1986 No. 287

COMPANIES

Companies (Forms) Regulations (Northern Ireland) 1986

Made . . . . . 29th August 1986

Coming into operation . . . 24th September 1986

The Department of Economic Development, in exercise of the powers conferred on it by those provisions of the Companies (Northern Ireland) Order 1986(**a**) and the Companies Consolidation (Consequential Provisions) (Northern Ireland) Order 1986(**b**) cited in Schedule 1, and of every other power enabling it in that behalf, hereby makes the following regulations:

Citation and commencement

1. These regulations may be cited as the Companies (Forms) Regulations (Northern Ireland) 1986 and shall come into operation on 24th September 1986.

Interpretation

2. In these regulations—

"the Orders" means the Companies (Northern Ireland) Order 1986 and the Companies Consolidation (Consequential Provisions) (Northern Ireland) Order 1986; and

"the principal Order" means the Companies (Northern Ireland) Order 1986.

Revocation

3. To the extent that they remain in force, the regulations specified in Schedule 2 are hereby revoked.

Forms

4.—(1) The forms set out in Schedule 3 are the forms prescribed for the purposes of the provisions of the Orders which are referred to in those forms.

(2) The particulars contained in the forms set out in Schedule 4 are the particulars prescribed for the purposes of the provisions of the principal Order which are referred to in those forms.

(3) The particulars contained in the forms set out in Schedule 5 are the particulars prescribed for the purposes of the provisions of the principal Order referred to in those forms, and the forms are the forms prescribed for those purposes.

Paid-up Capital Forms

5. Such part of any form from time to time prescribed under Article 8(1) of the Finance (Miscellaneous Provisions) (Northern Ireland) Order 1973(**c**) as relates to the matters required to be stated by sub-paragraph (*a*) of Article 98(2) of the principal Order is a form prescribed for the purposes of that paragraph.

(**a**) S.I. 1986/1032 (N.I. 6)
(**b**) S.I. 1986/1035 (N.I. 9)
(**c**) S.I. 1973/1323 (N.I. 18)

Translations

6. For the purposes of Articles 75(3)(*b*), 82(2)(*c*), 87(5)(*a*), 249(3)(*b*), 280(5), 281(7), 641(1)(*a*)(**a**) and 649(2) of the principal Order, a translation of a document shall be certified to be a correct translation:

(*a*) if the translation was made in the United Kingdom, by—

(i) a notary public in any part of the United Kingdom;

(ii) a solicitor of the Supreme Court of Judicature of Northern Ireland (if the translation was made in Northern Ireland), a solicitor of the Supreme Court of Judicature of England and Wales (if it was made in England or Wales), or a solicitor (if it was made in Scotland); or

(iii) a person certified by a person mentioned in sub-paragraph (i) or (ii) to be known to him to be competent to translate the document into English; or

(*b*) if the translation was made outside the United Kingdom, by—

(i) a notary public;

(ii) a person authorised in the place where the translation was made to administer an oath;

(iii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889(**b**); or

(iv) a person certified by a person mentioned in sub-paragraph (i), (ii) or (iii) to be known to him to be competent to translate the document into English.

Certification of documents

7.—(1) For the purposes of Articles 405(1) and (4) and 407(2) of the principal Order, a certificate or verification (as the case may be) that a copy of an instrument by which a charge is created or evidenced is a correct copy shall be given by the company which has created the charge, or (where that person is different) by the person who has delivered or sent the copy to the registrar.

(2) A certificate or verification referred to in paragraph (1) shall be signed by or on behalf of the person giving it. Where that person is a body corporate the person signing the certificate on behalf of the body shall be an officer of it.

(3) For the purposes of Article 641(1)(*a*), a copy of an instrument constituting or defining a company's constitution shall be certified, in the place of incorporation of the company, to be a true copy by:

(*a*) an official of the Government to whose custody the original is committed;

(*b*) a notary public; or

(*c*) an officer of the company on oath taken before:

(i) a person having authority in that place to administer an oath; or

(ii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889.

Notice by transferee company to dissenting shareholders

8.—(1) For the purposes of Articles 421(2) and 422(2) of the principal Order, a notice to a shareholder in a transferor company shall be given to him, in the form prescribed by regulation 4(1), either personally or by sending it to him by post.

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

(**a**) As read with Article 648

(**b**) 1889 c. 10; section 6 was amended by the Oaths and Evidence (Overseas Authorities and Countries) Act 1963 (c. 27), section 3

(*a*) in a case where the articles of association or the regulations of the transferor company provide that notice to such shareholders 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 shareholder by post it shall be sent to him:

(*a*) at his address in the United Kingdom registered in the books of the transferor company;

(*b*) if no such address is registered, to the address (if any) in the United Kingdom given by him to the transferor company for any 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 transferor company.

(4) Where in accordance with paragraph (1) a notice is sent to a shareholder 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.

Sealed with the Official Seal of the Department of Economic Development on 29th August 1986.

(L.S.) *W. T. McCrory*
Assistant Secretary

SCHEDULE 1

Recital of Powers

The Companies (Northern Ireland) Order 1986:

in Part II	Articles 17(1)(*b*), 21(2), 23(3) and 40(5);
in Part III	Articles 53(3), 53(3)(*e*), 59(4), 59(8)(*a*), 61(4), 63(1)(*b*) and 64(4);
in Part IV	Articles 75(3)(*b*), 82(2)(*c*) and 87(5)(*a*);
in Part V	Articles 98(2)(*a*), 98(3) and 107(3)(*a*);
in Part VI	Articles 127(2) and (3), 132(1), 133(1) and (2), 138(1), (3) and (4), 139(1), (2) and (3), 149(4), 157(3), 165(6), 166(1), 167(3), 179(1), 183(5), 186(3)(*a*) and 199(3);
in Part VIII	Articles 232(2), 233(1) and (2), 249(3)(*b*) and 250(3);
in Part IX	Articles 274(1) and (3), 280(5) and 281(7);
in Part X	Articles 295(2) and 296(2);
in Part XI	Articles 326(4), 333(5) and Schedule 13, Part IV paragraph 26;
in Part XII	Articles 361(2), 370(3) and Schedule 14, Part II paragraph 1(1), 371(2), 372(1) , and 394(2);
in Part XIII	Articles 402(1), 404(1), 405(1) and (4), 407(2), 409(1), 411(1)(*a*) and (*b*) and 413(3); (**a**)
in Part XIV	Articles 421(2), 422(2) and (3);
in Part XIX	Articles 461(2)(*a*) and (*b*), 462(1)(*e*), 463(2) and 464(3);
in Part XX	Article 558(1);
in Part XXII	Articles 629(1), 630(5), 633(1)(*a*) and (*b*) and (2), 634(4) and (4)(*e*), 635(1)(*a*) and (2) and 639(2);
in Part XXIII	Articles 641(1)(*a*) and (*b*), 642(1) and (2), 644(4)(*a*) and (*b*), 649(2) and 650(2) and (6);
in Part XXV	Article 681.

The Companies Consolidation (Consequential Provisions) (Northern Ireland) Order 1986: Articles 4(1)(*b*) and (4)(*b*) and 6(1) and (4).

(**a**) For extent of application of Part XIII *see* Article 417(1)

SCHEDULE 2 Regulation 3

Revocations

Regulations Revoked	*References*
The Companies (Forms) Regulations (Northern Ireland) 1961	S.R. & O. (N.I.) 1961 No. 83
The Companies (Forms) (Amendment) Regulations (Northern Ireland) 1963	S.R. & O. (N.I.) 1963 No. 164
The Companies (Forms) Regulations (Northern Ireland) 1979	S.R. 1979 No. 231
The Companies (Forms) (Amendment) Regulations (Northern Ireland) 1979	S.R. 1979 No. 232
The Companies (Forms No. 2) Regulations (Northern Ireland) 1979	S.R. 1979 No. 355
The Companies (Forms) Regulations (Northern Ireland) 1981	S.R. 1981 No. 358
The Companies (Forms) Regulations (Northern Ireland) 1983	S.R. 1983 No. 139
The Companies (Forms) (Amendment) Regulations (Northern Ireland) 1983	S.R. 1983 No. 140
The Companies (Forms) Regulations (Northern Ireland) 1984	S.R. 1984 No. 316