

COMPANIES.

11° GEO. VI., No. XXXII.

No. 32 of 1947.

AN ACT to amend sections three, twenty-eight, fifty-six, one hundred and fifty, one hundred and fifty-four, one hundred and sixty-three, one hundred and sixty-five, three hundred and thirty, three hundred and thirty-one, three hundred and thirty-five, three hundred and thirty-seven, three hundred and forty-seven, three hundred and fifty-six, three hundred and fifty-nine, three hundred and sixty-four, three hundred and seventy-one, three hundred and seventy-four, three hundred and eighty-seven, and four hundred and four of the Companies Act, 1943-1946.

[Assented to 1st December, 1947.]

BE it enacted by the King's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and Legislative Assembly of Western Australia, in this present Parliament assembled, and by the authority of the same as follows:—

Short title.

1. This Act may be cited as the *Companies Act Amendment Act, 1947*, and shall be read as one with the Companies Act, 1943-1946 (No. 36 of 1943 as amended by No. 31 of 1946), hereinafter referred to as the principal Act.

2. The principal Act as amended by this Act may be cited as the Companies Act, 1943-1947.

Citation of principal Act as amended by this Act.

3. Section three of the principal Act is amended by deleting therefrom the definition "Court" and substituting the following:—

Amendment of s. 3.

"Court" means the Supreme Court or a judge thereof and includes the Master when exercising, in accordance with the Rules of Court, the jurisdiction of the Court.

4. Section twenty-eight subsection (1) of the principal Act is amended—

Amendment of s. 28

(a) by substituting for subparagraph (iii) of paragraph (a) the following:—

(iii) a firm, individual or corporation is registered and is carrying on business under the Business Names Act, 1942-1946;

(b) by inserting after the figures "1895" in line three of subparagraph (iv) of paragraph (a) the following:—

(v) a foreign company carrying on business in this State is registered as such under the repealed Acts or this Act;

(c) by substituting for the words "firm-name registered under the Registration of Firms Act, 1897-1940," in lines four and five of paragraph (ii) of the proviso the words "business name registered under the Business Names Act, 1942-1946."

5. Section fifty-six subsection (1) of the principal Act is amended by substituting for the words "one month" in line three the words "twenty-eight days."

Amendment of s. 56.

6. Section one hundred and fifty subsection (2) of the principal Act is amended by adding after the word "thereof" in line eleven a paragraph as follows:—

Amendment of s. 150.

In the case of an existing company registered under the repealed Acts the period within which the first return under this subsection is to be sent shall be a period of three months from the date of commencement of this Act.

Amendment
of s. 154.

7. Section one hundred and fifty-four subsection (6) of the principal Act is amended by adding after the word "company" in line nine of paragraph (b) the following:—

(c) This subsection shall not apply to a director of a proprietary company, or of a co-operative company registered under the repealed Acts, or under Part VI. of this Act.

Amendment
of s. 163.

8. Section one hundred and sixty-three subsection (1) paragraph (viii) of the principal Act is amended by substituting for the words "which, or a list of which, are required to be registered or filed with the Registrar under this Act" in lines three, four and five, the words "affecting the property of the company."

Amendment
of s. 165.

9. Section one hundred and sixty-five paragraph (g) of the principal Act is amended by substituting for the words "date on which this Act receives the Royal assent" the words "commencement of this Act."

Amendment
of s. 330.

10. Section three hundred and thirty, subsection (5) of the principal Act is amended by adding thereto after the figure "(4)" in line nine the words "and advertise such notice in the *Gazette* and in one daily newspaper published in Perth."

Amendment
of s. 331.

11. Section three hundred and thirty-one of the principal Act is repealed and the following substituted:—

331. (1) On the registration under this Part of a company (including a company registered under Part VIII. of the Companies Act, 1893) the Registrar shall certify accordingly under his hand and seal in Form E of the Thirteenth Schedule to this Act.

(2) On every appointment by a company registered under this Part of a new agent, or on the filing by or on behalf of any such company, of notice of alteration in—

(i) the name of the company,

(ii) the name or address of the person authorised to accept service on behalf of the company; or

(iii) the situation of its registered office, a fresh certificate altered to meet the case shall be issued by the Registrar.

(3) A certificate issued under either of the preceding subsections or a copy thereof certified under the hand and seal of the Registrar shall be *prima facie* evidence in all legal proceedings that such company is formed or incorporated and is duly registered under this Part. A certificate issued under subsection (1) of this section, or if more than one certificate has been issued, then the certificate last issued in point of time shall be *prima facie* evidence in all such proceedings that the person named therein as agent is the agent of such company in this State, and that his address is as therein stated, and of all other particulars mentioned in such certificate.

12. Section three hundred and thirty-five of the principal Act is amended by adding after the word "public" in line two of paragraph (iv)—

Amendment
of s. 335.

or

- (v) the nominal capital of the company; or
- (vi) the name of the company.

13. Section three hundred and thirty-seven subsection (1) of the principal Act is amended by substituting for the words "in one Western Australian daily newspaper circulating in Perth" in lines seven and eight, the words "of one daily newspaper published in Western Australia and circulating in Perth."

Amendment
of s. 337.

14. Section three hundred and forty-seven subsection (1) is amended—

Amendment
of s. 347.

- (a) by inserting after the word "Act" in line six the words "or in the case of a company registered under Part VIII. of the Companies Act, 1893-1944, within the time fixed for compliance by it with subsection (2) of section three hundred and twenty-nine of this Act";
- (b) by substituting for the words "register of shareholders under this Act, to be called a local register, for the registration of all share-

holders in” in lines eight, nine and ten, the words “branch register of members resident in this State, and (if not repugnant to the law of the State or country in which the company is incorporated) of members resident elsewhere, to be called a local register, for the registration of all such members of.”

Amendment
of s. 356.

15. Section three hundred and fifty-six of the principal Act is amended by substituting for the words “hereby required to send in a list of its members to the Registrar of Companies under this Act” in lines two, three and four, the words “registered under this Part.”

Repeal of
s. 359.

16. Section three hundred and fifty-nine of the principal Act is amended by inserting after the word “shares” in line three the words “to be received or taken up by its members.”

Amendment
of s. 364.

17. Section three hundred and sixty-four of the principal Act is amended by adding after the word “manager” in line seven of subsection (3) the following:—

(4) The costs of an audit under this section shall be fixed by the Registrar and shall be paid by the receiver or manager out of the property of the company: Provided that for good reason the Court, on the application of the Registrar, may order that such costs and the costs of and incidental to the application, be borne and paid by the receiver or manager personally.

Amendment
of s. 371.

18. Section three hundred and seventy-one of the principal Act is amended by deleting the words “the appointed day means such day as the Governor may by Order in Council appoint;” in lines three and four.

Amendment
of s. 374.

19. Section three hundred and seventy-four, paragraph (e) is amended by substituting for the words “another registered authorised share broker” in lines three and four, the words “a member of a recognised stock exchange.”

Amendment
of s. 387.

20. Section three hundred and eighty-seven, subsection (2) paragraph (a) of the principal Act is amended by substituting for the words “share dealer” in line seven the word “sharebroker.”

1947.]

Companies.

[No. 32.

21. Section four hundred and four subsection (5) of the principal Act is amended by deleting— Amendment
of s. 404.

(a) the words “or registered liquidator” in line three, and

(b) the words “or as liquidator” in line five.
