1991 No. 412

COMPANIES

Companies (Forms) (Amendment No. 3) Regulations (Northern Ireland) 1991

Made . . . . . *6th September 1991*

Coming into operation . . . . . *1st October 1991*

The Department of Economic Development, in exercise of the powers conferred on it by the enactments specified in Schedule 1, hereby makes the following Regulations:

Citation and commencement

1. These Regulations may be cited as the Companies (Forms) (Amendment No. 3) Regulations (Northern Ireland) 1991 and shall come into operation on 1st October 1991.

Interpretation

2. In these Regulations—

"the 1986 Order" means the Companies (Northern Ireland) Order 1986(**a**); and

"the 1986 Regulations" means the Companies (Forms) Regulations (Northern Ireland) 1986(**b**).

Revocation and savings

3.—(1) Subject to paragaraph (3), the following provisions of the 1986 Regulations are hereby revoked—

(*a*) in Schedule 3 of those Regulations, the forms 461(2) and 463;

(*b*) in Schedule 5 of those Regulations, the forms 461(2)A and 461(2)B; and

(*c*) Regulation 8 of those Regulations.

(2) The following shall be deleted from the 1986 Regulations—

(*a*) in the index to Schedule 3 of those Regulations, the entries relating to forms 461(2) and 463; and

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(**a**) S.I. 1986/1032 (N.I. 6)
(**b**) S.R. 1986 No. 287. Form 98(2) was substituted by S.R. 1989 No. 341

(*b*) in the index to Schedule 5 of those Regulations, the entries relating to forms 461(2)A and 461(2)B.

(3) Notwithstanding paragraph (1) the provisions of the 1986 Regulations specified in that paragraph shall continue to apply in relation to any receiver appointed before the coming into operation of these Regulations to whom Part XIX of the 1986 Order applies.

Notice to a holder of shares

4.—(1) For the purposes of Articles 422(4) and 423A(3) of the 1986 Order (**a**) a notice to a holder of shares in the company shall be given to him, in the form prescribed by Regulation 5(2), either personally or by sending it to him by post.

(2) Where such a notice cannot be given personally or by post because the holder of the shares is the holder of a share warrant to bearer, the notice shall be given—

(*a*) in a case where the articles of association or the regulations of the company provide that notice to such holders of shares may be given by advertisement, by advertisement in the manner so provided, and

(*b*) in any other case, by advertisement in the Belfast Gazette.

(3) Where in accordance with paragraph (1) a notice is sent to a holder of shares by post it shall be sent to him—

(*a*) at his address in Northern Ireland registered in the books of the company, or

(*b*) if no such address is registered, to the address (if any) in Great Britain given by him to the company for the giving of notices to him, or

(*c*) if no address in the United Kingdom is registered or has been so notified, to his address outside the United Kingdom registered in the books of the company.

(4) Where in accordance with paragraph (1) a notice is sent to a holder of shares by post—

(*a*) if it is sent to an address in the United Kingdom, it shall be sent by recorded delivery, and

(*b*) if it is sent to an address outside the United Kingdom, it shall be sent by airmail, if that form of post is available.

New forms

5.—(1) The form 179 set out in Part I of Schedule 2 is the form prescribed for the purposes of Article 179 of the 1986 Order.

(2) The forms 422(4) and 422 dec set out in Part II of Schedule 2 are the forms prescribed for the purposes of Article 422(4) of the 1986 Order and the form 423A set out in that Part of that Schedule is the form prescribed for the purposes of Article 423A(3) of that Order.

(**a**) S.I. 1986/1032 (N.I. 6) as substituted by Article 26 of S.I. 1989/2404 (N.I. 18)

(3) The forms 558 and 558A set out in Part III of Schedule 2 are the forms prescribed for the purposes of Article 95 of the Insolvency (Northern Ireland) Order 1989(**a**).

(4) The forms 179, 421, 422(2), 422(3), 558 and 558A set out in Schedule 3 to the 1986 Regulations, are revoked, except to the extent specified in Regulation 7.

Amendments to forms

6.—(1) The forms set out in Schedules 3, 4 and 5 to the 1986 Regulations which are listed in paragraph 1 of Schedule 3 are amended by deleting the words "[Director][Secretary]" in the description of the signatory of the form and substituting the word "Designation". They are further amended by deleting the words "delete as appropriate" in the margin and substituting the words "Insert Director, Secretary, Administrator or Administrative Receiver as appropriate".

(2) The forms set out in Schedule 3 to the 1986 Regulations which are listed in paragraph 2 of Schedule 3 are amended by deleting the words "[Director] [Secretary]†" in the description of the signatory of the form and substituting the word "Designation ‡" and by adding in the margin, opposite the word "Designation ‡", the words "‡ Insert Director, Secretary, Administrator or Administrative Receiver as appropriate".

(3) The forms of statutory declaration 411A and 411B set out in Schedule 3 to the 1986 Regulations are amended by deleting the words "[a director] [the secretary]" in the description of the person making the declaration and substituting the words "[a director] [the secretary] [the administrator] [the administrative receiver]".

Use of old forms

7.—(1) Notwithstanding the provisions of Regulation 5(4), the forms 421, 422(2) and 422(3) revoked by those provisions shall continue to be used in relation to an offer in respect of the scheme or contract mentioned in Article 421(1) of the 1986 Order made before the coming into operation of these Regulations.

(2) Notwithstanding the provisions of Regulation 6, the forms amended by those provisions may continue to be used in their unamended form if they are signed, or in the case of a statutory declaration made, by a person holding the office stated in the description of the signatory, or person making the declaration, given on those forms.

Sealed with the Official Seal of the Department of Economic Development on 6th September 1991.

(L.S.)

A. H. McAlister
Assistant Secretary

(**a**) S.I. 1989/2045 (N.I. 19)

SCHEDULE 1

The Companies (Northern Ireland) Order 1986:

Articles 2(3), 17(1)(*b*)(i), 64(4), 98(2)(*a*) and (3), 132(1), 133(2), 138(1), (3) and (4), 139(1), (2) and (3), 167(3), 179(1), 186(3)(*a*), 199(3), 274(1) and (3), 326(4), 333(5), 361(2), 370(3), 394(2), 407(2), 411(1), 422(4), 423A(3)(**a**) and 681(1).

Articles 421 and 422(2) and (3) as they apply in relation to the cases mentioned in Article 26(2) of the Companies (Northern Ireland) Order 1989(**b**).

Schedule 13, paragraph 26 and Schedule 14, paragraph 1(1).

The Companies Consolidation (Consequential Provisions) (Northern Ireland) Order 1986(**c**):

Article 6(1).

The Insolvency (Northern Ireland) Order 1989:

Article 95(1).

(**a**) Articles 422 and 423A were substituted by Article 26 of S.I. 1989/2404 (N.I. 18)

(**b**) S.I. 1989/2404 (N.I. 18). Article 26(2) provided that the substitution of Articles 421, 422 and 423 of the Companies (Northern Ireland) Order 1986 by Article 26(1) of the Companies (Northern Ireland) Order 1989 does not affect any case in which the offer in respect of the scheme or contract mentioned in Article 421 of the Companies (Northern Ireland) Order 1986 was made before the coming into operation of Article 26 of the Companies (Northern Ireland) Order 1989

(**c**) S.I. 1986/1035 (N.I. 9)

SCHEDULE 2 Regulation 5(1)

PART I

G

COMPANIES FORM No. 179

Return by a company purchasing its own shares

179

Pursuant to Article 179 of the Companies (Northern Ireland) Order 1986

Please do not write in this margin

Please do not write in the space below. For Inland Revenue use only.

To the Registrar of Companies

For official use | Company number

Please complete legibly, preferably in black type or bold block lettering

Name of company

* insert full name of company

*

Note
This return must be delivered to the Registrar within a period of 28 days beginning with the first date on which shares to which it relates were delivered to the company

Shares were purchased by the company under Article 172 of the above Order as follows:

Class of shares			
Number of shares purchased			
Nominal value of each share			
Date(s) on which the shares were delivered to the company			
Maximum prices paid § for each share			
Minimum prices paid § for each share			

§ A private company is not required to give this information

The aggregate amount paid by the company for the shares to which this return relates was:	£
Stamp duty payable pursuant to section 66 of the Finance Act 1986 on the aggregate amount at 50p per £100 or part of £100	£

‡ Insert Director, Secretary, Receiver, Administrator or Administrative Receiver as appropriate

Signed Designation‡ Date

Presentor's name address and reference (if any):

For Official Use
Public Office

Document Checking Section

After signing please return the form to the Registrar of Companies at
I.D.B. House
64 Chichester Street
Belfast
BT1 4JX