a debt.

Unless the court orders otherwise, every creditor shall bear the cost of proving his or her own debt, including costs incurred in providing documents or evidence and the costs incurred by the office holder in estimating the value of an insolvency debt shall fall on the insolvent estate, as an expense of the insolvency.

174. Transmission of proofs to office holder.

Where an office holder is appointed, the provisional office holder where applicable shall as soon as reasonably practicable transmit to the office holder a list of all documents relating to the proof of debts which the provisional office holder where applicable has so far received, together with an itemised list of the proofs.

Admission and rejection of proofs.

175. Notice to creditors to prove debts.

(1) Subject to the Act, and unless otherwise ordered by the court, an office holder may by public notice fix the date, which shall not be less than fourteen working days from the date of the notice, on or before which the creditors of the debtor are required to prove their debts or claims.

- (2) A copy of the notice shall be sent to every person—
- (a) who claims to be a creditor of the insolvent and whose claim has not been admitted; or
 - (b) referred to in the statement of affairs or any preliminary report as a creditor who has not proved his or her debt.

176. Examination of proof, admission and rejection of proof.

(1) The office holder shall examine every proof of debt lodged with him or her, and the grounds of the debt, and in writing admit or reject it, in whole or in part, or require further evidence in support of it.

(2) Where the office holder rejects proof of a debt in whole or in part, the office holder shall send a written notice to the creditor, stating the reasons for the rejection.

doing so.

(3) The notice shall be in **Form 31** of Schedule 1.

(4) Where a creditor is not satisfied with the office holder's decision regarding his or her proof, including any decision on the question of preference, the creditor may, within fourteen working days after receiving the notice under sub regulation (2), apply to the court to review the decision.

(5) An insolvent or any other creditor or contributory may, if not satisfied with the office holder's decision admitting or rejecting the whole or any part of a proof of a debt, apply to the court to review the decision within fourteen working days after becoming aware of the office holder's decision.

(6) A copy of an application made under this regulation shall be served on the office holder.

(7) Where the application is made by a contributory, the court shall not disallow the proof, in whole or in part, unless the contributory shows that there is or that it is likely that there will be a surplus of assets to which the company is entitled.

(8) After the application has been heard and determined, the proof shall, unless it has been wholly disallowed, be returned by the court to the office holder.

(9) The office holder shall not be personally liable for costs incurred by any person in respect of an application under this regulation unless the court makes an order to that effect.

177. Withdrawal or variation of proof.

A creditor's proof may be withdrawn or varied at any time, by agreement between the creditor and the office holder.

178. Time for dealing with proofs.

An office holder shall within fourteen working days after the last date for lodging proof of debts specified in the notice calling for the proof in writing, admit or reject wholly or in part, every proof lodged with the office holder, or require further evidence in support of the claim.

Quantification of claim.

179. Estimate of quantum.

(1) The office holder shall estimate the value of any debt which, by reason of its being subject to any contingency or for any other reason, does not bear a certain value; and the office holder may revise any estimate previously made, if he or she thinks fit by reference to any change of circumstances or to information becoming available to him or her.

(2) The office holder shall inform the creditor as to the estimate and any revision of it.

(3) Where the value of a debt is estimated under this regulation, the amount provable in the insolvency in the case of that debt is the amount estimated by the office holder.

180. Negotiable instruments.

(1) Where the office holder allows a proof in respect of money owed on a bill of exchange, promissory note, cheque or other negotiable instrument, the original or certified copy of the bill of exchange, promissory note, cheque or other negotiable instrument shall be admitted as proof of money owed.

(2) A creditor or the creditors authorized representative shall certify a copy of the negotiable instrument.

181. Secured creditors.

(1) Where a secured creditor realises his or her security, the secured creditor may prove for the balance of his or her debt, after deducting the amount realised.

(2) Where a secured creditor voluntarily surrenders his or her security for the general benefit of creditors, the secured creditor may prove for the whole debt, as if it were unsecured.

(3) Where a secured creditor intends to voluntarily surrender his or her security, he or she shall give notice to the office holder.

182. Discounts.

There shall in every case be deducted from the claim all trade and other discounts which would have been available to the insolvent but for his or her insolvency, except any discount for immediate, early or cash settlement.

183. Mutual credits and set-off.

(1) This regulation applies where, before the insolvency, there have been mutual credits, mutual debts or other mutual dealings between the insolvent and any creditor of the insolvent proving or claiming to prove for a debt in the insolvency.

(2) A reference in sub regulation (1) to mutual credits, mutual debts or other mutual dealings does not include—

- (a) any debt arising out of an obligation incurred at a time when the creditor has notice that insolvency proceedings have commenced ;
- (b) in the case of a company where the liquidation is immediately preceded by an administration, any debt arising out of an obligation incurred when the creditor has notice that the company is in administration;
- (c) in the case of a company in administration, any debt arising out of an obligation incurred during an administration which immediately preceded the liquidation.

(3) An account shall be taken of what is due from each party to the other in respect of the mutual dealings, and the sums due from one party shall be set off against the sums due from the other.

(4) A sum shall be regarded as being due to or from the insolvent for the purposes of sub regulation (3) whether—

- (a) it is payable at present or in the future;
- (b) the obligation by virtue of which it is payable is certain or contingent; or
- (c) the amount is fixed or liquidated, or is capable of being ascertained by fixed regulations or as a matter of opinion.

(5) Only the difference of the amount owed to the creditor is provable in the insolvency.

184. Payments of a periodic nature.

(1) In the case of rent and other payments of a periodic nature, the creditor may prove for any amounts due and unpaid up to the date of insolvency.

(2) Where at the date of the insolvency any payment was accruing due, the creditor may prove for so much as would have fallen due at that date.

185. Interest.

(1) Where the debt is due by virtue of a written instrument and payable at a certain time, interest may be claimed for the period from the date interest is agreed to be due to the date of insolvency.

(2) Where the debt is due otherwise, interest may only be claimed if, before date of insolvency, a demand for payment is made in writing by or on behalf of the creditor, and notice is given that interest would be payable from the date of the demand to the date of payment.

(3) For the purposes of the Act and the Regulations, interest shall be chargeable at a rate not exceeding 6 percent per year.

186. Proof of debt payable at a future time.

A creditor may prove a debt not payable at the date of insolvency, as if it were payable immediately.

187. Surrender for non-disclosure.

(1) If a secured creditor does not disclose his or her security in the secured creditor's proof of debt, he or she shall surrender the security for the general benefit of creditors, unless the court, on application by the secured creditor, relieves him or her from the effect of this regulation on the ground that the omission is inadvertent or the result of an honest mistake.

(2) Where the court grants relief, the court may require or allow the creditor's proof of debt to be amended, in the manner determined by the court.

188. Workers' wages.

(1) In any case in which it appears that there are numerous claims for wages by workers and others employed by the insolvent, it is sufficient if one proof for all those claims is made by a foreman or by one person on behalf of all workers.

(2) The proof shall have annexed to it and forming part of it, a schedule setting out the names of the workers and the amounts severally due to them.

(3) The proof of debt for workers shall be in **Form 32** in Schedule 1.

(3) Any proof made in compliance with this regulation shall have the same effect as if separate proofs had been made and submitted by each of the workers.

PART X—VOIDABLE TRANSACTIONS.

189. Application to set aside voidable transaction.

(1) The notice by a liquidator, receiver, member or contributory, trustee or creditor to set aside a voidable transaction under section 19 of the Act shall be supported by an affidavit setting out how the transaction falls within section 15, 16, 17 or 18 and why the court should set it aside.

(2) A copy of the notice, after being endorsed by court shall be served on the parties to the transaction and every other person from whom the liquidator, receiver or trustee wishes to recover.

(3) Any person served with a notice under sub regulation (2) may, by notice of motion supported by an affidavit, apply to court within fourteen working days after receipt of the notice for an order to stay the setting aside of the transaction.

PART XI—THE OFFICIAL RECEIVER

190. Expenses of the official receiver.

(1) Any expenses incurred by the official receiver in connection with proceedings taken against the official receiver in insolvency proceedings shall be treated as expenses of the insolvency.

(2) In respect of any sums due to the official receiver under sub regulation (1), in connection with insolvency proceedings, the official receiver shall have a charge on the estate of the insolvent.

(3) For the purposes of this regulation “expenses” include damages.

Companies Liquidation Account.

191. Remittances to Companies Liquidation Account.

(1) Unless otherwise directed by the court, every liquidator of a company which is being wound up by the court shall pay, without deduction, all moneys received by him or her, as liquidator of the company, to the Companies Liquidation Account.

(2) The remittances referred to in sub regulation (1) shall be made in the manner determined by the official receiver.

192. Mode of payment out of Companies Liquidation Account.

(1) All payments out of the Companies Liquidation Account shall be made by the official receiver in the manner determined by the official receiver .

(2) All necessary disbursements made by a liquidator on account of a company which is being wound up by the court to the date of the liquidator’s application for release shall be repaid to the liquidator out of any moneys standing to the credit of the company in the Companies Liquidation Account on application to the official receiver.

(3) The official receiver is not liable for any payments made at the request of a liquidator.

PART XII—PROVISIONS RELATING TO INSOLVENCY PRACTITIONERS

193. Professional indemnity.

(1) The professional indemnity required under section 204(1) of the Act shall be filed with the official receiver.

(2) The official receiver shall issue a certificate to the insolvency practitioner that the professional indemnity has been given to his or her satisfaction.

(3) The certificate shall be in **Form 33 in Schedule 1**.

(4) Where two or more persons are appointed jointly to act as insolvency practitioners in relation to any person or company, this regulation shall apply to each of them individually.

194. Requirements in respect of security.

(1) The security required under section 204(1) of the Act shall be in writing and shall contain an undertaking by the insurer who issues the security to be jointly and severally liable for losses in relation to the insolvent.

(2) The terms of the security shall among other things provide,—

- (a) for the payment, in respect of each case where the insolvency practitioner acts, of claims in respect of liabilities for losses up to an aggregate maximum sum in respect of that case which shall be equal to at least two percent of the value of the insolvent's assets as estimated by the insolvency practitioner at the date of his or her appointment;
- (b) for a schedule containing the name of the insolvent and the value of the insolvent's assets to be submitted to the insurer within the period specified in the bond;
- (c) for the payment of losses, whether they arise during the period in which the insolvency practitioner holds office in the capacity in which he or she is initially appointed or a subsequent period where he or she holds office in another capacity.

(3) For purposes of sub regulation (2), in estimating the value of an insolvent's assets, unless the insolvency practitioner has reason to doubt their accuracy, the insolvency practitioner may rely upon any statement of affairs produced in relation to that insolvent under the Act.

195. Failure to give or keep up security by insolvency practitioner.

(1) In a winding up by the court, if a provisional liquidator fails to furnish evidence of security within the time stated for that purpose in the order appointing him or her, or any extension of that time, the official receiver shall report the failure to the court, which may rescind the order appointing the provisional liquidator.

(2) Where a provisional liquidator or liquidator in a winding up by the court does not keep up his or her security, the official receiver shall report the failure to the court, which may remove the provisional liquidator or liquidator, and make any order as to costs as the court considers just.

(3) Where an order is made under this regulation rescinding an order for the appointment or removing a liquidator, the court may direct that meetings shall be held for the purpose of determining whether an application shall be made to the court for another liquidator to be appointed, and the same meetings shall be summoned and the same proceedings may be taken as in the case of a first appointment of a liquidator.

(4) In any other insolvency proceeding, if an insolvency practitioner fails to furnish evidence of security to the appointing authority before the time for making the appointment, or any extension of that time, the official receiver shall report the failure to the appointing authority.

(5) Where an insolvency practitioner in any insolvency proceeding fails to keep up his or her security, the official receiver shall report the failure to the committee of inspection if any, or to the appointing authority of the insolvency practitioner, who may remove the insolvency practitioner from office.

196. Requirements for professional indemnity insurance.

The professional indemnity referred to in section 204 (1) (b) of the Act shall, in addition to any other cover against general professional negligence, specifically provide for cover for losses in relation to the insolvent.

197. Security or professional indemnity requirements for insolvency practitioners operating outside Uganda.

(1) Where an insolvency practitioner operating outside Uganda is appointed to act as insolvency practitioner for an insolvent in Uganda, if that insolvency practitioner is already covered in that country by professional indemnity or a guarantee, the insolvency practitioner shall produce a copy of the document providing the professional indemnity or guarantee to the official receiver.

(2) On receipt of the document specified in sub regulation (1), the official receiver shall determine whether the professional indemnity or guarantee is equivalent or essentially comparable to the bond or professional indemnity required under the Act or these Regulations as regards its purpose and the cover it provides in terms of—

- (a) the risk covered;
- (b) the amount covered; and
- (c) exclusions from the cover.

(3) Where the official receiver is satisfied that the professional indemnity or guarantee does not compare with the bond or professional indemnity required under the Act or these Regulations, the official receiver shall notify the insolvency practitioner and—

- (a) give reasons for the determination;
- (b) specify any terms which, if included in the indemnity, would result in the official receiver accepting the indemnity as comparable to the bond or professional indemnity.

198. Records to be maintained by insolvency practitioners.

(1) In respect of each case in which an insolvency practitioner acts, he or she shall maintain records containing the information specified in sub regulation (3).

(2) Any records created in relation to a case under this regulation shall be preserved by the insolvency practitioner for six years.

(3) The records referred to in sub regulation (1) include—

- (a) record of receipts and payments made in relation to, or in connection with the insolvency;
- (b) record of time spent on that case by the insolvency practitioner or any person assigned to assist the insolvency practitioner;
- (c) records that relate to any business carried on in the case by or at the direction of the insolvency practitioner; or
- (d) records that generally relate to the management of the insolvency.

(4) Any records maintained by an insolvency practitioner shall, on the giving of reasonable notice be made available by the insolvency practitioner for inspection by—

- (a) any professional body to which the insolvency practitioner is a member; and
- (b) the official receiver.

(5) Any person who is entitled to inspect any record under this regulation is also entitled to take a copy of the record.

199. Duty to keep record of insolvency practitioners against whom prohibition order is made.

(1) The official receiver and the registrar of a professional body to which the insolvency practitioner is a member shall keep a record of insolvency practitioners in respect of whom a prohibition order has been made under section 209 of the Act.

(2) Any record maintained under sub regulation (1) shall, on the giving of reasonable notice be made available for inspection by—

- (a) the relevant professional body of which the insolvency practitioner is a member;
- (b) any person who wishes to engage an insolvency practitioner.

200. Duty to check insolvency practitioners’ security or professional indemnity.

Wherever under these Regulations any person or committee has to appoint, or certify the appointment of an insolvency practitioner to any office, that person or committee shall, before making or certifying the appointment, be satisfied that the person appointed or to be appointed as insolvency practitioner has adequate security or professional indemnity for the proper performance of his or her duties as insolvency practitioner.

201. Cost of insolvency practitioner’s security.

(1) Subject to sub regulation (2), in any insolvency proceedings, the cost of the insolvency practitioner’s security or professional indemnity including any premiums which the insolvency practitioner may pay to an insurer or a guarantee society shall be borne by the insolvency practitioner personally, and shall not be charged against the assets of the insolvent as an expense of the proceedings.

(2) Notwithstanding sub regulation (1), the professional indemnity of a provisional administrator and receiver shall be recovered from the insolvent’s property under sections 159 and 187 of the Act respectively.

PART XIII—COURT PROCEDURE

202. Title of proceedings.

Every proceeding under the Act or under these Regulations shall be titled “In the matter of the company”, or as the case may be “In the matter of the debtor or bankrupt” to which the proceeding relates and “In the matter of the Insolvency Act”.

203. Motions and summonses.

(1) Unless otherwise specified in the Act or these Regulations, every application in court other than a petition shall be made by motion.

(2) A notice of the motion shall be served on every person against whom an order is sought not less than fourteen clear days before the day named in the notice for hearing the motion, which day shall be one of the days appointed for the sittings of the court.

(3) Every application in chambers shall be made by summons, which, unless otherwise ordered, shall be served on every person against whom an order is sought, and shall require the person or persons to whom the summons is addressed to attend at the time and place named in the summons .

204. Application of provisions of Civil Procedure Rules to insolvency proceedings.

The Civil Procedure Rules shall apply to proceedings under the Act and these Regulations in respect of any matter which is not provided for under the Act or these Regulations.

PART XIV—PROXIES, COMPANY REPRESENTATION AND POSTAL BALLOTS

Proxies

205. Proxies

(1) Proxies may be used at a meeting of creditors, the company or contributories convened under the Act or the Regulations.

(2) Only one proxy may be given by a person for any one meeting at which the person desires to be represented.

(3) A proxy may only be given to a person aged eighteen years or above.

(4) A person may specify one or more other persons to be proxy-holders in the alternative and shall specify the order in which they are to act as proxy.

(5) A proxy shall require the holder to give the principal's vote on matters arising for determination at the meeting, or to abstain, or to propose, in the principal's name, a resolution to be voted on by the meeting, as directed or in accordance with the holder's own discretion.

206. Issue and use of forms of proxy.

(1) When notice is given of a meeting to be held in insolvency proceedings, and forms of proxy are sent out with the notice, the form sent out shall not have inserted in it the name or description of any person.

(2) A form of proxy shall be signed by the principal, or by some person authorised by the principal, generally or with reference to a particular meeting.

(3) Where a proxy form is signed by a person other than the principal, the nature of the person's authority shall be stated.

207. Form of proxies.

Every proxy shall be in accordance with the general proxy in **Form 34** or the special proxy in **Form 35** in Schedule 1.

208. Use of proxies at meetings.

(1) A meeting shall not use a form of proxy other than the one which is sent out with the notice convening the meeting or a substantially similar form.

(2) A proxy given for a particular meeting may be used at any adjournment of that meeting.

(3) Where the official receiver holds proxies for use at any meeting, his or her assistant, or any other person authorised by the official receiver in writing, may act as proxy-holder in the official receiver's place.

(4) Where the insolvency practitioner holds proxies to be used by him or her as chairperson of a meeting, and some other person acts as chairperson, the other person may use the insolvency practitioner's proxies as if he or she were himself or herself a proxy-holder.

(5) Where a proxy directs a proxy-holder to vote for or against a resolution for the nomination or appointment of a person as the responsible insolvency practitioner, the proxy-holder may, unless the proxy states otherwise, vote for or against any resolution for the nomination or appointment of that person jointly with another person.

(6) A proxy-holder may propose any resolution which, if proposed by another, would be a resolution in favour of which by virtue of the proxy he or she would be entitled to vote.

(7) Where a proxy gives specific directions as to voting, this does not, unless the proxy states otherwise, preclude the proxy-holder from voting at his or her discretion on resolutions put to the meeting which are not dealt with in the proxy.

209. Retention of proxies.

Proxies used for voting at any meeting shall be retained by the chairperson of the meeting, and the chairperson shall, where the chairperson is a person other than the insolvency practitioner, deliver the proxies, immediately after the meeting, to the insolvency practitioner.

210. Proxy-holder with financial interest.

A proxy-holder shall not vote in favour of any resolution which would directly or indirectly place the proxy-holder, or any associate of his or hers, in a position to receive any remuneration out of the insolvent estate, unless the proxy specifically directs the proxy-holder to vote in that way.

211. Solicitation of proxies for appointment.

Where it appears to the satisfaction of the court that any solicitation has been used by or on behalf of an insolvency practitioner in obtaining proxies or in procuring his or her appointment under the Act or these Regulations the court may order that no remuneration is allowed to the person by whom or on whose behalf the solicitation is exercised notwithstanding any resolution of the committee of inspection or of the creditors or contributories to the contrary.

212. Proxy of blind creditor or creditor incapable of writing.

(1) A proxy of a creditor who is blind or incapable of writing may be accepted if the creditor has attached his or her signature or mark to the proxy in the presence of a witness and the witness shall add his or her signature and address to the proxy.

(2) The witness shall certify at the foot of the proxy that all insertions in the proxy have been made at the request and in the presence of the creditor before he or she attached his or her signature or mark.

213. Company representation.

(1) Where a person is authorised to represent a corporation at a meeting of creditors or of the company or its contributories, the person shall produce to the chairperson of the meeting a formal authorization from the management of the company.

(2) The authorisation must be under the seal of the corporation, or certified by the secretary or a director of the corporation to be a true copy.

Postal ballots

214. Duties of person authorised to collect votes.

(1) It is the duty of a person authorised to receive and count postal votes in relation to a meeting—

- (a) to collect together all postal votes received by him or her; and

- (b) in relation to each resolution to be voted on,—
 - (i) to count the number of creditors or creditors belonging to a class of creditors, as the case may be, voting in favour of the resolution and determine the total amount of the debts owed by the company to those creditors; and
 - (ii) to count the number of creditors or creditors belonging to a class of creditors, as the case may be, voting against the resolution and determine the total amount of the debts owed by the company to those creditors; and
- (c) to sign a certificate—
 - (i) that he or she has carried out the duties set out in paragraphs (a) and (b); and
 - (ii) stating the results of the counts and determinations required by paragraph (b); and
- (d) to ensure that the certificate required by paragraph (c) is presented to the person chairing or convening the meeting.

215. Other matters related to postal votes.

(1) If a vote is taken at a meeting where creditors attended in person, on a resolution on which postal votes have been cast, the person presiding shall include the results of voting by all creditors who have sent in a voting paper duly marked as for or against the resolution.

(2) A certificate given in relation to the postal votes cast in respect of a meeting of creditors shall be annexed to the minutes of the meeting.

PART XV—MISCELLANEOUS AND GENERAL MATTERS.

216. Enlargement or abridgment of time.

The court may, in any case in which the court considers just, extend or abridge the time appointed by these Regulations or fixed by any order of the court for doing any act or taking any proceeding.

217. Formal defect not to invalidate proceedings.

(1) Proceedings under the Act or these Regulations shall not be invalidated by any formal defect or by any irregularity, unless the court before which an objection is made to the proceeding is of the opinion that substantial injustice has been caused by the defect or irregularity and that the injustice cannot be remedied by any order of that court.

(2) A defect or irregularity in the appointment of an office holder in insolvency proceedings or any other appointment under the Act or these Regulations, shall not vitiate any act done by him or her in good faith.

218. Notice to joint insolvency practitioners

Where two or more persons are acting jointly as insolvency practitioners in any proceedings, delivery of a document to one of them is to be treated as delivery to them all.

219. Service on joint office-holders

Where there are joint office-holders in insolvency proceedings, service on one of them is to be treated as service on all of them.

220. Revocation

The following statutory instruments are revoked—

- (a) the Bankruptcy (Costs) Rules, S.I. 67-6;
- (b) the Deeds of Arrangement Rules, S.I. 75-1; and
- (c) the Companies (Winding Up) Rules, S.I. 110-2.

SCHEDULE 1

FORMS

Form 1

Statutory demand

Regulation 4(1)

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

Form 1

STATUTORY DEMAND

To

.....

.....

(Name and address of debtor)

IN ACCORDANCE WITH SECTION 4 OF THE INSOLVENCY ACT, 2011, I HEREBY DEMAND THAT YOU PAY

.....
.....*(insert amount of the debt in Uganda Shillings or equivalent)*

Or compound with me or give me a charge over property to secure payment of the debt, to my satisfaction within twenty working days from the date of service of this demand or such longer period as the court may order .

Particulars of the debt

.....

.....

.....

Signed..... (Creditor or agent)Date.....

Received by..... Date.....

Notes

1. *If the amount of debt includes interest not previously notified to the debtor as included in the debtor's liability, details should be given, including the grounds upon which interest is charged. The amount of interest must be shown separately.*

2. *Any other charge accruing due may be claimed. The amount or rate of the charge must be identified and the grounds on which it is claimed must be stated.*
3. *In ANY case the amount claimed must be limited to that which has accrued due at the date of the demand.*
4. *If the creditor holds any security the amount of the debt should be the sum the creditor is prepared to regard as unsecured for the purposes of this demand. Brief details of the total debt should be included and the nature of the security and the value put up on it by the creditor, as at the date of the demand, must be specified.*
5. **You may apply to the court to set aside this statutory demand under section 5 of the Act.**

Form 2

Debtor's petition for bankruptcy

Regulation 8

IN THE MATTER OF(*debtor or bankrupt*)

AND

IN THE MATTER OF THE INSOLVENCY ACT 2011

The humble petition of
(*Insert full name, address and occupation (if any) of debtor*) carrying on
business as(*Insert
trading name, business address and nature of the business*) STATES as
follows:

1. Your petitioner is unable to pay his or her debts. *OR*. A statutory demand was served on your petitioner on theday of but your petitioner is unable to comply with the demand. *OR* Your petitioner has within the period of five years ending with the date of the petition:—
 - (a) been adjudged bankrupt (*state reference number of the bankruptcy proceedings, date of bankruptcy order and court that made the order*);
 - (b) made a composition with his or her creditors in satisfaction of your humble petitioner's debts, (*insert date of composition with creditors*); or
 - (c) entered into an arrangement with his or her creditors.
2. A statement of your petitioner's affairs is attached to this petition.
3. Your petitioner therefore requests this honourable court that a bankruptcy order be made declaring the petitioner bankrupt.

Dated theday of 20.....

Signed:

Petitioner.

Form 3

Creditor's petition for bankruptcy

Regulation 9 (2)

IN THE MATTER OF(*debtor or bankrupt*)

AND

IN THE MATTER OF THE INSOLVENCY ACT 2011

The humble petition of (*Insert full name(s) and address (es) of petitioner(s) and carrying on business as(Insert trading name (adding "with another or others", if this is so), business address and nature of business)*) states as follows—

1. (*Insert full name of debtor*) is justly and truly indebted to me/us in the aggregate sum of Ug.shs
(Give the amount of debt(s), how and when they were incurred, the amount or rate of any interest or other charge not previously notified to the debtor)
2. The debt is for a liquidated sum payable immediately and the debtor appears to be unable to pay it.
3. On theday of.....20..... a statutory demand was served upon the debtor requiring the debtor to pay owed to.....
(insert name of creditor).
4. To the best of my knowledge and belief the demand has neither been complied with nor set aside.
5. To the best of my knowledge and belief there is no application to set it aside pending before this Honourable court or any other court;

OR

3. The debt arises under a judgment debt or order of court and execution has been returned unsatisfied to wit Decree No.....of 20.....High Court at...../Chief Magistrates court of.....particulars of return.....

4. I/We do not, nor does any person on our behalf, hold any security on the debtor's estate, or any part thereof, for the payment of the outstanding sum

OR

4. I/We hold security for the payment of [part of] the outstanding sum.

OR

I/We hold security for the payment of part of the outstanding sum and estimate the value of the security to be U.g.shs
. This petition is not made in respect of the secured part of the debt.

3. Your petitioner therefore requests this honourable court that a bankruptcy order be made declaring the debtor bankrupt.

Dated theday of 20.....

Signed:
Petitioner.

Form 4
Notice of a petition

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

Regulations 13, 89,

Form 4

NOTICE OF A PETITION

PUBLIC NOTICE

TAKE NOTICE THAT on theday of20.... a petition for bankruptcy/insolvency or winding up* in respect to.....(*insert name of the bankrupt/company**) was lodged incourt.

Dated this _____ day of _____, 20 ____

.....
Signed by person giving notice

** Delete which ever is not applicable*

Form 5

Notice of intention to appear on petition

Regulations 15, 91,139

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

NOTICE OF INTENTION TO APPEAR ON PETITION.

PUBLIC NOTICE

TAKE NOTICE that I _____ of _____
(state full name and address, or if a firm, the name of the firm and address), a
creditor in the amount of..... shillings of (or contributory
holding—state number and class of shares held—shares in the company)
intend to appear on the hearing of the petition in the matter of
(insert name of debtor) advertised to be heard on the _____ day of
_____, 20____, and to support/ oppose*) that petition.

Dated this _____ day of _____, 20 ____

.....
Signed by person giving notice

**delete whichever is not applicable*

Form 6
Regulation 16, 92,140

List of parties who intend to appear at hearing of a petition

IN THE MATTER OF(*debtor or insolvent*)

AND

IN THE MATTER OF THE INSOLVENCY ACT 2011

**LIST OF PARTIES WHO INTEND TO APPEAR AT HEARING
 OF A PETITION.**

The following are the names of those who have given notice of their intention to attend the hearing of the petition on the _____ day of _____, 20 ____.

<i>Name</i>	<i>Address</i>	<i>Name and address of advocate of party who has given notice</i>	<i>Creditors' amount of debt</i>	<i>Opposing</i>	<i>Supporting</i>

Dated this _____ day of _____, 20 ____

.....
Petitioner

Form 7
Statement of Affairs

Regulation 21

IN THE MATTER OF(*debtor or insolvent*)

AND

IN THE MATTER OF THE INSOLVENCY ACT 2011

STATEMENT OF AFFAIRS

<i>Title</i>	<i>Name</i>	<i>Other names</i>
--------------	-------------	--------------------

PART A – PERSONAL DETAILS

1. Name and address of debtor

Names	
Address	
Telephone	
Mobile	
Fax	
E-Mail	

2. Accountant

Do you have an accountant?	No	<i>Yes please give details</i>
<i>Name (Give Firm name if applicable)</i>		
Contact Person		
Address		
Phone No.		

3. Lawyer

Do you have a Lawyer?	No	Yes <i>please give details</i>
Name (<i>Give Firm name if applicable</i>)		
Contact Person		
Address		
Phone No. ()		

4. About your family

Do you have a spouse/partner?	No	Yes <i>please give details</i>	
Your spouse/partner's full name			
Do you live with your spouse/partner?	No	Yes	
What is your spouse/partner's separate gross income	per year OR	per month OR	per week

5. Do you have any dependants residing with you? (*e.g. spouse, children, parents, invalid relative*)

No	Yes <i>please give details</i>
----	--------------------------------

<i>Full Name</i>	<i>Relationship</i>	<i>Date of Birth</i>	<i>Separate Income (if any)</i>

6. Child Support

In the next 12 months, do you expect to pay or receive any financial support in form of **Child Support**

No	Yes <i>please give details</i>
----	--------------------------------

Please give details and provide a copy of the assessment or order

Paid to/Received from	Amount	Frequency
------------------------------	---------------	------------------

I pay child support/maintenance			
I receive child support/maintenance			

7. Legal Actions

Are you involved in any legal processes or disputes?

No	Yes
----	-----

Provide a copy of the summons, writ or other legal documents and letters

<i>Plaintiff</i>	<i>Defendant</i>	<i>Court</i>	<i>Plaint No.</i>

8. Summary of your income in the last 12 months **Provide details** of your income (before tax) over the **past 12 months**.

Type of income	Received from	Amount
Government benefits/Pensions		
Income from self employment (give Business name)		
Income from business (give Business name)		
Gross wages & salary before tax (give Employer name and business name)		
Superannuation retirement funds Fund name:		
Lump sum termination payments		
Deceased estate or trusts		
Income from investments (e.g. dividends, interest, trusts)		
Income from reverse mortgages		
Any other source		
<i>You must provide evidence of your income e.g. payslips, tax returns, statements</i>	Total	

9. **Summary of your expected income in the next 12 months Provide details of your income (before tax) that you expect to receive in the next 12 months.**

If you are not sure, please estimate.

Type of income	Received from	Amount
Government benefits/Pensions		
Income from self employment (give Business name)		
Income from business (give Business name)		
Gross wages & salary before tax (give Employer name and business name)		
Superannuation retirement funds Fund name:		
Lump sum termination payments		
Deceased estate or trusts		
Income from investments(e.g. dividends, interest, trusts)		
Income from reverse mortgages		
Any other source		
<i>You must provide evidence of your income to your trustee eg payslips, tax returns, statements on the anniversary of your bankruptcy and when your income changes</i>	Total	

10. **Employment Status**

Are you currently employed?

No	Yes
----	-----

How long have you been unemployed?

Years	Months

What was your occupation when you were last employed?

.....

.....

Current Employment

Employer details	Job 1		Job 2		Job3	
Name						
Address						
Employed as						
Type of Industry						
Pay period (week/fortnight/month)						
How many hours do you work per week?						
Is your employer a relation?	No	Yes	No	Yes	No	Yes

11. **Salary Loan**

Is your salary now or at any time in the last 2 years, subject to a salary loan arrangement? No.... /Yes....

If Yes, give details

.....

.....

.....

.....

12. **Superannuation and Life Insurance Policies**

List all superannuation funds and life insurance policies

.....
.....
.....
.....

Have you received a superannuation payout from any fund in the last 5 years?

No.... /Yes....

If Yes, give details

.....
.....
.....
.....

Have you made a lump sum payment to any superannuation fund in the last 5 years?

No.... /Yes....

If Yes, give details

.....
.....
.....
.....

Do you expect to receive payment from any superannuation fund in the next 3 years?

No.... /Yes....

If Yes, give details

.....
.....
.....
.....

13. Other Benefits

Do you or any member of your family, receive or expect to receive any benefit from any other person or entity?

No.... /Yes....

If Yes, give details (*Include rent, low interest loans, payment of your expenses or children's education*)

.....

14. About your Insolvency

What do you believe is the main cause of your insolvency?

Tick one cause only in either 17A or 17B that best describes the main cause of your financial difficulties.

17A. Non Business Related

Unemployment or loss of income	
Adverse legal action	
Liabilities due to guarantees	
Gambling, speculation & extravagance in living	
Ill health or absence of health insurance	
Domestic discord or relationship breakdowns	
Excessive use of credit facilities including losses on repossessions, high interest payments and pressure selling	

17B. Business Related (*only applies if you have personally operated a business*)

Economic conditions affecting industry, including competition, credit restrictions, fall in prices or increases in costs	
Lack of business ability including under quoting or failure to assess potential of business	
Excessive interest payments on loan monies and capital losses on repayments	
Excessive drawings including failure to provide for taxation	
Inability to collect debts due to disputes, faulty work or bad debts	
Failure to keep proper books of account and costing records	
Lack of sufficient initial working capital	
Gambling or speculatio	
Seasonal conditions including floods and drought	

If other reason not listed please specify.

.....

.....

.....

.....

.....

15. When did you first have difficulty paying your debts?

Month	Years

16. **Have you previously been bankrupt or entered into a formal arrangement with creditors? Yes...../No.....**

Details

.....

17. **What type of administration was it?**

Bankruptcy	
Arrangement	
Composition	

PART B: YOUR ASSETS

18. **Cash**

How much cash do you have?

(Include cash at bank in question 22).....

19. **Banks/Micro finance institution/Credit Unions/other financial institutions**

List all accounts held *(include joint and overdrawn accounts)* with any of the above types of institutions within the last 12 months

(Note: Presently overdrawn accounts should also be included as creditors at Qns 36 and 36)

<i>Full Name of Bank/other financial institution</i>	<i>Branch Name</i>	<i>Account Number & Account Type</i>	<i>Current Balance</i>	<i>Joint Account</i>
				yes
				no
				yes
				no
				yes
				no

20. **Tax Refund**

Do you expect to receive a tax refund?

No	Yes (Please give details)
----	---------------------------

Year Ended	Amount expected
30 June-	
30 June-	

21. **Tools of Trade**

Do you have tools of trade? Yes.../No.....

If Yes give details

.....

.....

.....

.....

.....

What is their estimated resale value?.....

22. **Vehicles**

Do you own, or have an interest, in any vehicles?(*This includes cars, motor bikes, trailers, caravans, campervans, boats etc*).

Yes...../No.....

Details

.....

.....

.....

Type of vehicle (eg car, boat)	Make	Model	Year	Registration Number	Estimated Resale Value	Amount Owed (if any)

23. Real estate

Do you own, or are you buying, any land or buildings in Uganda or overseas?(This includes any interest in vacant land, house, unit, commercial property etc). **Yes...../No.....**

Is there a building on the land? **Yes.... /No.....**

Type of house/unit	Age of building
Number of bedrooms	Number of bathrooms

What is the property address?

.....
.....
.....
.....
.....

- i. Date the property was acquired or purchased
- ii. Amount paid to acquire or purchase the property
- iii. What is the estimated value of the property?
- iv. Any other Details on the property;
.....
.....
.....
.....

24. Shares

Do you own, or are you entitled to any shares, options, rights, convertible notes or other securities? **Yes...../ No.....**

If Yes give details below

<i>Name and address of Company</i>	<i>No. of shares</i>	<i>Shareholder Number</i>	<i>Date Acquired</i>	<i>Market Value</i>	<i>See note below</i>

Note: Do any of the above shares have any restrictions on their sale? (*E.g. Shares in a private limited company are not transferable without meeting certain criteria*) If there are any sale restrictions, please write ‘**R**’ in the last column.

25. Investments

Do you have any managed investments, insurance bonds, debentures or other investments?. **Yes...../No.....**

If Yes give details

Investment Type	Date Acquired	Market Value

26. Money Owed to you

Do you have any debts owed to you? (*include loans to friends and relatives and to family trusts or private companies; do not include Child Support arrears*). **Yes...../No.....**

If Yes give details

<i>Name & address of person or organisation who owes you money</i>	<i>Date debt was created</i>	<i>Amount owed</i>	<i>Amount likely to be received</i>

27. Deceased Estate

Do you have an interest in a deceased estate? (*Provide a copy of the will or letters from the executor*). **Yes...../No.....**

If Yes give details

<i>Name of Deceased</i>	<i>Date of Death</i>	<i>Executor Name and Address</i>	<i>Estimated value of benefit</i>

28. Sale, Transfer or Gift of Assets in the last 36 months

Have you sold, transferred or given away any assets worth more than UGX 1 million in the last 5 years?(*Provide a copy of the receipt or settlement statement*) **Yes..../No.....**

If Yes give details

<i>What did you sell, transfer or give away?</i>	<i>To whom was it sold, transferred or gifted?</i>	<i>Date Transferred</i>	<i>What was it worth?</i>	<i>How much was it sold for?</i>	<i>How much did you receive net?</i>

29. Assets you own which are in somebody else's possession

Do you own any assets which are not currently in your possession? **Yes.../No.....**

If Yes give details

<i>Description of asset</i>	<i>Name and address of person who has the asset</i>	<i>What is it worth?</i>

30. Assets you contributed towards or helped purchase

Have you contributed or otherwise assisted in the purchase or improvement of any asset valued over which is held by someone else?
Yes...../No.....

If Yes give details

<i>Description of asset</i>	<i>Name and address of person who has the asset</i>	<i>What is it worth?</i>

31. Assets/Money Paid to Creditors

As a result of pressure for payment from creditors have you, in the last 12 months, paid a total amount of more than UGX 1 million over and above your normal repayments or surrendered any assets to a creditor?
Yes...../No.....

If Yes give details.

<i>Date paid/surrendered</i>	<i>Type of asset (eg cash/house)</i>	<i>Value of asset</i>	<i>Name of Creditor</i>

32. Other items of value

Other than your general household furniture, do you own any other assets or items of value? (*e.g. jewellery, camera, artworks, antiques, copyrights etc*) **Yes..../No....**

If Yes give details.

<i>Description of Asset</i>	<i>Location of Asset</i>	<i>Estimated Resale Value</i>	<i>Jointly owned</i>
			yes
			no
			yes
			no
			yes
			no

Please attach a list if you have more assets

36. Secured Creditors -

List your secured creditors.

A secured creditor is a creditor who can repossess and sell your asset/s if you fall behind with your payments. For example, a mortgage over your house, a hire purchase/lease agreement over your vehicle, a chattel mortgage or a bill of sale over your business assets.

	Name	Address	Account/Loan number	Type of security (eg mortgage)	Date the security was given	Description of secured asset	Location of asset	Estimated resale value of the asset
1								
2								
3								

	Yes	No
Is it a joint loan?		
Are repayments up to date?		
Has the creditor Repossessed the asset?		
Is the creditor a relation?		

28. Equity Loan

Have you used any equity or made any additional loan withdrawals against any of the above secured properties in the last 12 months?
Yes...../No....

If Yes give details.

Date	Amount Withdrawn

29. Unsecured Creditors

List all debts that have not already been listed as secured.

Related Creditors must be disclosed by ticking the yes or no box.

Joint Debts If the debt is owed jointly with another person you must disclose this by indicating Yes or No

<i>Creditor Name</i>	<i>Address</i>	<i>Nature of debt</i>	<i>Account No.</i>	<i>Month/Yr Incurred</i>	<i>Total amount owing</i>	<i>Related Party?</i>	<i>Joint debt?</i>

36. DECLARATION

I declare that the particulars set out in this statement are true and correct to the best of my knowledge.

.....

Signature

Signed this..... Day of20.....

37. If you received assistance completing this form, the person providing the assistance should sign the statement below.

I declare that before this statement of affairs was completed; I carefully read and interpreted the questions on this form to the person named above in a language with which we are both familiar.

The responses provided in this form are those of the person named above.

.....

Sign

Signed this..... Day of20.....

Full Name		
Address		
Reason assistance required	1	
	2	
	3	

Form 8

Notice of public examination of debtor

Regulation 22

**THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013**

NOTICE OF PUBLIC EXAMINATION.

PUBLIC NOTICE

TAKE NOTICE THAT onday of20... the court made an order for the debtor (*insert name of debtor*) to be publicly examined.

TAKE FURTHER NOTICE THAT the public examination shall be held at _____, on the _____ day of _____, 20 ____, at _____ o'clock in the _____ noon.

Dated this _____ day of _____, 20 ____

Petitioner.

Form 9

Notice of bankruptcy

Regulation 25

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

NOTICE OF BANKRUPTCY

PUBLIC NOTICE

TAKE NOTICE THAT on the _____ day of _____, 20____, the court atmade a bankruptcy order in respect of..... (*insert name of bankrupt*).

TAKE FURTHER NOTICE THAT the bankruptcy commenced on.....

Dated this _____ day of _____, 20 ____

Official Receiver

Form 10

Notice of creditor's first meeting.

Regulations 26, 99

**THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013**

NOTICE OF CREDITORS FIRST MEETING.

PUBLIC NOTICE

TAKE NOTICE THAT onday of20... the court made an order for winding up/bankruptcy/* of the
(insert name of debtor/bankrupt/insolvent)

TAKE FURTHER NOTICE THAT the first meeting of creditors shall be held at _____, on the _____ day of _____, 20 ____, at _____ o'clock in the _____ noon.

All creditors of the debtor/bankrupt/insolvent* are invited to submit proof of their debts to me at the address given below not later than _____ o'clock on the _____ day of _____, 20 ____ in order to entitle each creditor to vote at the meeting.

Forms of proof and of general and special proxies may be obtained from.....

Proxies to be used at the meeting must be lodged with me at not later than _____ o'clock on the _____ day of _____, 20 ____.

Dated this _____ day of _____, 20 ____

Official Receiver/ Provisional Liquidator.

*delete whichever is not applicable

Form 11

Notice of meeting of creditors.

Regulation 29,71

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

NOTICE OF MEETING OF CREDITORS.

PUBLIC NOTICE

TAKE NOTICE THAT a meeting of creditors shall be held at _____, on the _____ day of _____, 20 _____, at _____ o'clock in the _____ noon.

Forms of proof and of general and special proxies may be obtained from.....

Proxies to be used at the meeting must be lodged with me at not later than _____ o'clock on the _____ day of _____, 20 _____.

Dated this _____ day of _____, 20 _____

Person calling the meeting.

Form 12

Notice of appointment

Regulation 35, 98,102,144

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

Form 12

NOTICE OF APPOINTMENT

PUBLIC NOTICE

TAKE NOTICE THAT on theday of
.....20.....(*insert name
of person appointed*) was appointed trustee/provisional liquidator/liquidator/
receiver/provisional administrator/ administrator* of
.....(*insert name of debtor/bankrupt/company*).

Dated this _____ day of _____, 20 _____

.....
Signed by person giving notice

*delete whichever is not applicable

Form 13

Notice disclaiming onerous property

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

Regulations 37,107

Form 13

NOTICE DISCLAIMING ONEROUS PROPERTY

PUBLIC NOTICE

TAKE NOTICE that in accordance with section 35/107 of the insolvency Act, 2011 the liquidator/trustee* ofstate the company/bankrupt's estate) hereby disclaims all interest in the property described in this notice.

PARTICULARS OF THE PROPERTY*

.....
.....
.....

Signed..... Date.....

Name of liquidator/trustee*.....

* delete whichever is not applicable.

**NOTE: Where the property concerned consists of land or buildings the nature of the interest should also be stated (e.g. whether leasehold, freehold, etc)*

Form 14

*Notice by trustee claiming property for the bankrupt's estate acquired after
the bankruptcy*

Regulation 39

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

Form 14

**NOTICE BY TRUSTEE CLAIMING PROPERTY FOR THE
BANKRUPT'S ESTATE ACQUIRED AFTER THE BANKRUPTCY**

To

.....
.....
(Name and address of bankrupt)

In accordance with section 32 of the Insolvency Act, 2011, I hereby claim the
following property for the estate
.....
(insert particulars of the property)

Dated this _____ day of _____, 20 ____

Trustee.

Form 15

Notice of annulment, revocation, setting bankruptcy order

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

Regulation 58

Form 15

**NOTICE OF ANNULMENT, REVOCATION, SETTING ASIDE
BANKRUPTCY ORDER**

PUBLIC NOTICE

TAKE NOTICE THAT on theday of20....
The.....court at.....annulled/revoked/set
aside* the bankruptcy order.

Dated this _____ day of _____, 20 ____

.....
Signed by person giving notice

* Delete which ever is not applicable.

Form 16.
Certificate of discharge

Regulation 61.

IN THE MATTER OF(*debtor or insolvent*)

AND

IN THE MATTER OF THE INSOLVENCY ACT 2011

CERTIFICATE OF DISCHARGE

This is to certify that _____ (*insert name of debtor*) who was adjudged bankrupt by an order of court made on the _____ day of _____ 20____ has been discharged from bankruptcy with effect from _____ (*insert date of discharge*).

Dated this _____ day of _____, 20 ____

.....
Registrar/Magistrate*

*Delete which ever is not applicable

Form 17

Notice of arrangement

Regulation 74

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

NOTICE OF ARRANGEMENT

PUBLIC NOTICE

TAKE NOTICE THAT on the _____ day of _____, 20 ____,
the court atmade an arrangement order in respect
of..... (*insert name of debtor*).

TAKE FURTHER NOTICE THAT the arrangement commenced on.....

Dated this _____ day of _____, 20 ____

Supervisor.

Form 18

*Notice of end of provisional administration/administration/ arrangement**

Regulations 76, 147,149,156

THE INSOLVENCY ACT 2011

THE INSOLVENCY REGULATIONS 2013

**NOTICE OF END OF PROVISIONAL
ADMINSTRATION/ADMINISTRATION/ ARRANGEMENT***

PUBLIC NOTICE**

To

.....
.....
.....

(Insert name and address of official receiver, registrar, court, creditor, company, any other person)*

TAKE NOTICE THAT on theday of.....20... court made an order terminating the arrangement/execution of an administration deed/administration* in respect of

Dated thisday of20...

.....
*Provisional administrator/administrator/ supervisor**

*delete which ever is not applicable.

** delete where the notice is to creditors

Form 19.

Petition for winding up of company.

Regulation 86.

IN THE MATTER OF (*debtor or insolvent*)

AND

IN THE MATTER OF THE INSOLVENCY ACT 2011

PETITION FOR WINDING UP A COMPANY.

The humble petition of _____ (*insert full name, title, etc. of petitioner*) states as follows—

1. The _____ Co. Ltd. (hereafter called “the company”) was on theday of _____ incorporated.
2. The registered office of the company is at _____ (*state the situation and full postal address of the registered office*).
3. The nominal capital of the company is _____ shillings divided into shares of _____ shillings each. The amount of the capital paid up or credited as paid up is _____ shillings.
4. The objects for which the company was established are as follows—
To _____ and other objects set forth in the memorandum of association of the company. (*Here set out in paragraphs the facts on which the petitioner relies, including a statement of assets where necessary and conclude as follows—*)
5. The company is indebted to your petitioner in the sum of _____ shillings (*state consideration for the debt, with particulars, so as to establish that the debt claimed is due*).
6. Your petitioner served a statutory demand on the company for payment of his or her debt on the _____ day of _____, 20____, but the company has failed and neglected to pay the debt or any part of the debt or comply with the statutory demand.

7. To the best of my knowledge and belief there is no application to set it aside pending before this Honourable court or any other court;.
8. The petitioner obtained a judgment or order of court against the debtor and execution has been returned unsatisfied (*state particulars relating to the judgment or order*).
9. The company is (insolvent and) unable to pay its debts.
10. (*Statement of assets where necessary*).

Your petitioner therefore humbly prays that —

(a) the company may be wound up by the court; or

(b) the court makes an order for the liquidation of the company.

AND makes such orders as may be necessary and just in the premises.

Form 20*Statement of affairs for companies**Regulation 106***Form 20**

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATION 2013

STATEMENT OF AFFAIRS FOR COMPANIES

Name of Company	
Registration Number	
Date of incorporation	

Statement as to the affairs as at the _____ day of _____ 20____,

PART:A*Assets not specifically secured.*

<i>Particulars of assets</i>	<i>Book value</i>	<i>Estimated to produce</i>
Balance at bank		
Cash in hand		
Marketable securities (as per Schedule I)		
Bills receivable (as per Schedule II)		
Trade debtors (as per Schedule III).		
Loans and advances (as per Schedule IV)		
Unpaid shares (as per Schedule V).		
Stock in trade		
Work in progress		
Heritable property		
Leasehold property		
Plant, machinery and vehicles		
Furniture and fittings etc		
Patents, trade marks, etc		
Investments other than marketable securities		
Other property		
Total		

Signed _____ *Date* _____

SCHEDULE I TO PART A

Marketable Securities

Names to be arranged in alphabetical order and numbered consecutively

<i>No</i>	<i>Name of organisation in which securities are held</i>	<i>Details of securities held</i>	<i>Book value</i>	<i>Estimated Return</i>

SCHEDULE II TO PART A

Bills of exchange, promissory notes, etc. available as assets

<i>No</i>	<i>Name and address of acceptor of bill or note</i>	<i>Amount of bill or note</i>	<i>Date when due</i>	<i>Estimated return</i>	<i>Particulars of any property held as security for payment of bill or note</i>

SCHEDULE III TO PART A

Trade debtors

<i>No</i>	<i>Name and address of debtor</i>	<i>Particulars of any securities held for debt</i>	<i>Book value</i>	<i>Estimated Return</i>

SCHEDULE IV TO PART A

Loans and Advances

<i>No</i>	<i>Name and address of debtor</i>	<i>Particulars of any securities held for debt</i>	<i>Book value</i>	<i>Estimated Return</i>

SCHEDULE V TO PART A
Loans and Advances

No	No. in the share register	Name and address of shareholder	No of shares held	Amount of call per share unpaid	Total amount due	Estimated Return

Signed _____ Date _____

PART B

Assets specifically secured and creditors fully or partly secure (not including debenture holders secured by a floating charge).

No	Particulars of assets specifically secured	Nature of security	Date when security granted	Name of creditor	Address and occupation

Note: For this purpose identify separately

- (a) an owner of goods in the company's possession under a hire-purchase agreement or an agreement for the hire of goods for more than 3 months, or
- (b) a seller of goods to the company claiming a retention of title or a seller under a conditional sale.

Signed _____ Date _____

PART C

Preferential creditors for salaries, wages and otherwise.

No	Name of creditor	Address	Nature of claim	Total amount of claim	Amount ranking as preferential	Balance not preferential carried to List 'E'

Signed _____ Date _____

PART D

List of holders of debentures secured by a floating charge.

No	Name and address of Holder	Amount	Description of assets over which security extends

Signed _____ Date _____

PART E

Unsecured creditors – trade accounts.

Identify separately on this list customers claiming amounts paid in advance of the supply of goods and services

No	Name of and address of creditor	Amount of the debt	Additional information

Signed _____ Date _____

PART F

Unsecured creditors – Bills payable, promissory notes, etc.

No	Name and address of acceptor of bill or note	Name and address of holder	Date when due	Amount of claim	Particulars of bill or note

Signed _____ Date _____

PART G

Unsecured creditors – contingent liabilities.

No	Name and address of creditor	Nature of liability	Amount of claim

Signed _____ Date _____

DECLARATION

I/We declare that the particulars set out in this statement are true and correct to the best of my/our knowledge.

.....

Signature For _____

Signed this..... Day of20.....

Form 21
List of contributories

Regulation 110.]

Form 21

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

LIST OF CONTRIBUTORIES.

The following is a list of members of the company proposed to be placed on the list of contributories of the company, made out from the books and documents of the company, together with their respective addresses and the number of shares (*or* extent of interest) to be attributed to each and the amount called up and the amount paid up in respect of the shares (*or* interest) so far as I have been able to make out or ascertain the same.

Part I contains the list of the persons who are contributories in their own.

Part II contains the list of the persons who are contributories as being representatives of, or being liable to the debts of others.

Part I—Contributories in their Own Right.

<i>Serial No.</i>	<i>Name and description</i>	<i>Address</i>	<i>Number of shares (or extent of interest)</i>	<i>Amount called up at date of commencement of winding up</i>	<i>Amount paid up at date of commencement of winding up</i>

Part II—Contributories as Being Representatives of, or Liable to the Debts of, Others.

<i>Serial No.</i>	<i>Name and description</i>	<i>Address</i>	<i>In what character included</i>	<i>Number of shares (or extent of interest)</i>	<i>Amount called up at date of commencement of winding up</i>	<i>Amount paid up at date of commencement of winding up</i>

Dated this _____ day of _____, 20 ____

Liquidator.

Form 22

Notice to contributories of time and place for settlement of list.

Regulations 111

**THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013**

**NOTICE TO CONTRIBUTORIES OF TIME AND PLACE FOR
SETTLEMENT OF LIST.**

To.

.....
.....
(name, address of contributory)

TAKE NOTICE THAT the _____ day of _____, 20 _____, at _____ o'clock in the _____ noon at..... is the time and place appointed for the settlement of the list of contributories.

Part A—Contributories in their Own Right.

<i>Serial No.</i>	<i>Name and description</i>	<i>Address</i>	<i>Number of shares (or extent of interest)</i>	<i>Amount called up at date of commencement of winding up</i>	<i>Amount paid up at date of commencement of winding up</i>

Part B—Contributories as Being Representatives of, or Liable to the Debts of, Others

<i>Serial No.</i>	<i>Name and description</i>	<i>Address</i>	<i>In what character included</i>	<i>Number of shares (or extent of interest)</i>	<i>Amount called up at date of commencement of winding up</i>	<i>Amount paid up at date of commencement of winding up</i>

Dated this _____ day of _____, 20 _____

Liquidator.

Form 23
List of contributories.

Regulation 113

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

NOTICE OF SETTLED LIST OF CONTRIBUTORIES.

To.

.....
.....
(name, address of contributory)

I certify the following as the settled list of the members of the company included on the list of contributories of the company

Part I—Contributories in their Own Right.

<i>Serial No.</i>	<i>Name and description</i>	<i>Address</i>	<i>Number of shares (or extent of interest)</i>	<i>Amount called up at date of commencement of winding up</i>	<i>Amount paid up at date of commencement of winding up</i>

Part II—Contributories as Being Representatives of, or Liable to the Debts of, Others. shares (or

<i>Serial No.</i>	<i>Name and description</i>	<i>Address</i>	<i>In what character included</i>	<i>Number of shares (or extent of interest)</i>	<i>Amount called up at date of commencement of winding up</i>	<i>Amount paid up at date of commencement of winding up</i>

Dated this _____ day of _____, 20 ____

Liquidator

Form 24
Call on contributories

Regulations 119

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

CALL ON CONTRIBUTORIES

To.

.....
.....
(name, address of contributory)

You are required to settle your shares as follows-

Part A—Contributories in their Own Right.

<i>Serial No.</i>	<i>Name and description</i>	<i>Address</i>	<i>Number of shares (or extent of interest)</i>	<i>Amount called up at date of commencement of winding up</i>	<i>Amount paid up at date of commencement of winding up</i>

Part B—Contributories as Being Representatives of, or Liable to the Debts of, Others.

<i>Serial No.</i>	<i>Name and description</i>	<i>Address</i>	<i>In what character included</i>	<i>Number of shares (or extent of interest)</i>	<i>Amount called up at date of commencement of winding up</i>	<i>Amount paid up at date of commencement of winding up</i>

Dated this _____ day of _____, 20 ____

Liquidator.

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

NOTICE OF LIQUIDATOR'S REPORT.

PUBLIC NOTICE

TAKE NOTICE THAT the preliminary/ interim report of the liquidation may be inspected at _____, (state place) between(specify time)

Dated this _____ day of _____, 20 _____

Liquidator.

Form 26
Return of Final Account

Regulation 133.

Form 26

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

RETURN OF FINAL ACCOUNT.

(LIQUIDATOR'S STATEMENT OF ACCOUNT (MEMBERS' OR
CREDITORS' VOLUNTARY WINDING UP).

1. No. of Company _____
2. Name of company _____ Ltd.
(*in liquidation*)
3. Presented by _____
4. Statement showing how the winding up has been conducted and how the property of the Company has been disposed of from _____, 20 ____
(*commencement of winding up*) to _____, 20 ____ (*close of winding up*)

	<i>Statement of assets and liabilities Shs.</i>	<i>Receipts Shs.</i>			<i>Payments Shs.</i>
Receipts—			Costs of Advocate to liquidator		
Cash at bank			Other law costs		
Cash in hand			Liquidator's remuneration (where applicable)		
Marketable securities			_____ percent on _____ shs. realised		
Sundry debtors			_____ percent on _____ shs. Distributed		
Stock-in-trade			By whom fixed _____		
Work in progress			Auctioneers' and valuers' charges		
Freehold property			Costs of possession and maintenance of estate		

Leasehold property			Costs of notices in Gazette and newspapers		
Plant and machinery			Incidental outlay		
Furniture, fittings, utensils, etc.					
Patents, trademarks, etc.					
Investments other than marketable securities					
Surplus from securities					
Unpaid calls at commencement of winding up					
Shs.			Shs.		
Amounts received from calls on contributories made in the winding up			Total costs and charges— (i) debenture holders—		
Receipts per trading account			payment of ___ shs. per ___ shs. Debenture		
Other property, etc. viz—			payment of ___ shs. per ___ shs. Debenture		
			payment of ___ shs. per ___ shs. Debenture		
Shs.			Shs.		
Less—			(ii) creditors— _____ Preferential1		
Payments to redeem securities			_____ Unsecured1		
Costs of execution			Dividend(s) of ___ shs. in the ___ on ___ shs.		

Payments per trading account			(The estimate of amount expected to rank for dividend was ____ shs.)		
Payments per trading account			(The estimate of amount expected to rank for dividend was ____ shs.)		
Net realisations			(iii) Returns to contributories— Shs.		
			shs. ____ per ____ share ²		
			shs. ____ per ____ share ²		
			shs. ____ per ____ share ²		
			Balance		

5. State number. Preferential creditors need not be separately shown if all creditors have been paid in full.
6. State nominal value and class of share.

_____.

- (i) Assets, including _____ shown in the statement of assets and liabilities and estimated to be of the value of _____ shillings have proved to be unrealisable.
- (ii) State amount paid into the Companies Liquidation Account in respect of _____ Shs.
 - (a) unclaimed dividends payable to creditors in the winding up _____
 - (b) other unclaimed distributions in the winding up _____
 - (c) monies held by the company in trust in respect of dividends or other sums due before commencement of the winding up to any person as a member of the company _____
- (iii) Add here any special remarks the liquidator thinks desirable—

Dated this _____ day of _____, 20 ____

Liquidator.

Form 27

Petition for interim protective order for a company.

Regulation 135(2).

IN THE MATTER OF (*debtor or insolvent*)

AND

IN THE MATTER OF THE INSOLVENCY ACT 2011

**PETITION FOR INTERIM PROTECTIVE ORDER FOR A
COMPANY.**

The humble petition of _____ (*insert full name, title, etc. of petitioner*) shows as follows—

1. The _____ Co. Ltd. (hereafter called “the company”) was in the month of _____ incorporated.
2. The registered office of the company is at _____ (*state the situation and full postal address of the registered office*).
3. The nominal capital of the company is _____ shillings divided into shares of _____ shillings each. The amount of the capital paid up or credited as paid up is _____ shillings.
4. The objects for which the company was established are as follows—
_____ and other objects set forth in the memorandum of association of the company. (*Here set out in paragraphs the facts on which the petitioner relies, including a statement of assets where necessary and conclude as follows—*)
5. Your petitioner served a statutory demand on the company for payment of his or her debt on the _____ day of _____, 20____, but the company has failed and neglected to pay the debt or any part of the debt or comply with the statutory demand.

6. To the best of my knowledge and belief there is no application to set it aside pending before this Honourable court or any other court.
7. The petitioner obtained a judgment or order of court against the debtor and execution has been returned unsatisfied (*state particulars relating to the judgment or order*).
8. The company is (insolvent and) unable to pay its debts.
9. The company by special resolution agreed to make a settlement with the creditors of the company and the creditors of the company have agreed to the settlement.
10. The company has appointed a provisional administrator and the provisional administrator has consented to the appointment.

Your petitioner therefore humbly prays this court to make an interim protective order in respect of the company to allow the implementation of the settlement with the company's creditors.

Dated this.....day.....of.....20....

Signed:

Petitioner.

Form 28

Notice to creditors of intention to pay creditors' claims.

Regulations 153

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

NOTICE OF INTENTION TO PAY CREDITORS' CLAIMS.

To.

.....

.....

(name, address of creditor)

TAKE NOTICE THAT the _____ day of _____, 20 ____, at _____ o'clock in the _____ noon at..... is the time and place appointed for the payment of the sole and final payment/first payment*.

Dated this.....day.....of.....20...

.....

Administrator

**delete which ever is not applicable*

Form 29

Notice of receivership

Regulation 165

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

Form 29

NOTICE OF RECEIVERSHIP

PUBLIC NOTICE

TAKE NOTICE THAT the _____ day of _____, 20 ____, I
.....of.....(*insert the physical
postal address ,electronic mail address and telephone number*) was appointed
receiver to.....(*insert the name of the
company under receivership*).

In accordance with section 178 of the Insolvency Act, 2011, I hereby state the
following property in my possession—

.....
.....
(*insert particulars of the property*)

Dated this _____ day of _____, 20 ____

Receiver.

Form 30
Proof of debt

Regulation 172(6).

Form 30

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

PROOF OF DEBT

Part A: Details of person claiming

1. Name and address of creditor

Names	
Address	
Telephone	
E-mail	
Company registration number	

2. I claim as creditor /representative or agent of the creditor.

Part B: Details of the debt

Date (when was the debt incurred)	Nature of claim	Less any payments made in respect of the debt/ adjustments by way of set off	Total amount of debt claimed
	Unsecured claim	Secured claim (nature and value of the security)	

Bills of exchange

Date	Drawer	Acceptor	Amount	Due date

DECLARATION

I declare that the particulars set out in this statement are true and correct to the best of my knowledge and belief.

Signed this..... Day of20.....

***N.B.*—copies of Bills of exchange or other negotiable securities must be attached to the proof.**

Form 31
Rejection of proof of debt

Regulation 176.

Form 31

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

REJECTION OF PROOF OF DEBT.

Part A: Details of person rejecting the debt

3. Name and address of creditor

Names	
Address	
Telephone	
E-mail	
Company registration number	

4. I reject the proof of debt in whole or in part on the following grounds—
.....
.....
.....
.....
.....
.....
.....

Dated this.....day of.....20.....

.....
Name of person giving the notice.

Form 32

Proof of debt of workers.

Regulation 188

Form 32

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

PROOF OF DEBT OF WORKERS.

I, _____ of _____,
(fill in full name, address and occupation of the applicant), on behalf of the
workers and others employed by the
(name of the company)/debtor make oath and say—

That the above-named company*/debtor* was, on the _____ day of
_____, 20 ____, and still is, justly and truly indebted to the several
persons whose names, addresses and particulars appear on the list annexed to
this proof in sums severally set against their names for wages due to them
respectively as workers, or others in the employ of the company*/debtor*, in
respect of services rendered by them respectively to the company*/debtor*
during such periods as are set out against their respective names, for which
sums or any part of the sum, they have not, nor has any of them, had or received
any manner of satisfaction or security whatsoever.

Dated this..... day of20.....

Signed:

List of workers

<i>No.</i>	<i>Full name of worker</i>	<i>Address</i>	<i>Description</i>	<i>Period over which wages due</i>	<i>Amount due Shs.</i>

DECLARATION

I declare that the particulars set out in this statement are true and correct to the
best of my knowledge and belief.

Dated this..... Day of20.....

Signed:

* Tick whichever is applicable.

Form 33

Certificate of security by insolvency practitioner

Regulation 193.

Form 33

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

CERTIFICATE OF SECURITY BY INSOLVENCY PRACTITIONER.

This is to certify that _____
of _____, who was on the _____ day of _____, 20 _____,
appointed _____ (*describe position of insolvency
practitioner i.e. liquidator, trustee, supervisor, as the case may be*) of the
..... (*insert name of debtor or insolvent*), has duly given
security to the satisfaction of the Official Receiver.

Dated this _____ day of _____, 20 _____

Official Receiver.

Form 34

Appointment of a general proxy.

Regulation 207

Form 34

THE INSOLVENCY ACT 2011 THE INSOLVENCY REGULATIONS 2013

APPOINTMENT OF A GENERAL PROXY.

I/We _____ of _____ a creditor (*or contributory*) appoint _____ to be my/our general proxy to vote at the meeting of creditors (*or contributories*) to be held in the above matter on the _____ day of _____, 20 ____, or at any adjournment of the meeting.

Dated this _____ day of _____, 20 ____

Notes

1. *The person appointed proxy may be the official receiver or insolvency practitioner or such other person as the creditor (or contributory) may approve. A creditor (or contributory) may give a special proxy to any person to vote at any specified meeting or adjournment of the meeting on all or any of the following matters—*
 - (a) *for or against the appointment or continuance in office of any specified person as insolvency practitioner or as member of the committee of inspection (where one exists);*
 - (b) *on all questions relating to any matter, other than those above referred to, arising at a specified meeting or adjournment of the meeting.*
2. *If a firm, sign the firm's trading title, and add "by _____, partner in the firm". If the appointer is a corporation, then the form of proxy must be under its common seal or under the hand of some officer duly authorised for that purpose and the fact that he or she is so authorised must be so stated.*
3. *The proxy form when signed must be lodged by the time and at the address named for that purpose in the notice convening the meeting at which it is to be used.*

Form 35

Appointment of a special proxy

Regulation 207.

Form 35

THE INSOLVENCY ACT 2011
THE INSOLVENCY REGULATIONS 2013

APPOINTMENT OF A SPECIAL PROXY.

I/We, _____, of _____, a creditor (*or contributory*) appoint _____ as my/our proxy at the meeting of creditors (*or contributories*) to be held on the _____ day of _____, 20____, or at any adjournment of the meeting, to vote (*here insert “for” or “against”*) the resolution numbered in the notice convening.

Dated this _____ day of _____, 20 _____

Notes

1. *The person appointed proxy may be the official receiver, the insolvency practitioner or such other person as the creditor (or contributory) may approve. A creditor (or contributory) may give a special proxy to any person to vote at any specified meeting or adjournment of the meeting on all or any of the following matters—*
 - (a) *for or against the appointment or continuance in office of any specified person as insolvency practitioner or as member of the committee of inspection (if any exists);*
 - (b) *on all questions relating to any matter, other than those above referred to, arising at a specified meeting or adjournment of the meeting.*
2. *If a firm, sign the firm’s trading title, and add “by _____, partner in the firm”. If the appointer is a corporation, then the form of proxy must be under its common seal or under the hand of some officer duly authorised for that purpose and the fact that he or she is so authorised must be so stated.*
3. *The proxy form when signed must be lodged by the time and at the address named for that purpose in the notice convening the meeting at which it is to be used.*

MAJ. GEN. KAHINDA OTAFIRE,
Minister of Justice and Constitutional Affair