

Prohibition for unincorporated associations, etc.

13. No association or partnership consisting of more than twenty persons shall be formed for the purpose of carrying on any business for profit, unless it is incorporated as a company under this Act, or is formed under any other written laws.

Division 2

*Incorporation and Its Effects***Application for incorporation**

14. (1) A person who desires to form a company shall apply for incorporation to the Registrar.

(2) A company shall not be formed for any unlawful purpose.

(3) The application for incorporation under this section shall include a statement by every person who desires to form a company containing the following particulars:

- (a) the name of the proposed company;
- (b) the status of whether the company is private or public;
- (c) the nature of business of the proposed company;
- (d) the proposed address of the registered office of the proposed company;
- (e) the name, identification, nationality and the ordinary place of residence of every person who is to be a member of the company and, where any of these persons is a body corporate, the corporate name, place of incorporation, registration number and the registered office of the body corporate;
- (f) the name, identification, nationality and the principal place of residence of every person who is to be a director;

- (g) the name, identification, nationality and the principal place of residence of the secretary, if any;
 - (h) in the case of a company limited by shares, the details of class and number of shares to be taken by a member;
 - (i) in the case of a company limited by guarantee, the amount up to which the member undertakes to contribute to the assets of the company in the event of its being wound up; and
 - (j) any other information as the Registrar may require.
- (4) The application for incorporation shall be accompanied by a statement from each promoter or director confirming—
- (a) his consent to act as a promoter or to his appointment as a director, as the case may be; and
 - (b) that he is not disqualified under this Act to act as a promoter or a director, as the case may be.

Registration for incorporation

15. If the Registrar is satisfied that the requirements of this Act as to the application for incorporation are complied with and upon payment of the prescribed fee, the Registrar shall—

- (a) enter the particulars of the company in the register;
- (b) assign a registration number to the company as its company registration number; and
- (c) issue a notice of registration in the form and manner as the Registrar may determine.