**FORM OF ANNUAL FINANCIAL RETURN**

**[NAME OF COMPANY]**

**FINANCIAL INFORMATION FOR YEAR ENDING, DD MM YYYY***[[1]](#footnote-1)*

|  |  |
| --- | --- |
| **BALANCE SHEET / STATEMENT OF FINANCIAL POSITION** |  |
|  |  |
| **ASSETS** |  |
| Cash and cash equivalents |  |
| Loans and receivables |  |
| Investments and other financial assets |  |
| Tangible fixed assets |  |
| Intangible assets |  |
| Other assets |  |
|  |  |
| **TOTAL ASSETS** | **US$** |
|  |  |
| **LIABILITIES** |  |
| Accounts Payable |  |
| Long-term debts |  |
| Other Liabilities |  |
|  |  |
| **TOTAL LIABILITIES** | **US$** |
|  |  |
| **SHAREHOLDERS’ EQUITY** | **US$** |
|  |  |

|  |  |
| --- | --- |
| **INCOME STATEMENT** |  |
|  |  |
| REVENUE |  |
|  |  |
| COST OF SALES |  |
|  |  |
| **GROSS PROFIT** | **US$** |
|  |  |
| EXPENSES |  |
| Operating expenses |  |
| Other expenses |  |
| Income tax expenses |  |
|  |  |
| TOTAL EXPENSES | US$ |
|  |  |
| **NET INCOME** | **US$** |

NOTES:

The reference in the Schedule to the denomination “US$” may be substituted by any other currency in which a company prepares its financial statements.

The earliest date an annual return becomes due (as opposed to when it must be filed) from a company is 1 January, 2024, considering that section 98A of the Act and [this Order] came into effect on 1 January, 2023. This will relate to a company that has a calendar year as its financial year. The company has until 30 September, 2024 to file its annual return that became due on 1 January, 2024.

If a company has a fiscal or financial year that does not correspond to a calendar year, its annual return becomes due in 2024, depending on the month in which the commencement of its financial year falls. However, it may have until any period in 2025 to file its first annual return.

For example, Company A’s fiscal or financial year is from March to February. For the purposes of complying with its annual return filing under the Act, Company A’s first annual return becomes due on 1 March, 2024, but it has until 30 November, 2024 to file the annual return.

If, on the other hand, Company A’s fiscal or financial year is from May to April, its first annual return becomes due on 1 May, 2024, but the Company has until 31 January, 2025 to file the annual return

The companies exempted under section 98A(5) of the Act are the following (i.e. companies that are not required to complete the annual return):

(a) a listed company, meaning a company that is listed on a stock exchange;

(b) a company that is regulated under a financial services legislation and provides financial statements to the Financial Services Commission in accordance with the requirements of that financial services legislation;

(c) a company that files its annual tax return to the Inland Revenue Department accompanied by the company’s financial statements; and

(d) a company in liquidation, except that this exemption does not apply if the company’s annual return becomes due prior to the commencement of the liquidation.

(in relation to a company in liquidation): Company A has a calendar year (January– December) as its financial year. Its annual return becomes due from 1 January to 30 September of the ensuing year. In June of that ensuing year, the company decides to go into liquidation before it has filed its annual return. The company is bound to file its annual return because its liquidation commenced after the annual return became due.

On the other hand, Company B has a calendar year (January – December) as its financial year.

However, in June of that calendar year Company B goes into liquidation before its annual return for that year becomes due. Company B is not required to file an annual return for that calendar year.

The same rule applies if a company’s fiscal or financial year is different from a calendar year.

For example, if Company C’s fiscal or financial year commences on 1 April in a particular year (“the First Year”) and ends in March of the following year (“the Second Year”), the company’s annual return becomes due on 1 April of the Second Year (even though the company has until 31 December of the Second Year to file its annual return). Consequently, if Company C goes into liquidation in May of the Second Year, it is liable to file its annual return as the annual return would have become due on 1 April of the Second Year. If, on the other hand, Company C goes into liquidation in November of the First Year, it is not liable to file an annual return for that Year.

1. By virtue of section 98A(7) of the BVI Business Companies Act (as revised) (the “Act”), the reference to “year” relates to a company’s fiscal or financial year which may be a calendar year. If a company’s fiscal or financial year does not correspond to a calendar year, the reference to “year” relates to the company’s stated fiscal or financial year. Thus, the requirement to file an annual return relates to the company’s fiscal or financial year, however that is determined and applied by the company. [↑](#footnote-ref-1)