

## CHAPTER 306

### BILLS OF SALE

1893-1

This Act came into operation on 23rd January, 1893.

#### Amended by:

*1956-56*

*1977-47*

*1963-5*

*1988-6*

#### Law Revision Orders

*The following Law Revision Order or Orders authorized the insertion and removal of pages as the case may be under the Law Revision Act Cap.2 now repealed:*

1979

1989

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#### Guide to symbols in historical notes:

- indicates an amendment made by an Act

/ indicates an amendment made by statutory instrument



## **CHAPTER 306**

### **BILLS OF SALE 1893-1**

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**BARBADOS****BILLS OF SALE  
1893-1**

*An Act for preventing frauds upon creditors by secret bills of sale of personal chattels.*

[Commencement: 23rd January, 1893]

**Short title**

1. This Act may be cited as the *Bills of Sale Act*.

**Interpretation**

- 2.(1) For the purposes of this Act, the expression

“bills of sale” means bills of sale of personal chattels;

“personal chattels” means goods and chattels such as household effects, chattel houses, and other articles capable of complete transfer by delivery, but does not include growing crops, chattel interests in real estate, fixtures, nor shares, nor interests in stock, funds or securities of any Government, or in the capital of incorporated or joint stock companies, nor choses in action, nor any stock or produce upon any lands which by virtue of any covenant

or agreement ought not to be removed from any lands where the same are at the time of the making or giving of such bills of sale.

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[1977-47]

### **Application of Act**

- 3.** This Act shall not apply to
- (i) bills of sale which may be given otherwise than by way of security for the payment of money;
  - (ii) any bills of sale of the stock, utensils, implements, fixtures, machinery or crops of any sugar work plantation

but shall apply all bills of sale whereby the holder or granted has power, either with or without notice and either immediately or at any future time, to seize or take possession of any personal chattels comprised in or made subject to such bills of sale.

### **Registrar**

- 4.** The Registrar of Corporate Affairs and Intellectual Property is the Registrar for the purposes of this Act.

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[1988-6]

### **Bill of sale to have schedule of property attached thereto**

- 5.** Every bill of sale shall have annexed thereto or written thereon a schedule containing an inventory of the personal chattels comprised in the bill of sale; and such bill of sale, save as hereinafter mentioned, shall have effect only in respect of the personal chattels specifically described in the said schedule and shall be void, except as against the grantor, in respect of any personal chattels not so specifically described.

**Not to affect after-acquired property**

**6.** Save as hereinafter mentioned, a bill of sale shall be void, except as against the grantor, in respect of any personal chattels specifically described in the schedule thereto of which the grantor was not the true owner at the time of the execution of the bill of sale.

**Bill of sale with power to seize except in certain events, to be void**

**7.(1)** Personal chattels assigned under a bill of sale shall not be liable to be seized or taken possession of by the grantee for any other than the following causes,

- (a) if the grantor makes default in payment of the sum or sums thereby secured at the time therein provided for payment or in the performance of any covenant or agreement contained in the bill of sale and necessary for maintaining the security;
- (b) if the grantor becomes a bankrupt, or suffers the goods or any of them to be distrained for rent, rates or taxes;
- (c) if the grantor fraudulently either removes or suffers the said goods, or any of them, to be removed from the premises on which they were at the time of the giving of the bill of sale or to which they had been removed with the grantee's permission;
- (d) if the grantor does not, without reasonable excuse, upon demand in writing by the grantee produce to him his last receipt for rent, rates and taxes;
- (e) if execution is levied against the goods of the grantor under any judgment at law.

(2) The grantor may within 5 days from the seizure or taking possession of any chattels on account of any of the causes specified in subsection (1) apply to the court which would have jurisdiction if the proceeding were an action for the sum secured by the bill of sale to a Judge in chambers, and such court or Judge,

if satisfied that by payment of money or otherwise the cause of seizure no longer exists, may restrain the grantee from removing or selling the chattels or may make such other order as may seem just.

#### **Bill of sale to be void unless attested and registered**

**8.** Every bill of sale shall be duly attested and registered in the manner mentioned within seven clear days after the execution thereof or, if it is executed in any place out of this Island, then within seven clear days after the time at which it would in the ordinary course of post arrive in this Island if posted immediately after the execution thereof, and shall truly set forth the consideration for which it was given; otherwise such bill of sale shall be void in respect of the personal chattels comprised therein.

#### **Bill of sale not to be registered unless stamped**

**8A.** A bill of sale shall not be registered under any Act that relates to the registration of bills of sale unless the original bill of sale, stamped in accordance with the *Stamp Duty Act*, Cap. 91, is produced to an officer authorised to register bills of sale.

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[1977-47]

#### **Avoidance of certain duplicate bills of sale**

**9.** Where a subsequent bill of sale is executed within or on the expiration of seven days after the execution of a prior unregistered bill of sale and comprises all or any part of the personal chattels comprised in such prior bill of sale, then, if such subsequent bill of sale is given as security for the same debt as is secured by the prior bill of sale or for any part of such debt, it shall to the extent to which it is a security for the same debt or any part thereof, and so far as respects the personal chattels or part thereof comprised in the prior bill, be absolutely void, unless it is proved to the satisfaction of the court having cognisance of the case that the subsequent bill of sale was *bona fide* given for the purpose of correcting

some material error in the prior bill of sale and not for the purpose of evading this Act.

**Mode of attesting and registering bills of sale**

**10.(1)** A bill of sale shall be attested and registered under this Act in the following manner—

- (a) the execution of every bill of sale shall be attested by one or more credible witness or witnesses, not being a party or parties thereto;
  - (b) such bill with every schedule or inventory thereto annexed or therein referred to, and also a true copy of such bill and of every such schedule or inventory, and of every attestation of the execution of such bill of sale, together with an affidavit of the time of such bill of sale being made or given and of its due execution and attestation and a description of the residence and occupation of the person making or giving the same (or in case the same is made or given by any person under or in execution of any process, then a description of the residence and occupation of the person against whom such process issued), and of every attesting witness to such bill of sale, shall be presented to, and the said copy and affidavit shall be filed with, the Registrar within seven clear days after the making or giving of such bill of sale;
  - (c) if the bill of sale is made or given subject to any defeasance or condition or declaration of trust not contained in the body thereof, such defeasance, condition or declaration shall be deemed to be part of the bill and shall be written on the same paper or parchment therewith before the registration and shall be truly set forth in the copy filed under this Act therewith and as part thereof, otherwise the registration shall be void.
- (2) Where two or more bills of sale are given comprising in whole or part any of the same chattels, they shall have priority in the order of the date of their registration respectively as regards such chattels.
- (3) A transfer or assignment of a registered bill of sale need not be registered.

**Renewal of registration**

- 11.(1)** The registration of a bill of sale shall be renewed once at least every five years, and if a period of five years elapses from the registration or renewed registration of a bill without a renewal or further renewal (as the case may be), the registration shall become void.
- (2) The renewal of a registration shall be effected by filing with the Registrar an affidavit stating the date of the bill of sale, and of the last registration thereof, and the names, residences and occupations of the parties thereto as stated herein, and that the bill of sale is still a subsisting security.
- (3) Every such affidavit may be in the form set forth in the First Schedule.
- (4) A renewal of registration shall not become necessary by reason only of a transfer or assignment of a bill of sale.

**Form of register**

- 12.(1)** The Registrar shall keep a book (in this Act called “ the register ”) for the purposes of this Act and shall, upon the filing of any bill of sale or copy under this Act, enter therein in the form set forth in the Second Schedule or in any other prescribed form, the name, residence and occupation of the person by whom the bill was made or given, (or in case the same was made or given by any person under or in the execution of process, then the name, residence and occupation of the person against whom such process was issued), and also the name of the person or persons to whom or in whose favour the bill was given, and the other particulars shown in that Schedule, or to be prescribed under this Act, and shall number all such bills registered in each year consecutively, according to the respective dates of their registration.
- (2) Upon the registration of any affidavit of renewal, the like entry shall be made, with the addition of the date and number of the last previous entry relating to the same bill, and the bill of sale or copy originally filed shall be thereupon marked with the number affixed to each affidavit of renewal.

(3) The Registrar shall also keep an index of the names of the grantors of registered bills of sale with reference to entries in the register of the bills of sale given by each such grantor.

(4) Such index shall be arranged in divisions corresponding with the letters of the alphabet, so that all grantors whose surnames begin with the same letter (and no others) shall be comprised in one division, but the arrangement within each such division need not be strictly alphabetical.

### **Rectification of register**

**13.** A Judge on being satisfied that the omission to register a bill of sale or an affidavit of renewal thereof within the time prescribed by this Act, or the omission or mis-statement of the name, residence or occupation of any person, was accidental or due to inadvertence, may in his discretion order such omission or mis-statement to be rectified by the insertion in the register of the true name, residence or occupation, or by extending the time for such registration on such terms and conditions (if any) as to security, notice by advertisement or otherwise or as to any other matter as he thinks fit to direct.

### **Entry of satisfaction**

**14.** Subject to and in accordance with any rules made under and for the purposes of this Act, the Registrar may order a memorandum of satisfaction to be written upon any registered copy of a bill of sale upon the receipt by him of a notice from the person or persons entitled to the benefit of a bill of sale, and verified by affidavit, that the debt for which such bill of sale was made or given has been satisfied or discharged, being produced to the Registrar and filed in his office.

### **Copies may be taken, etc.**

**15.(1)** Any person shall be entitled to have an office copy or extract of any registered bill of sale and affidavit of execution filed therewith, or copy thereof, and of any affidavit filed therewith, if any, or registered affidavit of renewal,

upon paying for the same at the like rate as is now paid to the Registrar for office copies of other documents.

(2) Any copy of a registered bill of sale and affidavit purporting to be an office copy thereof shall in all courts and before all arbitrators or other persons be admitted as *prima facie* evidence thereof and of the fact and date of registration as shown thereon.

(3) Any person shall be entitled at all reasonable times to search the register on payment of such fee as may be prescribed, and subject to such regulations as may be prescribed, and shall be entitled at all reasonable times to inspect, examine and make extracts from any and every registered bill of sale, upon payment of twenty-four cents for each bill of sale inspected.

(4) Notwithstanding the foregoing, all solicitors and barristers and their clerks shall be entitled to search the register and inspect, examine and make extracts from any and every registered bill of sale without any fee.

### **Affidavits**

**16.** Every affidavit required by or for the purposes of this Act may be sworn before a Commissioner of Probates or Justice of the Peace.

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[1963-5]

### **Bills of sale under forty-eight dollars void**

**17.** Every bill of sale made or given in consideration of any sum under forty-eight dollars shall be void.

### **Chattel seized not to be removed or sold for five days**

**18.** All personal chattels seized or of which possession is taken under and by virtue of any bill of sale shall remain on the premises where they were so seized or so taken possession of and shall not be removed or sold until after the expiration of five clear days from the day on which they were so seized or taken possession of.

**Bill of sale not to protect chattels against taxes and rates or rent for one year**

**19.** A bill of sale to which this Act applies shall be no protection in respect of personal chattels included in such bill of sale which, but for such bill of sale, would have been liable to distress under a warrant for the recovery of taxes and local government rates or for rent accrued within one year previous to such distress.

**Protection in case of bankruptcy of grantor**

**20.** Chattels comprised in a bill of sale which has been and continues to be duly registered under this Act shall not be deemed to be in the possession, order or disposition of the grantor of the bill of sale within the meaning of the *Bankruptcy Act*, Cap. 303.

**Act does not apply to certain debentures**

**21.** Nothing in this Act shall apply to any debentures issued by any mortgage, loan or other incorporated company and secured upon the capital stock or goods, chattels and effects of such company.

**Rules**

**22.** Rules for the purposes of this Act may be made by the Judicial Advisory Council.

**Computation of time**

**23.** When the time for registering a bill of sale expires on a Sunday or other day on which the Registrar's office is closed, the registration shall be valid if made on the next following day on which the office is open.

**Form of bill of sale**

**24.** Every bill of sale made or given by way of security for the payment of money by the grantor thereof shall be void unless made in accordance with the Form in the Third Schedule.

**Fees**

**25.(1)** There shall be paid to the Registrar the following fees, namely—

- (a) on filing a bill of sale and the affidavit of execution of a bill of sale  
.....\$10.00;  
*[1968-38; 1977-47]*
- (b) on entering satisfaction on a bill of sale.....\$ 5.00;
- (c) on filing the affidavit used for the purpose of re-registering a bill of sale.....\$ 6.00.

(2) All fees received by the Registrar shall be paid by him into the Consolidated Fund.

**Fees on proceedings on bills of sale**

**26.** The docket of fees of the Supreme Court and any fees added to or substituted for any such fees shall apply to any proceedings under this Act.





**THIRD SCHEDULE**

(s. 24)

*Form of Bill of Sale*

This Indenture made the \_\_\_\_\_ day of \_\_\_\_\_ between A.B. of \_\_\_\_\_ of the one part, and C.D. of \_\_\_\_\_ of the other part, witnesseth that in consideration of the sum of \$ \_\_\_\_\_ now paid to A.B. by C.D., the receipt of which the said A.B. hereby acknowledges (*or whatever else the consideration may be*), he the said A.B. hereby assigns unto C.D., his executors, administrators and assigns, all and singular, the several chattels and things specifically described in the schedule hereto annexed by way of security for the payment of the sum of \$ \_\_\_\_\_ and interest thereon at the rate of \_\_\_\_\_ per cent per annum (*whatever may be the rate*).

And the said A.B. further agrees and declares that he will duly pay to the said C.D. the principal sum aforesaid, together with the interest thereon due, by equal payments of \$ \_\_\_\_\_ on the \_\_\_\_\_ day of \_\_\_\_\_ (*or whatever else may be the stipulated time or times of payment*).

And the said A.B. also agrees with the said C.D. that he will (*here insert terms as to insurance, payment of rent, or otherwise, which the parties may agree to for the maintenance or defeasance of the security*).

Provided always that the chattels hereby assigned shall not be liable to seizure or to be taken possession of by the said C.D. for any cause other than those specified in section 7 of the Bills of Sale Act, Chapter 306 of the Laws of Barbados.

In witness, etc.

Signed and sealed by the said A.B. \_\_\_\_\_ in the presence of  
me \_\_\_\_\_ E.F., (*add witness's name, address, and description*).