



**BELIZE**

**BILLS OF SALE ACT  
CHAPTER 246**

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**CHAPTER 246**

**BILLS OF SALE**

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## CHAPTER 246

## BILLS OF SALE

[1st January, 1883]

Ch. 210,  
R. L. 1958.  
CAP. 203,  
R.E. 1980-1990.

## PART I

*Preliminary*

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

Short title.

2.-(1) In this Act, unless the context otherwise requires,

Interpretation.

“bill of sale” includes bills of sale, assignments, transfers, declarations of trust without transfers, inventories of goods with receipt thereto attached, or receipts for purchase moneys of goods, and other assurances of personal chattels, and also powers of attorney, authorities or licences to take possession of personal chattels as security for any debt, and also any agreement whether intended or not to be followed by the execution of any other instrument, by which a right in equity to any personal chattels, or to any charge or security thereon, is conferred, but does not include the following documents,

- (a) assignments for the benefit of the creditors of the person making or giving them, marriage settlements, transfers or assignments of any ship or vessel or any share thereof, transfers of goods in the ordinary course of business of any trade or calling, bills of sale of goods in foreign parts or at sea, bills of lading, India warrants, warehouse-keepers’ certificates, warrants or orders for the delivery of goods, or any other documents used in the ordinary course of business as proof of the possession or control of goods, or authorising or purporting to authorise, either by endorsement or by delivery, the possessor of such document to transfer or receive goods thereby represented; or

- (b) an instrument charging or creating any security on, or declaring trusts of, imported goods, given or executed at any time prior to their deposit in a warehouse, factory or store, or to their being re-shipped for export, or delivered to a purchaser not being the person giving or executing that instrument;

“personal chattels” means goods, furniture and other articles capable of complete transfer by delivery, and, when separately assigned or charged, fixtures and growing crops, but does not include,

- (a) chattel interests in real estate;
- (b) fixtures, except trade machinery as hereinafter defined, when assigned together with a freehold or leasehold interest in any land or building to which they are affixed;
- (c) growing crops when assigned together with any interest in the land on which they grow;
- (d) shares or interests in the stock, funds or securities of any government, or in the capital or property of incorporated or joint stock companies;
- (e) choses in action;
- (f) any stock or produce upon any farm or lands which, by virtue of any covenant or agreement or of the custom of the country, ought not to be removed from any farm where they are at the time of making or giving of the bill of sale.

(2) Nothing in subsection (1) (b) shall affect the operation of section 40 of the Bankruptcy Act, Cap. 244, in respect of goods comprised in any instrument in this section described if those goods would otherwise be “goods” within the meaning of subsection (2) (c) of that section.

(3) Personal chattels shall be deemed to be in the “apparent possession” of the person making or giving a bill of sale, so long as they remain or are in or upon any house, mill, warehouse, building, works, yard, land or other premises occupied by him, or are used and enjoyed by him in any place whatever, notwithstanding that formal possession thereof has been taken by or given to any other person.

## PART II

### *Bills of Sale Generally*

3.–(1) For the purposes of this Act, “trade machinery” shall be deemed to be personal chattels, and any mode of disposition of trade machinery by the owner thereof which would be a bill of sale as to any other personal chattels shall be deemed to be a bill of sale within the meaning of this Act.

Application of Act  
to trade machinery.

(2) For the purposes of this Act,

- (a) “trade machinery” means the machinery used in or attached to any factory or workshop, exclusive of,
- (i) the fixed motive-powers, such as their water-wheels, steam engines and their steam-boilers, donkey engines and other fixed appurtenances;
  - (ii) the fixed power machinery, such as the shafts, wheels, drums and their fixed appurtenances, which transmit the action of the motive-powers to the other machinery, fixed and loose; and
  - (iii) the pipes for steam, gas and water, and wires and cables for transmitting electricity in the factory or workshop;
- (b) “factory or workshop” means any premises on which any manual labour is exercised by way of trade, or for purposes of gain, in or incidental to the making

of any article or part of an article, or the altering, repairing, ornamenting or finishing of any article, or the adapting for sale of any article.

(3) The machinery or effects excluded by subsection (2) from the definition of "trade machinery" shall not be deemed to be personal chattels within the meaning of this Act.

4. Every attornment, instrument or agreement, not being a mining lease, whereby a power of distress or levy is given or agreed to be given by any person to any other person by way of security for any present, future or contingent debt or advance, and whereby any rent is reserved or made payable as a mode of providing for the payment of interest on that debt or advance, or otherwise for the purpose of the security only, shall be deemed to be a bill of sale within the meaning of this Act of any personal chattels which may be seized or taken under the power of distress or levy.

5.-(1) No fixtures or growing crops shall be deemed under this Act to be separately assigned or charged by reason only that they are assigned by separate words, or that power is given to sever them from the land or building to which they are affixed, or from the land on which they grow, without otherwise taking possession of or dealing with the land or building, or land, if by the same instrument any freehold or leasehold interest in the land or building to which those fixtures are affixed, or in the land on which those crops grow, is also conveyed or assigned to the same persons.

(2) The same rule of construction shall be applied to all deeds or instruments, including fixtures or growing crops, executed before the commencement of this Act and then subsisting and in force, in all questions arising under any bankruptcy, liquidation, assignment for the benefit of creditors or execution of any process of a court, which takes place or is issued after the commencement of this Act.

6.-(1) A bill of sale shall be executed, attested and registered in the manner required by this Act.

Certain instruments giving powers of distress or levy to be subject to this Act.

Fixtures or growing crops not to be deemed separately assigned when the land passes by the same instrument.

Execution, attestation and registration of bills of sale.



(2) The bill of sale shall be signed by the grantor and attested by two credible witnesses who are not parties thereto, or by an attorney or a commissioner for oaths to affidavits, and the attestation shall state that before the execution of the bill of sale the effect thereof was explained to the grantor by one of the attesting witnesses, or the attorney or commissioner.

(3) The bill, with every schedule or inventory thereto annexed or therein referred to, and also a true copy of the bill and of every schedule or inventory, and of every attestation of the execution of the bill, shall be presented to the Registrar General within seven clear days after the making or giving of the bill of sale.

(4) There shall also be presented to the Registrar General at the same time as the bill of sale is presented an affidavit setting forth,

- (a) the date, hour and minute when the bill was made or given;
- (b) the fact of its due execution and attestation;
- (c) a description of the residence and occupation of the person making or giving it;
- (d) if it was made or given by anyone under or in the execution of any process, a description of the residence and occupation of the person against whom that process was issued; and
- (e) a description of every attesting witness to the bill.

(5) The Registrar General shall register the original bill of sale, schedule or inventory together with the attestation and affidavit in the General Registry, and shall certify the copy of the bill of sale together with the copy of the schedule or inventory presented to him and return it to the person who presented the same.

(6) The Registrar General shall cause notice that the bill of sale has been registered to be published in the *Gazette* within fourteen days after its registration.

(7) A transfer or assignment of a registered bill of sale shall be executed, attested and registered like a bill of sale, but need not be advertised.

(8) With reference to the execution of a bill of sale, the grantor shall be deemed to have signed the same if he affixes thereto his actual signature or mark or something intended by him to be equivalent thereto.

Bill of sale subject to defeasance, etc., and priority of.

7.-(1) 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, that 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) If two or more bills of sale are given, comprising in whole or in part any of the same chattels, they shall have priority in the order of the date of their registration respectively as regards those chattels.

Avoidance of certain duplicate bills of sale.

8. Where a subsequent bill of sale is executed within or on the expiration of twenty-one days after the execution of a prior unregistered bill of sale, and comprises all or any part of the personal chattels comprised in the prior bill of sale, then, if the subsequent bill of sale is given as a security for the same debt as is secured by the prior bill of sale, or for any part of that debt, it shall, to the extent of which it is a security for the same debt or 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 given in good faith for the purpose of correcting some material error in the prior bill of sale, and not for the purpose of evading this Act

Renewal of registration.

9.-(1) The registration of a bill of sale must be renewed once in every five years, and if a period of more than five years elapses from the registration or renewed registration of a bill of sale without a renewal or further renewal, as the case may be, the registration shall be void.

(2) The renewal of a registration shall be effected by filing with the Registrar General 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 therein, and that the bill of sale is still a subsisting security. The affidavit may be in the form set out in the First Schedule.

(3) A renewal of registration shall not become necessary by reason only of a transfer or assignment of the bill of sale.

**10.**—(1) The Registrar General shall keep a book for the purposes of this Act and shall, upon the presentation of a bill of sale under this Act, enter therein in the form set out in the Second Schedule or in any other prescribed form,

Form of register.

- (a) the name, residence and occupation of the person by whom the bill was made or given;
- (b) in case it was made or given by any person under or in the execution of process, the name, residence and occupation of the person against whom that process was issued;
- (c) the name of the person or persons to whom or in whose favour the bill was given; and
- (d) the other particulars shown in Form 2 or to be prescribed under this Act,

and shall number all bills registered in each year consecutively, according to the respective dates of their registration.

(2) Upon the filing of an 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, and the bill of sale registered shall be thereupon marked with the number affixed to the affidavit of renewal.

(3) The Registrar General shall also keep an index of the names of the grantors of registered bills of sale with reference to entries in the register given by each of those grantors. The 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 division need not be strictly alphabetical.

Rectification of register.

**11.** 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 of misstatement of the name, residence or occupation of any person, was accidental or due to inadvertence, may in his discretion order the omission or misstatement to be rectified by the insertion in the register of the true name, residence or occupation, or by extending the time for 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.

Memorandum of satisfaction.

**12.** Subject to and in accordance with rules to be made under and for the purposes of this Act, the Registrar General may order a memorandum of satisfaction to be written upon any registered copy of a bill of sale, upon the prescribed evidence being given that the debt, if any, for which that bill of sale was made or given has been satisfied or discharged.

Copies and searches.

**13.**—(1) 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.

(2) Any person shall be entitled at all reasonable times to search the register, on payment of a fee of one dollar, 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, without being required to make a written application, or to specify any particulars in reference thereto, upon payment of one dollar for each bill of sale inspected,

Provided that those extracts shall be limited to the dates of execution, registration, renewal of registration, and satisfaction, to the names, addresses and occupations of the parties, to the amount of the consideration, and to any further prescribed particulars.

**14.** Every affidavit required by or for the purposes of this Act may be sworn before any person empowered to take affidavits in the Supreme Court. Affidavits.

**15.** The Minister may by regulations provide for fees to be taken by the Registrar General. Fees.

**16.** Rules for the purposes of this Act may be made by the like persons and in the like manner in which rules may be made under the Supreme Court of Judicature Act, Cap. 91. Rules.

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

**18.** Any person may, notwithstanding anything contained in this Act or any other Act to the contrary, trace his title from or through any bill of sale of real property if made prior to the 18<sup>th</sup> February, 1857, according to any form then ordinarily in use for the conveyance or transfer of real property, and no objection that the conveyance ought to have been by deed shall be allowed, Bill of sale of realty prior to 1857.

Provided that the bill of sale, when so required by law, has been recorded.

## PART III

*Bills of Sale Given as Security for the Payment of Money*

Application of provisions of this Part.

**19.** This Part shall not apply to bills of sale as in this Act defined which are made or given otherwise than by way of security for the payment of money.

Schedule to bill of sale.

**20.** 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 the bill of sale, except as hereinafter mentioned, shall have effect only in respect of the personal chattels specifically described in that schedule, and shall be void, except as against the grantor, in respect of any personal chattels not so specifically described.

Bill of sale not to affect after-acquired property.

**21.** Except 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.

Exception as to certain things.

**22.** Nothing contained in the foregoing sections of this Act shall render a bill of sale void in respect of any of the following things,

- (a) any growing crops separately assigned or charged where they were actually growing at the time when the bill of sale was executed;
- (b) any fixtures separately assigned or charged, and any plant or trade machinery, when used in, attached to, or brought upon, any land, farm, factory, workshop, shop, house, warehouse or other place, in substitution for any of the like fixtures, plant or trade machinery specifically described in the schedule to the bill of sale.

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

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

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

(2) The grantor may within five days from the seizure or taking possession of any chattels on account of any of the causes specified in subsection (1), apply to the Supreme Court, or to a judge thereof in chambers, and the 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 any order that seems just.

**24.** Every bill of sale to which this Part applies shall be duly attested as in section 6 and shall be registered and advertised as provided in that section within seven clear days after the execution thereof or, if it is executed in any place out of Belize, then within seven clear days after the time at which it would in the ordinary course of post arrive in Belize if posted immediately after the execution thereof, and shall truly set forth the consideration for which it was given, otherwise the bill of sale shall be void in respect of the personal chattels comprised therein.

Bill of sale to be void unless attested and registered.

- Form of bill of sale. **25.** A 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.
- Bill of sale under \$150 to be void. **26.** Every bill of sale made or given in consideration of any sum under one hundred and fifty dollars shall be void.
- Chattels not be removed or sold. **27.** All personal chattels seized or of which possession is taken under or by virtue of a 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 they were so seized or so taken possession of.
- Bill of sale not to protect chattels against execution. **28.** A bill of sale to which this Act applies shall be no protection in respect of personal chattels included therein which but for that bill of sale would have been liable under execution for the recovery of taxes or rates.



FIRST SCHEDULE

BILLS OF SALE ACT

Affidavit for Renewal of Registration

*[Section 9]*

I, (A. B.,) \_\_\_\_\_, of \_\_\_\_\_,

Do hereby

swear that a bill of sale, bearing the date the day of \_\_\_\_\_, 19 \_\_\_\_/20\* \_\_\_\_\_, (insert the date of the bill), and made between (insert the names and descriptions of the parties in the original bill of sale), and which said bill of sale (or) a copy of which said bill of sale, (as the case may be) was registered on the day of \_\_\_\_\_, 19 \_\_\_\_/20\* \_\_\_\_\_ (insert date of registration), is still a subsisting security.

SWORN, etc.

\*Delete the inapplicable.

## SECOND SCHEDULE

*[Section 10]*  
**BILLS OF SALES ACT**  
 Register

Satisfaction entered	Number	By whom given (or against whom process issued)		Occupation to whom given	Nature of instrument	Time and date	Time and date of registration	Time and date of registration of affidavit of renewal
		Name	Residence					

## THIRD SCHEDULE

## BILLS OF SALE ACT

## Bill of Sale Security

*[Section 25]**Form of Bill of Sale given as Security for the Payment of Money*

THIS INDENTURE made the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, between A. B., 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 D.C., the receipt of which the said A. B. hereby acknowledges (or whatever else the consideration may be), he the said A.B. doth hereby assign 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 centum per annum (or whatever else may be the rate). And the said A.B. doth further agree and declare that he will duly pay to the said C.D. The principal sum aforesaid, together with the interest then due, by equal payments of \$ \_\_\_\_\_ on the \_\_\_\_\_ day of \_\_\_\_\_ (or whatever else may be the stipulated times or time of payment). And the said A. B. doth also agree 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 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 23 of the Bills of Sale Act.

IN WITNESS, etc.

SIGNED by the said A. B. in the presence of us E. F. and G. H. (add witnesses' names, addresses and description).