1961. No. 83 **[C]**

COMPANIES

Forms

REGULATIONS, DATED 29TH MARCH, 1961, MADE BY THE MINISTRY OF COMMERCE UNDER THE COMPANIES ACT (NORTHERN IRELAND), 1960.

The Ministry of Commerce in exercise of the powers conferred upon it by the Companies Act (Northern Ireland), 1960(**a**), (hereinafter called "the Act"), and of all other powers 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), 1961, and shall come into force on the 1st day of April, 1961.

Revocation

2. The Companies (Forms) Order (Northern Ireland), 1932(**b**), shall cease to have effect on the 31st day of March, 1961.

Forms

3. The forms set out in the Schedule hereto shall be used for the purposes of the Act and the particulars contained therein are hereby prescribed as the particulars required under the Act.

Certified copy of Charter, etc., under Section 356

4.—(1) A certified copy of the charter, statutes, or memorandum and articles of the company, or other instrument constituting or defining the constitution of the company required to be delivered to the registrar under section 356 of the Act in the case of a company incorporated in Great Britain or in any of Her Majesty's dominions outside Northern Ireland or in any place under Her Majesty's protection or where Her Majesty has jurisdiction, unless incorporated under the laws of a foreign country, shall be deemed to be certified as a true copy if in Great Britain or in such dominion or place it is—

(*a*) duly certified as a true copy by an official of the Government to whose custody the original is committed; or

(*b*) duly certified as a true copy by a notary public in Great Britain or in such dominion or place; or

(*c*) duly certified as a true copy on oath by some officer of the company before some person having authority to administer an oath as provided by section 1 or section 3 of the Commissioners for Oaths Act, 1889 (52 & 53 Vict., c. 10).

(2) A certified copy of the charter, statutes, or memorandum and articles of the company or other instrument constituting or defining the constitution of the company required to be delivered to the registrar under section 356 of the Act in the case of a company incorporated outside Northern Ireland under the laws of a foreign country shall be deemed to be certified as a true copy if in such foreign country it is—

(**a**) 1960. c. 22. (**b**) S.R. & O. (N.I.) 1932, No. 125.

(*a*) duly certified as a true copy by an official of the Government to whose custody the original is committed, the signature or seal of such official being authenticated by any of the British officials mentioned in section 6 of the Commissioners for Oaths Act, 1889; or

(*b*) duly certified as a true copy by a notary of such foreign country the certificate of the notary being authenticated by any of the British officials mentioned in section 6 of the Commissioners for Oaths Act, 1889; or

(*c*) duly certified as a true copy on oath by some officer of the company before a person having authority to administer an oath as provided by section 3 of the Commissioners for Oaths Act, 1889, the status of the person administering the oath being authenticated by any of the British officials mentioned in section 6 of that Act.

Time for delivering particulars of alterations in documents, etc., under Section 358

5. The time within which a return containing the particulars of alterations is to be delivered to the registrar under section 358 of the Act shall be twenty-one days after the date of making of such alterations or twenty-one days after the date on which notice thereof could in due course of post and if despatched with due diligence have been received in Northern Ireland.

Verified or certified copy of charge under Sections 93 *and* 95

6. A copy of the instrument by which a charge is created or evidenced to be delivered to the registrar under the provisions of section 93(3), section 93(5), and section 95(1) of the Act shall be verified or certified to be a true copy under the seal of the company, or under the hand of some person interested therein otherwise than on behalf of the company.

Translations

7.—(1) A translation of a charter, statutes or memorandum and articles of association or other instrument constituting or defining the constitution of a company or any account or document to be delivered to the registrar under the Act shall be certified to be a correct translation

(*a*) if made in a foreign country by—

any of the British officials mentioned in section 6 of the Commissioners for Oaths Act, 1889, or by any person whom any such official certifies is known to him as competent to translate it into the English language;

(*b*) if made outside the United Kingdom in any of Her Majesty's dominions or in any place under Her Majesty's protection or where Her Majesty has jurisdiction by—

a person having authority to administer an oath as provided by section 3 of the Commissioners for Oaths Act, 1889;

(*c*) if made in England by—

(i) a notary public in England, or

(ii) a solicitor of the Supreme Court of Judicature of England;

(*d*) if made in Scotland by—

(i) a notary public in Scotland, or

(ii) a solicitor;

(*e*) if made in Northern Ireland by—

(i) a notary public in Northern Ireland, or

(ii) a solicitor of the Supreme Court of Judicature of Northern Ireland.

(2) The Ministry of Commerce may in any particular case, if it thinks fit to do so and upon such conditions as it thinks fit, permit certified copies or translations to be delivered to the registrar, though not certified in accordance with the above requirements.

Notice

8.—(1) The notices to be given pursuant to sub-sections (1) and (3) of section 200 of the Act by the transferee company to any dissenting shareholder and to any shareholders who have not assented to the scheme or contract and by a shareholder, who has not so assented, to the transferee company, shall be in Forms Nos. 100, 100A and 100B respectively.

(2) Any notice to be given by the transferee company pursuant to the said section 200 shall:—

(*a*) in the case of a shareholder, who is entitled to such notice otherwise than by reason of being the holder of a share warrant to bearer, be given to him personally or by sending it by registered post to him at his address registered in the books of the transferor company or (if he has no address within the United Kingdom so registered) to the address, if any, within the United Kingdom supplied by him to the transferor company for the giving of notice to him; and

(*b*) in the case of any such shareholder, who is the holder of a share warrant to bearer, be given in Form No. 100 or Form No. 100A, as the case may be, with any necessary adaptations to meet the circumstances of the case, and shall be given—

(i) in cases where the articles of association or regulations of the transferor company provide that notice to such shareholders may be given by advertisement, by advertisement in the manner so provided, and

(ii) in any other case in such manner as the Ministry of Commerce may direct.

Sealed with the Official Seal of the Ministry of Commerce for Northern Ireland this twenty-ninth day of March, nineteen hundred and sixty-one.

(L.S.) *W. J. Thompson,*
Assistant Secretary.

THE SCHEDULE

No. of Company....., Form No. 4

THE COMPANIES ACT (NORTHERN IRELAND), 1960

A 5s. Companies Registration Fee Stamp must be impressed here

Notice of Situation of Registered Office or of any change therein

Pursuant to Section 104

Name of Company.....Limited

Presented by

.....

.....

.....

Notice of the Situation of the Registered Office of.....

.....

.....Limited

or of any change therein.

To the Registrar of Companies.

.....

.....Limited

hereby gives you notice, in accordance with section 104 of the Companies Act (Northern Ireland), 1960, that the registered office of the company is situated at

.....

.....

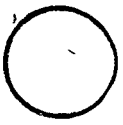
(*Signature*).....

(*State whether Director or Secretary*).....

Dated the.....day of.....19....

No. of Company..... Form No. 7

THE COMPANIES ACT (NORTHERN IRELAND), 1960



Annual Return of a Company not having a Share Capital

Pursuant to Sections 120 *to* 122

Name of Company.....Limited

Presented by

.....

.....

.....

Annual Return of.....Limited made up to the.....day of....., 19.... (being the fourteenth day after the date of the annual general meeting for the year 19....).

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1. Address

(*Address of the registered office of the company*)

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2. Situation of Registers of Members and Debenture-holders

(*a*) (*Address of place at which the register of members is kept, if other than the registered office of the company.*)

(*b*) (*Address of any place in Northern Ireland other than the registered office of the company at which is kept any register of holders of debentures of the company or any duplicate of any such register or part of any such register which is kept outside Northern Ireland.*)

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3. Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies under the Companies Act (Northern Ireland), 1960, or which would have been required so to be registered if created after 1st July, 1908.

£.....