



# Government Gazette

OF

WESTERN AUSTRALIA

(Published by Authority at 3.30 p.m.)

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No. 73]

PERTH: THURSDAY 25th, NOVEMBER

[1976

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Companies Act, 1961-1975

## COMPANIES REGULATIONS 1976

## COMPANIES ACT, 1961-1975.

Crown Law Department,  
Perth, 10th November, 1976.

HIS Excellency the Governor in Executive Council acting under the provisions of section 384 of the Companies Act, 1961-1975, has been pleased to make the regulations set out in the Schedule hereto.

R. M. CHRISTIE,  
Under Secretary for Law.

## SCHEDULE.

## COMPANIES REGULATIONS, 1976.

- Citation. 1. These regulations may be cited as the Companies Regulations, 1976.
- Division into parts. 2. These regulations are divided into parts, as follows:—  
 Part I.—Preliminary.  
 Part II.—Forms.  
 Part III.—General Provisions Relating to Forms and Other Documents.  
 Part IV.—Miscellaneous.  
 Part V.—Meetings.  
     *Division 1.—Meeting of Creditors, Members or Contributories.*  
     *Division 2.—Meetings of Debenture-holders.*  
     *Division 3.—Joint Meetings of the Creditors and Members of a Company.*  
 Part VI.—Proof of Debts in a Voluntary Winding Up.  
 Part VII.—Proxies of Creditors and Contributories.  
 Part VIII.—Substantial Shareholdings and Take-overs.  
 Part IX.—Special Investigations.

## PART I.—PRELIMINARY.

- Revocation and savings. 3. (1) The following regulations are hereby revoked—  
 (a) the Companies Regulations, 1962 and all amendments thereto; and  
 (b) the Companies (Meetings and Winding Up) Regulations, 1964 and all amendments thereto.  
 (2) The revocation of any regulations by subregulation (1) of this regulation does not—  
 (a) affect the operation before the coming into effect of these regulations of any of the regulations so revoked;  
 (b) alter the past or future effect of the doing, suffering, or omission of anything before the coming into effect of these regulations;  
 (c) affect any licence, transfer of licence, entry, certificate, transfer of certificate, approval, cancellation of licence, or certificate, decision, statement, or return made, granted, issued or given under or by virtue of any of the regulations so revoked;  
 (d) affect any estate, right, title, interest, privilege, power, duty, obligation, liability, charge, or penalty created, acquired, accrued, exercisable, incurred, or imposed by or under or liable to be imposed under, any of the regulations so revoked;

## 3

- (e) affect any notice, order, or direction, or any proceeding, matter, or thing presented, made, held, given, published, declared, or done under any of the regulations so revoked, or
- (f) affect any legal or other proceeding commenced before or after the coming into effect of these regulations in respect of any of the matters or things mentioned in paragraphs (a) to (e) of this subregulation.

(3) All matters and things mentioned in subregulation (2) of this regulation, to the extent that they were respectively in force immediately before the coming into effect of these regulations, are preserved and continued, and declare to be of the same force and effect as if these regulations had been in force when they were respectively done, suffered, omitted, made, granted, issued, created, acquired, incurred, imposed, presented, held, given, published, declared or accrued, or become exercisable, or liable to be imposed, and they respectively had been done, suffered, omitted, made, granted, issued, created, acquired, incurred, imposed, presented, held, given, published, declared, or had accrued, or become exercisable, or liable to be imposed, under these regulations.

4. In these regulations unless the contrary intention appears—

“Agent” means the person named in a memorandum of appointment or power of attorney lodged under paragraph (e) of subsection (1), or under subsection (8), of section 346 of the Act or under any corresponding previous enactment;

“The Act” means the Companies Act, 1961.

Definitions.

#### PART II.—FORMS.

5. (1) Subject to these regulations, where a provision of the Act or of these regulations is specified in the first column of the First Schedule to these regulations, the form set out in the Second Schedule to these regulations the number of which is specified in the third column of the First Schedule opposite to that provision is prescribed as the form to be used for the purposes of that provision in relation to the matter or thing described in the second column of the First Schedule opposite to that provision.

Forms.

(2) Strict compliance with the forms contained in the Second Schedule to these Regulations is not necessary, and substantial compliance is sufficient.

6. Where a form prescribed by these regulations requires completion by the insertion of, or the attachment to the form of, a document containing particulars or other matters referred to in the form, those particulars or other matters are prescribed as the particulars or other matters required under the provisions of the Act or of these regulations for the purposes for which the form is prescribed.

Particulars prescribed by forms.

7. A form prescribed by these regulations shall be completed in accordance with such directions as are specified in the form as so prescribed.

Directions in forms.

#### PART III.—GENERAL PROVISIONS RELATING TO FORMS AND OTHER DOCUMENTS.

8. (1) A document to be lodged with the Commissioner in pursuance of the Act or these regulations shall comply with the following requirements:—

General requirements for documents lodged with Commissioner.

(a) The document shall be on paper of medium weight and good quality and—

- (i) in the case of a memorandum, the articles, a prospectus or a statement under section 82 of the Act—of a size; not less than the International Sheet size A5 and not more than foolscap folio size or International Sheet size A4;
- (ii) in any other case—of foolscap folio size or of International Sheet size A4, or of any other size approved by the Commissioner;

- (b) Subject to the Act, the document shall be clearly printed typewritten or handwritten in ink of sufficient density to provide a satisfactory reproduction by photographic means;
- (c) Except with the consent of the Commissioner, the document shall not be a carbon copy, or a copy reproduced by any spirit duplication method;
- (d) The document shall have margins of not less than 25 millimetres on the left-hand side and not less than 13 millimetres on the right-hand side;
- (e) Where the document comprises two or more sheets—
  - (i) the sheets shall be bound together securely; and
  - (ii) each sheet shall have a margin of not less than 25 millimetres on the side on which it is bound in addition to any space required for binding;
- (f) Where the document comprises more than twenty sheets, it shall be bound securely inside a durable and flexible cover;
- (g) The document shall have endorsed on the front sheet—
  - (i) the registered number allotted by the Commissioner to the corporation to which the document relates;
  - (ii) the name of the corporation to which the document relates;
  - (iii) the title of the document (being, if the document is a form prescribed by these regulations, the same as the heading to the form);
  - (iv) the name, address and telephone number of the solicitor or other person by whom or on whose behalf the document is lodged; and
  - (v) the words—  
 “Lodged with the Commissioner on  
 Commissioner for Corporate Affairs”;
- (h) Where the document is a form relating to a no liability company, the form shall be completed by inserting the words “No Liability” in place of the word “Limited”;
- (i) In the case of an unlimited Company the word “Limited” shall be deleted; and
- (j) Where the document contains maps or charts upon which areas have been distinguished by colour, those areas shall, in addition, be distinguished by hatching, numbering or lettering.

(2) The prescribed fee payable to the Commissioner in respect of the lodgement of a document with the Commissioner shall be paid at the time the document is lodged.

Verification  
and  
certification  
of  
documents.

9. (1) For the purposes of paragraph (h) of subsection (1) of section 39 of the Act, a copy of a consent shall be verified by statutory declaration by a person declaring that he has compared the copy with the original consent and that it is a true copy of the consent of which it purports to be a copy.

(2) For the purposes of paragraph (c) of subsection (2) of section 42 of the Act, a copy of a consent or a material contract shall be verified by statutory declaration by a person declaring that he has compared the copy with the original consent or contract and that it is a true copy of the consent or contract of which it purports to be a copy.

(3) For the purposes of paragraph (c) of subsection (2) of section 42 of the Act, a memorandum giving particulars of a contract not reduced into writing shall be verified by statutory declaration by a director, manager, or secretary of the corporation concerned declaring—

- (a) that he is familiar with the particulars of the contract; and
- (b) that the memorandum contains full and correct particulars of the contract.

(4) For the purposes of subsection (3) of section 54 of the Act, a copy of a contract shall be certified by statutory declaration by a person declaring that he has compared the copy with the original contract and that it is a true copy of the contract of which it purports to be a copy.

(5) For the purposes of subsection (3) of section 78 of the Act, a copy of a deed shall be verified by statutory declaration by a person declaring that he has compared the copy with the original deed and that it is a true copy of the deed of which it purports to be a copy.

(6) For the purposes of subsection (1) of section 234 of the Act, (Form 57). a statement of affairs of a company shall be verified by statutory declaration in accordance with Form 57 in the Second Schedule to these regulations made by the person who submits, or by one of the persons who submit, the statement to the liquidator of the company under subsection (2) of that section.

(7) For the purposes of paragraph (a) of subsection (1) of section 346 of the Act, a certified copy of a document referred to in that paragraph is a copy that has, within the period of three months immediately preceding the day on which it is lodged with the Commissioner or within such longer period as the Commissioner permits, been certified to be a true copy by an official holding or purporting to hold an office corresponding to that of the Commissioner in the State, Territory or country in which the foreign company concerned is formed or incorporated.

(8) For the purposes of paragraph (b) of subsection (1) of section 346 of the Act, a certified copy of a document referred to in that paragraph is a copy that has, within the period of three months immediately preceding the day on which it is lodged with the Commissioner or within such longer period as the Commissioner permits, been certified to be a true copy—

- (a) by an official holding or purporting to hold an office corresponding to that of the Commissioner in the State, Territory or country in which the foreign company concerned is formed or incorporated;
- (b) by a notary public; or
- (c) by a director, manager or secretary of the foreign company by affidavit or, in the case of a foreign company formed or incorporated within the Commonwealth, by statutory declaration made by a director, manager or secretary of the foreign company.

(9) For the purposes of paragraph (e) of subsection (1) of section 346 of the Act, the manner of verification of a memorandum of appointment or power of attorney is by affidavit or, in the case of a foreign company formed or incorporated within the Commonwealth, by statutory declaration by a person verifying that he was present and did see—

- (a) the seal of the foreign company duly affixed to the memorandum of appointment or power of attorney; or
- (b) the memorandum of appointment or power of attorney duly executed on behalf of the foreign company in such manner as to be binding on the company.

(10) For the purposes of subsection (2) of section 346 of the Act, the manner of verification by statutory declaration of a copy of the deed or document referred to in that subsection is by statutory declaration by a director, manager, secretary or the agent of the foreign company, declaring that he has compared the copy with the original deed or document and that it is a true copy of the deed or document of which it purports to be a copy.

- Security by official liquidator (Form 62A). 10. (1) For the purposes of subsection (1) of section 231 of the Act, the security for the due fulfilment of the duties of an official liquidator is a bond in the amount of \$10 000 to Her Majesty and Her Successors with an approved surety in the amount of \$10 000 in accordance with Form 62A in the Second Schedule to these regulations.
- (2) For the purposes of subregulation (1) of this regulation an approved surety is any corporation approved for that purpose by the Companies Auditors Board.
- Agents' authorities to be lodged. 11. (1) Where a copy of a prospectus lodged with the Commissioner under paragraph (a) of subsection (2) of section 42 of the Act is signed by an agent of a director or proposed director authorised in writing, the authority or a verified copy of the authority shall be annexed to the copy of the prospectus lodged with the Commissioner.
- (2) Where a statement in lieu of prospectus lodged with the Commissioner under subsection (1) of section 50 of the Act is, under paragraph (a) of subsection (1) of section 51 of the Act, signed by an agent of a director or proposed director authorised in writing, the authority or a verified copy of the authority shall be annexed to the statement in lieu of prospectus lodged with the Commissioner.
- (Form 19). (3) Where a statement of the amount or rate of commission and brokerage lodged with the Commissioner under subparagraph (ii) of paragraph (c) of subsection (1) of section 58 of the Act or under subsection (3) of that section is signed by an agent of a director or proposed director authorised in writing, the authority or a verified copy of the authority shall be annexed to the statement lodged with the Commissioner.
- (Form 38). (4) Where a consent of a person to act as a director lodged with the Commissioner under subsection (1) of section 115 of the Act is signed by an agent of that person authorised in writing for the purpose, the authority or a verified copy of the authority shall be annexed to the consent lodged with the Commissioner.
- Matters and things to be included in deeds. 12. (1) For the purpose of paragraph (b) of subsection (2) of section 78 of the Act, the following are the matters and things required to be included in a deed:—
- (a) Such particulars as are sufficient to disclose the nature of the undertaking, scheme, enterprise or investment contract, and the nature of the interests, to which the deed relates;
  - (b) A provision expressly appointing a company (being a company that has been approved by the Minister) as trustee for or representative of the holders of the interests to which the deed relates;
  - (c) Except where no property is to be vested in the trustee or representative, a provision, creating a trust, or containing a declaration of trust, and setting out full particulars of the trust, including precise information as to the circumstances in which the money, marketable securities, investments and other property subject to the trust are or will be vested in the trustee or representative, and the duties and obligations of the trustee or representative towards the holders of those interests in regard to that property;
  - (d) A provision for, and full particulars with respect to—
    - (i) the retirement, removal and replacement of the trustee or representative;
    - (ii) the retirement, removal and replacement of the management company or, if the management company is not liable to be removed by the trustee or representative or by the interest holders, a statement of that fact;

## 7

- (iii) the appointment, retirement, removal and replacement of the auditor of the accounts relating to interests under the deed;
- (iv) the duration, if ascertainable, of the undertaking, scheme, enterprise or investment contract or, if the duration is not ascertainable, a statement of that fact; and
- (v) the termination or winding up of the undertaking, scheme, enterprises or investment contract;
- (e) Provision binding the management company and trustee that—
  - (i) neither the management company nor the trustee or representative appointed by or under the deed will invest any money that is available for investment under the deed in any interest; and
  - (ii) the management company will not vest under the deed in such trustee or representative any property that is an interest—
 

unless there is in existence in respect of that interest a deed approved under Division 5 of Part IV. of the Act or a corresponding law of a proclaimed State within the meaning of that Division;
- (f) Where the interests to which the deed relates consist of rights or interests in or arising out of an investment relating to property that tends to depreciate in value through use or effluxion of time, particulars of the provisions made or to be made for the replacement of that property and the source or sources from which the replacement is to be made or from which the cost of the replacement is to be met or, if no provision is made, a statement of that fact;
- (g) Full particulars of—
  - (i) the method of calculation of the price at which an interest to which the deed relates may be sold by the management company;
  - (ii) the circumstances in which the management company or any other person may be required to purchase from the holder of an interest any interest for which the holder has subscribed or which he has acquired, and the method of calculation of the purchase price of the interest;
  - (iii) the circumstances in which, and the methods by which, all or any of the investments or other property comprising or forming part of an interest to which the deed relates may be varied;
  - (iv) the conditions governing the transfer of the interests to which the deed relates;
  - (v) the conditions governing the distribution of income to the holders of those interests; and
  - (vi) the remuneration of the trustee or representative and of the management company, respectively, and the manner in which that remuneration is provided for, including the charges (if any) that will be made for that remuneration upon the subscription for or sale of an interest to which the deed relates and upon the distribution of income and capital or otherwise in connexion with the relevant undertaking, scheme, enterprise or investment contract;
- (h) Specific provisions relating to the convening of meetings of interest holders;
- (i) Specific provisions whereby the management company undertakes to keep and maintain an up-to-date register of interest holders and to make that register available for inspection, free of charge, to any interest holder at any time when the company's office is required by the Act to be accessible to the public;

- (j) Where the deed is capable of modification, provisions governing the modification of the deed;
- (k) A declaration—
- (i) that no units or sub-units of interests purchased or subscribed for pursuant to the statement issued by the management company under section 82 of the Act shall be allotted later than six months after the date of the statement; and
  - (ii) unless the conditions of issue of the units or sub-units expressly provide that certificates be not issued—that certificates shall be issued by the trustee or representative to purchasers of or subscribers for units or sub-units of interests purchased or subscribed for pursuant to the statement not more than two months after the allotment of the units or sub-units; and
- (1) Where the deed requires, or confers a right on, interest holders to enter into an agreement in connexion with the undertaking, scheme, enterprise or investment contract, a provision incorporating, whether by way of annexure or otherwise, the terms and form of that agreement.
- (2) In this regulation, “company”, “interest”, “investment contract” and “management company” have the same respective meanings as in Division 5 of Part IV. of the Act.
- Signed copies of statutory report and auditor's report thereon required for lodgement. (Form 45).
13. For the purposes of subsection (5) of section 135 of the Act—
- (a) the copy of the statutory report of a company to be lodged with the Commissioner shall be a copy that is certified under subsection (3) of that section by the personal signatures of not less than two directors; and
  - (b) the copy of the auditor's report to be lodged with the Commissioner shall be a copy that is personally signed by the auditor or where the auditor is a firm, by one of the partners of that firm.
- Manner of giving notice (Forms 52, 53).
14. The prescribed manner of giving notice under subsection (1) or subsection (6) of section 185 of the Act to the persons there referred to is by delivering to them personally or sending by post to them at their addresses as shown in the books of the transferor company notices in the form or to the effect of Form 52 or Form 53 (as the case may be) in the Second Schedule to these regulations.
- Certified copies of statements of affairs (Form 56), and reports (Form 61F).
15. (1) A copy of a statement of affairs of a company to be lodged with the Commissioner shall be a copy certified in writing to be a true copy of the original statement—
- (a) in the case of a copy lodged for the purposes of subparagraph (i) of paragraph (c) of subsection (1) of section 193 of the Act—by the receiver or manager of the property of the company;
  - (b) in the case of a copy lodged for the purposes of subsection (15) of section 199 of the Act—by a director or secretary of the company;
  - (c) in the case of a copy lodged for the purposes of subsection (9) of section 206 of the Act—by the person who, immediately prior to the appointment of the liquidator, was the official manager of the company; and
  - (d) in the case of a copy lodged for the purposes of subsection (3B) of section 234 of the Act—by the liquidator of the company.
- (2) A copy of the report of the person who was the official manager of a company which is required to be lodged with the Commissioner under subsection (5) or (5A) of section 212 of the Act shall be a copy certified in writing by that person to be a true copy of the original report.

(3) Where a statement or report referred to in the preceding provisions of this regulation is required to be accompanied by or to have attached to it a copy of a certificate or other document, that copy shall be a copy certified in writing, by the person required to lodge the statement or report, to be a true copy of the original certificate or other document.

16. For the purposes of subsection (1) of section 347 of the Act, the documents that a foreign company is required to lodge with the Commissioner are as follows:—

Documents to be lodged where change or alteration made in foreign company.

- (a) Where any change or alteration is made in the charter, statute, memorandum or articles of the foreign company or other instrument constituting or defining its constitution—a copy of the instrument effecting the change or alteration, or a copy of the charter, statute, memorandum, articles or other instrument as changed or altered, in either case being a copy certified to be a true copy in the same manner as a certified copy referred to in paragraph (b) of subsection (1) of section 346 of the Act is certified under subregulation (8) of regulation 9 of these regulations to be a true copy;
- (b) Where any change or alteration is made in the directors of the foreign company—a return in the prescribed form notifying the change and containing with respect to each director of the company similar particulars to those required to be contained in the register of directors, managers and secretaries of a company incorporated under the Act;
- (c) Where any change or alteration is made in the name of the foreign company—a copy of the certificate of its incorporation or registration in its place of incorporation or origin or a document of similar effect (being a certificate or document evidencing the change or alteration) or, where there is no such certificate or document, a copy of the instrument effecting the change or alteration, in either case being a copy certified to be a true copy in the same manner as a certified copy referred to in paragraph (a) of subsection (1) of section 346 of the Act is certified under subregulation (7) of regulation 9 of these regulations to be a true copy; and
- (d) Where any change or alteration is made in the powers of any directors resident in the State who are members of the local board of directors of the foreign company—a memorandum duly executed by or on behalf of the foreign company stating the powers of the local directors as changed or altered.

17. (1) For the purposes of section 371 of the Act, a certified translation is a translation that—

Certified translations of documents.

- (a) in the case of a translation made outside the State—
    - (i) is certified by an official to whom the custody of the original instrument, certificate, contract or document is committed, being an official holding or purporting to hold an office corresponding to that of the Commissioner in the place in which the corporation is formed or incorporated;
    - (ii) is certified by a notary public or a translator-public duly admitted and sworn in accordance with the law of the place in which the corporation is formed or incorporated; or
    - (iii) is certified by an Australian consular officer in the place in which the corporation is formed or incorporated; or
  - (b) in the case of a translation made within the State—is certified by a person approved by the Commissioner—
- to be a correct translation into the English language.

## 10

(2) The Commissioner may, before accepting a translation for lodgement, require the person lodging the translation to furnish to the Commissioner such evidence as the Commissioner thinks sufficient of the ability of the person by whom the translation is made to make the translation.

(3) In this regulation, the expression "Australian consular officer" means a person appointed to hold or act in any of the following offices (being an office of the Commonwealth) in a country or place outside Australia—Ambassador; High Commissioner; Minister; Head of Mission; Commissioner; *Chargé d'Affaires*; Counsellor or Secretary at an Embassy, High Commissioner's Office or other post; Consul-General; Consul; Vice-Consul; Pro-Consul; Trade Commissioner; and Consular Agent.

Time for lodging documents.

18. Where a document is by the Act or these regulations required to be lodged with the Commissioner but a period of time within which the document is to be lodged is not prescribed, the document shall be lodged within one month or, in the case of a document required to be lodged by a foreign company, within such further period as the Commissioner in special circumstances allows, after the happening of the event to which the document relates.

Affidavits and statutory declarations.

19. (1) Except as otherwise provided in the Act or in these regulations (including the forms in the Second Schedule to these regulations) an affidavit or a statutory declaration sworn or declared for the purposes of the Act or these regulations on behalf of a corporation shall be sworn or declared by a director or by the secretary of the corporation.

(2) Where an affidavit or a statutory declaration prescribed by the Act or these regulations purports to be sworn or declared at a place outside the State, the affidavit or statutory declaration shall be sufficient for the purposes of the Act and these regulations if it purports to be sworn or declared in accordance with the requirements of the law of that place.

Signature of documents lodged with Commissioner.

20. Except as otherwise provided in the Act or in these regulations (including the forms in the Second Schedule to these Regulations), a document relating to a corporation lodged with the Commissioner under the Act or under these regulations shall be signed or authenticated by a director or by the secretary or manager of the corporation or, in the case of a document relating to a foreign company, by the agent of the foreign company in the State or, if the agent is a company, by the secretary of that company.

## PART IV.—MISCELLANEOUS.

Commission payable for exercise by Commissioner of powers in respect of defunct company.

21. For the purposes of subsection (3) of section 311 of the Act, commission is prescribed at the rate of five per centum of the moneys received by the Commissioner in the exercise of the powers conferred upon him by that section.

Prescribed Stock Exchanges.

22. (1) For the purposes of paragraphs (a) and (b) of subsection (4) of section 40A, paragraph (a) of subsection (4) and paragraph (h) of subsection (6) of section 374, section 375A, Part VIB, of the Act and of the Tenth Schedule to the Act, the following Stock Exchanges are prescribed Stock Exchanges:—

- (a) The Stock Exchange of Adelaide Limited;
- (b) The Brisbane Stock Exchange Limited;
- (c) The Hobart Stock Exchange;
- (d) The Stock Exchange of Melbourne Limited;
- (e) The Stock Exchange of Perth Limited; and
- (f) The Sydney Stock Exchange Limited.

(2) For the purposes of subclause (5) of paragraph 7 of the Ninth Schedule to the Act, the following Stock Exchanges are prescribed Stock Exchanges:—

- (a) The Stock Exchange of Adelaide Limited;
- (b) The Brisbane Stock Exchange Limited;

11

- (c) The Hobart Stock Exchange;
- (d) The Stock Exchange of Melbourne Limited;
- (e) The Stock Exchange of Perth Limited;
- (f) The Sydney Stock Exchange Limited;
- (g) The Auckland Stock Exchange;
- (h) The Christchurch Stock Exchange;
- (i) The Dunedin Stock Exchange;
- (j) The Wellington Stock Exchange;
- (k) The Stock Exchange, London;
- (l) The Montreal Stock Exchange;
- (m) The Toronto Stock Exchange;
- (n) The Johannesburg Stock Exchange;
- (o) New York Stock Exchange Inc.;
- (p) American Stock Exchange Inc.;
- (q) Pacific Coast Stock Exchange;
- (r) The Mid-West Stock Exchange; and
- (s) The Paris Bourse.

23. For the purposes of subsection (8A) of section 7 of the Act the following offices are prescribed offices:—

Prescribed offices.

- (a) Commissioner for Corporate Affairs, New South Wales;
- (b) Commissioner for Corporate Affairs, Queensland;
- (c) Registrar of Companies, Australian Capital Territory;
- (d) Registrar of Companies, South Australia;
- (e) Registrar of Companies, Tasmania;
- (f) Commissioner for Corporate Affairs, Victoria;
- (g) Registrar of Companies, Northern Territory;
- (h) Commissioner of Police, Western Australia.

24. A person who—

Penalty.

- (a) does that which by or under these regulations he is forbidden to do; or
- (b) does not do that which by or under these regulations he is required or directed to do; or
- (c) otherwise contravenes or fails to comply with any provision of these regulations—

shall be guilty of an offence against these regulations.

Penalty: \$40.

#### PART V.—MEETINGS.

##### *Division 1.—Meetings of Creditors, Members or Contributories.*

25. Except where provisions to the contrary are made by the Act, the provisions of this Division apply to and in relation to—

Application of Division.

- (a) meetings of the creditors or members of a company (being meetings relating to the official management of the company) referred to in subsection (1) of section 203c, paragraph (b) of subsection (1) and subsection (3) of section 204, paragraph (c) of subsection (1) and subsection (4) of section 206, subsection (2) of section 212 and subsection (4) of section 214 of the Act;
- (b) meetings of creditors or of contributories called by a liquidator under paragraph (b) of subsection (3) of section 232, subsection (2) of section 237, subsection (1) of section 241, subsection (8) of section 242, subsection (1) of section 259, and subsection (1) of section 271 of the Act;
- (c) meetings of creditors or of contributories referred to in subsection (6) of section 242 of the Act;

- (d) meetings of the creditors of a company summoned by the company under subsection (1) and subsection (8) of section 260 of the Act;
- (e) meetings of the creditors of a company summoned by any two of those creditors under subsection (5) of section 261 of the Act;
- (f) meetings of the creditors of a company referred to in paragraph (a) of subsection (1) of section 269 of the Act;
- (g) meetings of the creditors of a company referred to in subsection (2) of section 277A of the Act; and
- (h) meetings of the creditors of a company held for the purposes of paragraph (c) of subsection (3) of section 284 of the Act.

Notice of meetings.  
(Forms 64 and 92).

26. (1) The person summoning a meeting of creditors or of members or contributories shall give not less than fourteen days' notice of the time and place of the meeting by advertisement in a daily newspaper circulating generally throughout the State and shall, not less than fourteen days before the day appointed for the meeting, send notice of the meeting by post to every person appearing by the company's books or otherwise to be a creditor of the company or a member or contributory of the company, as the case may be.

(2) The notice referred to in subregulation (1) of this regulation which is to be advertised in a newspaper and sent to a creditor, member or contributory shall—

- (a) in the case of a notice given by a liquidator under subsection (1) of section 259 of the Act—be in accordance with Form 64 in the Second Schedule to these regulations; and
- (b) in any other case—be in accordance with Form 92 in the Second Schedule to these regulations.

(3) A notice to a creditor shall be sent to the address given in his proof of debt, or if he has not proved, to the address given in the statement of affairs of the company or to such other address as may be known to the person summoning the meeting.

(4) A notice to a member or a contributory shall be sent to the address mentioned in the company's books as the address of the member or contributory, or to such other address as may be known to the person summoning the meeting.

Quorum.

27. (1) A meeting of creditors, members or contributories shall not act for any purpose except the election of a chairman, the proving of debts, and the adjournment of the meeting, unless there are present or represented at least two creditors entitled to vote, or two members or two contributories, or all the creditors entitled to vote or all the members or contributories if the number of creditors entitled to vote or the members or contributories, as the case may be, does not exceed two.

(2) If within half an hour after the time appointed for the meeting a quorum of creditors, members or contributories is not present or represented, the meeting shall stand adjourned to the same day in the next week at the same time and place, or to such other day (not being less than seven or more than twenty-one days from the day from which the meeting is adjourned) and at such other time and place as the chairman may appoint.

Chairman.

28. (1) Subject to the provisions of subsection (2) of section 203 of the Act and to subregulation (2) of this Regulation, the persons present at a meeting of the creditors or members or contributories of a company shall elect one of their number to be chairman of the meeting.

(2) Where a meeting of creditors, members or contributories of a company is called by the liquidator of the company, the liquidator or a person nominated by him shall be the chairman of the meeting.

29. The chairman of a meeting of creditors, members or contributories shall, if so directed by the meeting, or may, with the consent of the meeting, adjourn the meeting from time to time and from place to place, but the adjourned meeting shall be held at the same place as the original place of meeting unless in the resolution for adjournment another place is specified or unless the Court otherwise orders.

Adjournment  
of meeting.

30. (1) At a meeting of creditors, a resolution is passed when a majority in number and value of the creditors present, personally or by proxy, have voted in favour of the resolution.

Passing of  
resolutions.

(2) At a meeting of members or contributories, a resolution is passed when a majority in number and value of the members or contributories (as the case may be) present, personally or by proxy, have voted in favour of the resolution, the value of the members or contributories being determined according to the number of votes conferred on each member or contributory by the articles of the company.

31. (1) Subject to subregulation (2) of this regulation a person shall not be entitled to vote as a creditor at a meeting of creditors unless he has lodged with the liquidator or official manager a proof of the debt which he claims to be due to him from the company and the proof has been admitted wholly or in part before the date on which the meeting is held.

Creditors  
who may  
vote.

(2) In the case of a meeting of creditors held under subsection (1) of subsection (8) of section 260 of the Act, a person shall not be entitled to vote as a creditor at the meeting unless he has lodged with the chairman of the meeting a proof of the debt which he claims to be due to him from the company.

(3) A creditor shall not vote in respect of any unliquidated or contingent debt or any debt the value of which is not ascertained, or in respect of any debt on or secured by a current bill of exchange or promissory note held by him unless he is willing to treat the liability to him thereon of every person who is liable thereon antecedently to the company, and against whom a sequestration order in bankruptcy has not been made, as a security in his hands, and to estimate the value thereof, and for the purposes of voting, but not for the purposes of dividend, to deduct it from his proof.

32. (1) For the purpose of voting, a secured creditor shall, unless he surrenders his security, state in his proof of debt the particulars of his security, the date when it was given, and the value at which he assesses it, and shall be entitled to vote only in respect of the balance, if any, due to him after deducting the value of his security.

Votes of  
secured  
creditors.

(2) If a secured creditor votes in respect of his whole debt, he shall be deemed to have surrendered his security, unless the Court on application is satisfied that the omission to value the security has arisen from inadvertence.

33. (1) The liquidator may, within twenty-eight days after a secured debt is proved, require the creditor to give up the security for the benefit of the creditors generally on payment of the value at which the creditor values it with the addition of twenty per centum.

Creditor  
required to  
give up  
security.

(2) Where a creditor has valued his security he may at any time before being required to give it up correct the valuation by a new proof and deduct the new value from his debt, but in that case the addition of twenty per centum shall not be made if the security is required to be given up.

34. (1) The chairman of a meeting of creditors, members or contributories may admit or reject a proof of debt for the purpose of voting.

Admission  
and rejection  
of proof  
for purpose  
of voting.

(2) If the chairman is in doubt whether a proof of debt should be admitted or rejected, he shall mark it as objected to and allow the creditor to vote subject to the vote being declared invalid in the event of the objection being sustained.

- Record of meeting. 35. The chairman of a meeting of creditors, members or contributories—
- (a) shall cause minutes of the proceedings at the meeting to be entered in a book kept for the purpose and shall sign the minutes; and
  - (b) shall cause a list of the names of the creditors, members or contributories present at the meeting to be made and kept.
- Copy of minutes of meeting to be lodged with the Commissioner. 36. Where a meeting of the creditors, members or contributories of a company is called by the liquidator of the company, the liquidator shall, within a period of seven days after the meeting, lodge with the Commissioner, a copy of the minutes of the meeting, certified by the chairman of the meeting to be a true copy.

*Division 2.—Meetings of Debenture-holders.*

- Application of Division. 37. Except where provisions to the contrary are made by the Act or in the covenants contained in the relevant debentures or trust deed, the provisions of this division apply to and in relation to meetings of holders of debentures summoned in pursuance of a covenant contained, or deemed under paragraph (c) of subsection (1) of section 74B of the Act to be contained, in the debentures or trust deed.
- Quorum. 38. (1) A meeting of debenture-holders shall not act for any purpose except the adjournment of the meeting unless there are present at least two debenture-holders.
- (2) If within half an hour after the time appointed for the meeting a quorum of debenture-holders is not present, the meeting shall stand adjourned to the same day in the next week at the same time and place, or to such other day (not being less than seven or more than twenty-one days from the day from which the meeting is adjourned) and at such other time and place as the chairman may appoint.
- Adjournment of meeting. 39. The chairman of a meeting of debenture-holders shall, if so directed by the meeting, or may, with the consent of the meeting, adjourn the meeting from time to time and from place to place, but the adjourned meeting shall be held at the same place as the original place of meeting unless in the resolution for adjournment another place is specified or unless the Court otherwise orders.
- Passing of resolutions. 40. At a meeting of debenture-holders, a resolution is passed when a majority in number and value of the debenture-holders present have voted in favour of the resolution.
- Casting vote. 41. In the case of an equality of votes, the chairman of a meeting of debenture-holders shall have a casting vote.
- Record of meetings. 42. The Chairman of a meeting of debenture-holders—
- (a) shall cause minutes of the proceedings at the meeting to be entered in a book kept for the purpose and shall sign the minutes; and
  - (b) shall cause a list of the names of the debenture-holders present at the meeting to be made and kept.

*Division 3.—Joint Meetings of the Creditors and Members of a Company.*

- Application of Division. 43. Except where provisions to the contrary are made by the Act or in the articles of the company concerned, the provisions of this Division apply to and in relation to—
- (a) joint meetings of the creditors and members of a company called by the official manager of the company under paragraph (b) of subsection (1) of section 203A or subsection (4) of section 214 of the Act; and

- (b) joint meetings of a company and the creditors of the company called, in the case of a creditors' voluntary winding up of the company, by the liquidator of the company under subsection (1) of section 271 of the Act or under subsection (1) of section 272 of the Act.

44. (1) An official manager of a company who is directed by a committee of management of the company to call a joint meeting of the creditors and members of the company under subsection (4) of section 214 of the Act shall give not less than fourteen days' notice of the time and place of the meeting by advertisement in a daily newspaper circulating generally throughout the State and shall cause notices of the meeting to be sent by post to the creditors simultaneously with the sending of notices of the meeting to members of the company.

Notices of joint meetings called by official managers. (Form 92).

(2) The notice referred to in subregulation (1) of this regulation which is to be advertised in a newspaper and sent to a creditor and member shall be in accordance with Form 92 in the Second Schedule to these regulations.

(3) The notice shall be sent to—

- (a) every person appearing by the company's books or who otherwise appears to the official manager to be a creditor of the company, and shall be sent to the address mentioned in the company's books as the address of the creditor or to such other address as may be known to the official manager as the address of the creditor; and
- (b) every member of the company, and shall be sent to the address shown in the register of members as the address of the member.

45. A joint meeting called under subsection (1) of section 203A, subsection (4) of section 214 or subsection (1) of section 271 of the Act shall not act for any purpose unless there are present or represented at least two persons entitled to vote at the meeting.

Quorum.

46. (1) The persons present at a joint meeting called under subsection (1) of section 203A or subsection (4) of section 214 of the Act shall elect one of their number to be the chairman of the meeting.

Chairman.

(2) The liquidator or a person nominated by him shall be the chairman of a joint meeting called by the liquidator under subsection (1) of section 271 of the Act or under subsection (1) of section 272 of the Act.

47. The chairman of a joint meeting called under subsection (1) of section 203A, subsection (4) of section 214 or subsection (1) of section 271 of the Act shall, if so directed by the meeting, or may, with the consent of the meeting, adjourn the meeting from time to time and from place to place, but the adjourned meeting shall be held at the same place as the original place of meeting unless in the resolution for adjournment another place is specified or unless the Court otherwise orders.

Adjournment of meeting.

48. A resolution put to the vote at a joint meeting to and in relation to which this Division applies shall be decided on a show of hands.

Passing of resolution.

49. In the case of an equality of votes, the chairman of a joint meeting to and in relation to which this Division applies shall have a casting vote.

Casting vote.

50. The chairman of a joint meeting called under subsection (1) of section 203A, subsection (4) of section 214 or subsection (1) of section 271 of the Act—

Record of meeting.

- (a) shall cause minutes of the proceedings at the meeting to be entered in a book kept for the purpose and shall sign the minutes; and
- (b) shall cause a list of the names of the persons present and entitled to vote at the meeting to be made and kept.

PART VI.—PROOF OF DEBTS IN A VOLUNTARY  
WINDING UP.

- Application of Part. 51. This part applies to and in relation to the admission to proof of debts and claims under subsection (1) of section 291 of the Act in a voluntary winding up.
- Proof of debt. 52. Every creditor shall prove his debt or claim, unless the Court directs that any creditors or class of creditors be admitted without proof.
- Statutory declaration proving debt. (Forms 75 and 76). 53. (1) A debt or claim may be proved by serving on the liquidator a statutory declaration, in accordance with Form 75 or Form 76 in the second Schedule to these regulations proving the debt.  
(2) Where there are claims for wages by employees of a company, one person may make a statutory declaration, in accordance with Form 76 in the Second Schedule to these regulations proving the debt on behalf of all the employees.  
(3) A statutory declaration made under subregulation (2) of this regulation shall have effect as if a separate statutory declaration had been made by each employee.
- Notice of day by which debts to be proved. 54. (1) The liquidator may from time to time fix a certain day, which shall be not less than fourteen days from the date of publication or the date of posting of the notice referred to in subregulation (2) of this regulation, whichever date is the later, on or before which the creditors of the company are to prove their debts or claims under subsection (1) of section 291 of the Act.  
(2) The liquidator shall give notice of the day so fixed by advertisement in a daily newspaper circulating generally throughout the State and shall also give notice in writing of the day so fixed to every person mentioned in the statement of affairs as a creditor and who has not proved his debt or claim.
- Time for liquidator to deal with proofs. (Form 93). 55. (1) The liquidator, within twenty-one days after receiving a proof of debt, shall in writing either admit it or reject it wholly or in part or require further evidence in support of it.  
(2) If the liquidator rejects a proof of debt wholly or in part, he shall state to the creditor the ground of his objections by instrument in writing in accordance with Form 93 in the Second Schedule to these regulations.  
(3) Where the liquidator has given notice of his intention to declare a dividend, he shall, within fourteen days after the day mentioned in the notice referred to in subregulation (2) of regulation 54 of these regulations as the date on or before which debts or claims are to be proved, in writing either admit or reject wholly or in part or require further evidence in support of every proof of debt that he has not already dealt with and shall, if he rejects a proof of debt wholly or in part, state to the creditor the ground of his objection by instrument in writing in accordance with Form 93 in the Second Schedule to these regulations.  
(4) Where the liquidator has admitted a proof of debt under subregulation (3) of this regulation the notice of the dividend shall be a sufficient notification of the admission.
- Persons who make statutory declarations. 56. (1) A statutory declaration proving a debt or claim may be made by the creditor himself or by some person authorized by or on behalf of the creditor.  
(2) A person so authorized shall state in the statutory declaration his authority and means of knowledge.
- Contents of statutory declaration. 57. (1) A statutory declaration proving a debt or claim shall contain or refer to a statement of accounts showing the particulars of the debt or claim and shall specify the vouchers by which the debt or claim can be substantiated.  
(2) The liquidator may at any time call for the production of the vouchers.

58. A statutory declaration proving a debt shall state whether the creditor is a secured creditor and, if so, the nature of the security. Statement of security.
59. A creditor shall, unless the Court in a particular case otherwise orders, bear his own costs of proving his debt or claim. Costs of proof.
60. In proving a debt or claim, a creditor shall make an allowance for all discounts for which an allowance would have been made if the company were not being wound up. Discount.
61. (1) Where a company that is liable to make any periodical payments (including rent) commenced to be wound up on a day other than a day on which such a payment becomes due, the person entitled to the payment may prove for a proportionate part of a payment in respect of the period from the day when the last payment became due to the day on which the winding up commenced as if the payment accrued from day to day. Periodical payments.
- (2) Where the liquidator remains in occupation of premises demised to a company which is being wound up, these regulations do not prejudice or affect the right of the landlord of the premises to claim payment of rent by the company or the liquidator during the period of the company's or the liquidator's occupation.
62. A creditor may prove a debt payable subsequently to the date of the commencement of the winding up as if it were payable at that date and may receive dividends equally with the other creditors, deducting out of each dividend a rebate of interest at the rate of five per centum per annum computed from the declaration of the dividend to the time when the debt would have become payable according to the terms on which it was contracted. Debt payable at future time.
63. Where a creditor seeks to prove a debt or claim in respect of a bill of exchange, promissory note or other negotiable instrument or security on which the company is liable, the proof of debt shall not, subject to any order of the Court to the contrary, be admitted, unless the bill, note, instrument or security is produced to the liquidator. Production of instrument of which company liable.
64. If the liquidator is of the opinion that a proof of debt has been improperly admitted, the Court may, on the application of the liquidator, after notice to the creditor omit the proof or reduce its amount. Proof admitted improperly to be omitted at instance of liquidator.
65. The Court may also omit or reduce a proof of debt upon the application of a creditor or contributory if the liquidator declines to interfere in the matter. Proof admitted improperly to be omitted at instance of creditor or contributory.
66. For the purpose of any of his duties in relation to proofs of debt, a liquidator may administer oaths and take and receive affidavits and statutory declarations. Liquidator may administer oaths and take affidavits.
67. A liquidator shall not be personally liable for costs in relation to an appeal from his decision rejecting proof of debt wholly or in part, unless the Court otherwise orders. Liquidator not liable for costs of appeal.

#### PART VII.—PROXIES OF CREDITORS AND CONTRIBUTORIES.

68. (1) A creditor entitled to attend and vote at a meeting of creditors or at a meeting of creditors and contributories may appoint another person (whether a creditor or not) as his proxy to attend and vote instead of the creditor at the meeting. Appointment of proxies.
- (2) A contributory entitled to attend and vote at a meeting of contributories or at a meeting of creditors and contributories may appoint another person (whether a contributory or not) as his proxy to attend and vote instead of the contributory at the meeting.

(3) A proxy appointed under this regulation shall have the same right to speak at the meeting as the creditor or contributory appointing him.

Form of proxies.  
(Form 94).

69. (1) The appointment of a person as the proxy of a creditor or contributory shall be made by an instrument of appointment in accordance with Form 94 in the Second Schedule to these regulations.

(2) Subject to regulation 70 of these regulations, the instrument appointing a proxy shall be signed by the person appointing the proxy in the presence of a person (not being the person nominated as proxy) who shall add to his signature his description and the address of his place of residence.

Proxy of disabled person.

70. (1) The proxy of a creditor or contributory who is blind or incapable of writing may be accepted if the creditor or contributory attaches his signature or mark to the instrument appointing the proxy in the presence of a witness (not being the person nominated as proxy) who has added to his signature his description and the address of his place of residence.

(2) The instrument shall include a certificate set out in accordance with Form 94 in the Second Schedule to these regulations by the witness that the instrument was completed by him in the presence and at the request of the creditor or contributory, and read to the creditor or contributory before he attaches his signature or mark.

Proxy forms to accompany notice of meetings.

71. The person calling a meeting of creditors or contributories or a joint meeting of the company and the creditors of the company to and in relation to which this Part applies shall send a form of proxy to each creditor and contributory with the notice summoning the meeting, and shall ensure that neither the name nor description of the liquidator (if any) or any other person is printed or inserted in the body of the form of proxy before it is so sent.

General proxy.

72. A creditor or a contributory may give a general proxy to any person who is not a minor.

Special proxy.

73. A creditor or a contributory may give a special proxy to any person to vote at a specified meeting or adjournment of that meeting—

(a) for or against the appointment or continuance in office of a specified person as liquidator or member of the committee of inspection; and

(b) on all or any questions relating to any matter arising at the meeting or an adjournment of the meeting.

Liquidator may act as proxy.

74. A creditor or a contributory may appoint the liquidator to act as his general or special proxy.

Voting by proxy where financially interested.

75. (1) Subject to subregulation (2) of this regulation, a person acting either under a general or a special proxy shall not vote in favour of any resolution which would directly or indirectly place himself, his partner or his employer in a position to receive any remuneration out of the assets of the company otherwise than as a creditor rateably with the other creditors of the company.

(2) Where a person holds special proxies to vote for an application to the Court in favour of the appointment of himself as liquidator he may use the proxies and vote accordingly.

Liquidator may appoint deputy.

76. Where a liquidator who holds any proxies cannot attend the meeting for which they are given, he may, in writing, depute some person to use the proxies on his behalf in such manner as he may direct but so that the provisions of regulation 75 of these regulations shall be observed as would be the case if the liquidator were acting in person as proxy.

PART VIII.—SUBSTANTIAL SHAREHOLDINGS AND  
TAKE-OVERS.

77. For the purposes of subparagraph (ii) of paragraph (a) of subsection (7) of section 6A of the Act the following offices are prescribed offices:—

- (a) The office of Commissioner for Corporate Affairs;
- (b) The office of Trustee of the estate of a bankrupt under or continued under the Bankruptcy Act 1966 of the Commonwealth;
- (c) The office of Official Receiver under the Bankruptcy Act 1966 of the Commonwealth;
- (d) The office of Public Trustee under the Public Trustee Act, 1941;
- (e) The office of the Master of the Supreme Court of Western Australia within the meaning of the Supreme Court Act, 1935; and
- (f) Any office in another State or Territory of the Commonwealth corresponding to an office referred to in paragraph (a), (d) or (e).

78. (1) An offeror shall not later than the day on which he gives a Part A Statement under section 180C of the Act to an offeree company—

- (a) lodge a copy of the statement with the Commissioner; and
- (b) give a copy of the statement to each Stock Exchange on the official list of which shares in the offeree company are listed for quotation.

(2) An offeree company shall, not later than the day on which it gives to the offeror, or to each holder of shares, as the case may be, the Part B Statement under section 180G of the Act—

- (a) lodge a copy of the statement with the Commissioner; and
- (b) give a copy of the statement to each Stock Exchange on the official list of which shares in the offeree company are listed for quotation.

(3) An offeror shall annex to the copy of the notice of dispatch of the take-over offer lodged with the Commissioner pursuant to paragraph (b) of subsection (1) of section 180H of the Act, a copy of the take-over offer so dispatched.

(4) An offeror shall, not later than the day on which the first take-over offer under a take-over scheme is dispatched, give a copy of that take-over offer to each Stock Exchange on the official list of which shares in the offeree company are listed for quotation.

(5) An offeror shall, on the day of publication of a notice under subsection (2) or (3) of section 180N of the Act, lodge a copy of the notice with the Commissioner.

PART IX.—SPECIAL INVESTIGATIONS.

79. The prescribed manner of giving notice to an officer of a company under subsection (1) of section 173 of the Act is—

- (a) by delivering the notice to the officer personally;
- (b) by leaving the notice for the officer with some person apparently of or over the age of sixteen years at his last or most usual place of abode or his place of business or employment; or
- (c) by sending the notice by registered post to the last or most usual place of abode of the officer.

80. A person who is examined pursuant to a requirement under Part VIA. of the Act shall be entitled to such allowances and expenses as are for the time payable to Crown witnesses for attendance at Court.

Prescribed  
offices.

Copies of  
Part A and  
Part B  
Statements.

81. Where a person is entitled to allowances and expenses under this Part he shall make written application to the Commissioner in that behalf within fourteen days after being released by the Inspector from further attendance or within such longer period as the Commissioner may allow.

82. An application for allowances and expenses shall be made in or to the effect of Form 95 in the Second Schedule to these regulations and verified by statutory declaration.

## FIRST SCHEDULE.

Regulation 5.

## LIST OF FORMS.

First Column	Second Column	Third Column
Provision of Companies Act for which Form Prescribed	Description of Form	Number of Form in Second Schedule
Section—		
7 (7) ....	Declaration to be made by Commissioner for Corporate Affairs and persons authorized to make inspections	1
12 (5) ....	Supplementary document	3A
16 (2) ....	Statutory declaration of compliance	4
16 (3) ....	Certificate of incorporation of public company	5
16 (3) ....	Certificate of incorporation of proprietary company	6
21 (2) ....	Notice of resolution	7
21 (3), (4) ....	Certificate of registration of order of Supreme Court affecting memorandum of association	8
21 (6) ....	Certificate of incorporation on changes of name of company	9
22 (7), (8a) ....	Application for reservation of name	10
22 (7b) ....	Application for notification of name of company to participating State	10AA
25 ....	Application by a company to convert to a different status	10A
25 (2) ....	Certificate of incorporation on conversion of company	10B
25 (4) (c) (i) ....	Assent by members to application by a limited company to convert to an unlimited company	10C
26 (1), (2) ....	Notice of resolution	7
26 (2) (c) ....	Statutory declaration of compliance by company that has not issued prospectus	11
26 (3) ....	Certificate of incorporation on conversion to a proprietary company	12
26 (3) ....	Certificate of incorporation on conversion to a public company	13
27 (3) (c) (ii) ....	Statutory declaration of compliance by company that has not issued prospectus	11
28 (9) ....	Notice of resolution	7
29 (5) ....	Notice of increase in numbers of members	14
52 (1) (b) (iii) ....	Statutory declaration of compliance by company that has issued prospectus	15
52 (2) (c) ....	Statutory declaration of compliance by company that has not issued prospectus	11
52 (3) ....	Certificate that company is entitled to commence business and exercise borrowing powers	16
54 (1), (2) (b) ....	Return of allotment of shares	17

FIRST SCHEDULE—*continued.*

First Column	Second Column	Third Column
Provision of Companies Act for which Form Prescribed	Description of Form	Number of Form in Second Schedule
54 (5) ....	Statement containing particulars of shares allotted otherwise than for cash	18
58 (1) (c), (3) ....	Statement of amount or rate of commission and brokerage	19
61 (8) ....	Notice of redemption of redeemable preference shares	20
62 (4) ....	Notice of increase in share capital....	21
64 (7) ....	Certificate of registration of order of Supreme Court confirming reduction of share capital	22
64A (1) ....	Notice of division or conversion of shares into classes	22A
70 (2) ....	Notice of places where register of holders of debentures kept, or of change in that place ....	23
74A (6) ....	Notice of appointment of new trustee for holders of debentures	23A
84 (2) ....	Notice of place where register of interest holders kept, or of change in that place	24
85 (1) ....	Return by management company ....	25
100 (1) ....	Statement of particulars to be lodged with charge	26
100 (1) (b), (5) ....	Statutory declaration verifying execution of charge created by company and correctness of copy of charge	27
100 (5), (6), (7) ....	Statement containing particulars of a series of debentures	28
100 (6), (7) ....	Particulars when more than one issue is made of debentures in a series	29
102 (1) ....	Statement of particulars to be lodged with charge	26
102 (1) ....	Statutory declaration in respect of property acquired by company, foreign company or recognized company while property subject to a charge	30
102 (1) ....	Statutory declaration in respect of charge created by foreign company, or in respect of property acquired by foreign company while property subject to a charge before registration of foreign company in Western Australia	31
102 A(1) ....	Statement of particulars to be lodged with charge	26
102A (1) ....	Statutory declaration in respect of charge created by a recognized company or in respect of property acquired by a recognized company while property subject to a charge, prior to date of establishment of a place of business or commencement of carrying on business in Western Australia	31A
103 (2) ....	Certificate of registration of charge ....	33
105 (1) ....	Memorandum of satisfaction of registered charge	34
105 (1) ....	Memorandum where property or undertaking is released from registered charge or has ceased to form part of company's property or undertaking	35
105 (2) ....	Statutory declaration verifying memorandum ....	36
110 ....	Statutory declaration in respect of property acquired by company, foreign company or recognized company while property subject to a charge	30
112 (1), (1a), (1b) ....	Notice of address of registered office and of office hours and of particulars of changes	37

FIRST SCHEDULE—*continued.*

First Column	Second Column	Third Column
Provision of Companies Act for which Form Prescribed	Description of Form	Number of Form in Second Schedule
115 (1)	Consent to act as director	38
115 (1) (b)	Undertaking by director to take and pay for qualification shares	39
115 (1) (c)	Statutory declaration by director of registration of qualification shares	40
115 (1) (d)	Statutory declaration by director of entitlement to qualification shares	41
115 (4)	List of persons who have consented to be directors	42
134 (6)	Return giving particulars in register of directors, managers and secretaries, and changes of particulars	43
134 (8)	Certificate as to holding of the office of director, manager or secretary	44
135	Statutory report	45
140 (7)	Copy of minute by representative of holding company relating to proceedings of subsidiary company	46
146 (1)	Notice of resolution	7
152 (2)	Notice of place where register of interest holders kept, or of change in that place	24
152 (2)	Notice of place where register of members and index kept, or of change in that place	47
157 (2)	Notice of situation of office where branch register of members kept, or of change in situation or discontinuance	48
159	Annual return of company not having a share capital	49
160 (1)	Certificate for inclusion in public company's annual return that does not include list of members	50
161A (6)	Notice of place at which accounting records kept	50A
165 (2) (f)	Return of members of firm of auditors	50B
166B (12)	Notice of resignation or removal of auditor	50C
173 (1)	Notice by inspector undertaking special investigation	51
173 (3)	Certificate by inspector undertaking special investigation	51A
180X (3)	Notice to dissenting offeree	51B
180Y (2)	Notice to remaining shareholders	51C
185 (1)	Notice to dissenting shareholders	52
185 (6)	Notice to holder of remaining shares	53
191 (1)	Notice of appointment of receiver or manager	54
191 (2)	Notice by receiver or manager ceasing to act	55
193, 194	Statement of affairs	56
194 (2)	Statutory declaration verifying statement of affairs	57
195 (1)	Account of receipts and payments by receiver or manager and statutory declaration verifying account	58
199 (3)	Statement of affairs	56
199 (9)	Notice of meeting of creditors	59
199 (10) (a)	Summary of affairs	59A
202 (2) (a)	Notice of resolutions of creditors appointing official manager, etc.	60
202 (2) (c)	Notice to creditors and members of placing company under official management and of rights under section 211	60A

FIRST SCHEDULE—*continued.*

First Column	Second Column	Third Column
Provision of Companies Act for which Form Prescribed	Description of Form	Number of Form in Second Schedule
202 (6) (a) ....	Notice of order terminating appointment of official manager and appointment of registered company auditor as official manager	60B
202B (1) ....	Notice of appointment and situation of office of official manager	60C
202B (1) ....	Notice of change in situation of office of official manager	60D
202B (2) ....	Notice by official manager of resignation or removal from office	61
203A (7) ....	Notice by official manager of holding of six-monthly meeting	61A
203C (4) ....	Notice of special resolution of creditors extending period of official management	61B
206 (5) ....	Statement of affairs ....	56
206 (9) ....	Notice by official manager of holding of meetings of members and creditors when company unable to pay debts	61C
211A (1) ....	Notice of order terminating official management	61D
211A (1) ....	Notice of order varying or cancelling resolution for official management	61E
212 (5), (5a) ....	Notice relating to meeting of creditors called to receive report of official manager on cessation of office	61F
214 (3) ....	Notice of appointment and situation of office of deputy official manager	60C
214 (3) ....	Notice of change in situation of office of deputy official manager	60D
214 (3a) ....	Notice by deputy official manager of resignation or removal from office	61
230 (1) ....	Notice of winding up order and particulars of liquidator	62
231 (1) ....	Official liquidator's bond (with surety) ....	62A
234 ....	Statement of affairs ....	56
234 (1) ....	Statutory declaration verifying statement of affairs	57
254 (2) ....	Notice of resolution ....	7
257 (1) ....	Declaration of solvency ....	63
259 (1) ....	Notice of meeting of creditors ....	64
259 (4) ....	Notice of holding of meeting of creditors ....	65
260 (4) ....	Statement of affairs ....	56
272 (3), (4) ....	Return by liquidator relating to final meeting ....	66
280 (1) ....	Notice of appointment and situation of office of liquidator (winding up by the Court)	67
280 (1) ....	Notice of appointment and situation of office of liquidator (members' voluntary winding up) ....	68
280 (1) ....	Notice of appointment and situation of office of liquidator (creditors' voluntary winding up)	69
280 (1) ....	Notice of change in situation of office of liquidator	70
280 (2) ....	Notice by liquidator of resignation or removal from office	71
281 ....	Liquidator's account of receipts and payments and statement of the position in the winding up and statutory declaration verifying liquidator's account and statement	72
286 (1) ....	Particulars of unclaimed assets payable to Companies Liquidation Account	73
286 (1) ....	Certificate of receipt ....	74

FIRST SCHEDULE—*continued.*

First Column	Second Column	Third Column
Provision of Companies Act for which Form Prescribed	Description of Form	Number of Form in Second Schedule
343C (2) ....	Notice of situation of principal office of recognized company and of particulars of changes in situation of office	37A
343C (2a), 343D (2)	Notice of particulars of office hours of a recognized company or of change in office hours	37B
343D (1) (c) ....	Notice of situation of principal office of recognized company and of particulars of changes in situation of office	37A
343D (1) (b) ....	Notice of change of name of a recognized company	82A
343G (1) ....	Notice by recognized company/foreign company of cessation of business	89
343I (6), (7) ....	Notice of situation of office where branch register of members kept, or of change in situation or discontinuance	48
346 (1) (c) ....	Return by foreign company giving particulars of directors and changes of particulars	77
346 (1) (f), 346 (1a) ....	Notice of situation of registered office and of office hours, and particulars of changes	37
346 (1) (g) ....	Statutory declaration by agent of foreign company	78
346 (6) ....	Notice by agent of foreign company of cessation of agency	79
346 (6) ....	Notice by foreign company of cessation of agency	80
346 (9) ....	Certificate of registration of foreign company	81
347 (1) (a) ....	Particulars of change or alteration relating to foreign company	82
347 (1) (b) ....	Return by foreign company giving particulars of directors and changes of particulars	77
347 (1) (c) ....	Particulars of change or alteration relating to agent of foreign company	83
347 (1) (d), (1a) ....	Notice of situation of registered office and of office hours, and particulars of changes	37
347 (1) (e) ....	Particulars of change of address of registered office of foreign company in place of incorporation or origin	84
347 (1) (f), (g) ....	Particulars of change or alteration relating to foreign company	82
347 (2) ....	Notice of increase in share capital	21
347 (3) ....	Notice of increase in number of members	14
348 (1) ....	Statutory declaration verifying balance sheet of foreign company	85
348 (6) ....	Annual return of foreign company	86
349 (2) ....	Notice by foreign company with respect to business being carried on in Western Australia	87
349 (3) ....	Notice by foreign company of commencement of business other than share transfer or share registration office	88
352 (1) ....	Notice by recognized company/foreign company of cessation of business	89
352 (2) ....	Notice by agent of foreign company of liquidation or dissolution of company	90
352 (2a) ....	Notice by foreign company of placing under or termination of official management in place of incorporation	90A
354 (6) (7) ....	Notice of situation of office where branch register of members kept, or of change in situation or discontinuance	48

25

FIRST SCHEDULE—*continued.*

First Column	Second Column	Third Column
Provision of Companies for which Form Prescribed	Description of Form	Number of Form in Second Schedule
364 (3) ....	Statutory declaration in respect of disposal of shares of shareholder whose whereabouts is unknown	90B
374 (2) ....	Notice of intention to apply for exemption from section 374 (1) of Companies Act, 1961	91

  

First Column	Second Column	Third Column
Provision of Companies Regulations 1976 for which Form Prescribed	Description of Form	Number of Form in Second Schedule
Regulation—		
9 (6) ....	Statutory declaration verifying statement of affairs	57
10 (1) ....	Official liquidator's bond (with surety) ....	62A
14 ....	Notice to dissenting shareholders ....	52
14 ....	Notice to holder of remaining shares ....	53
26 (2) (b) ....	Notice of meeting of creditors, members or contributories	92
44 (2) ....	Notice of meeting of creditors, members or contributories	92
53 ....	Statutory declaration as to proof of debt—general form	75
53 ....	Statutory declaration as to proof of debt—employees' group form	76
55 (2), (3) ....	Notice of rejection of proof of debt ....	93
69, 70 ....	Appointment of proxy ....	94
82 ....	Application for allowances and expenses ....	95

## SECOND SCHEDULE.

Form 1.

Companies Act, 1961. Section 7 (7).

## DECLARATION TO BE MADE BY THE COMMISSIONER FOR CORPORATE AFFAIRS AND PERSONS AUTHORIZED TO MAKE INSPECTIONS.

I  
of  
declare that I will not, except for the purposes of the Companies Act 1961, or in the course of any criminal proceedings, or proceedings under that Act, make a record of, or divulge or communicate to any other person, any information which I have acquired by reason of an inspection, made by me for the purpose of ascertaining whether the provisions of that Act or of a corresponding previous enactment have been or are being complied with.

Declared at \_\_\_\_\_ in the State of \_\_\_\_\_  
this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_.

26

SECOND SCHEDULE—*continued.*

Form 3A.

Companies Act, 1961. Section 12 (5).  
SUPPLEMENTARY DOCUMENT.

Limited.

This document (and the annexure hereto\*) is intended to be read as and to form part of†

dated the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, and lodged in the Corporate Affairs Office on or about the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, which is to be supplemented in the manner following:‡

Dated at \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.  
Signature and Description.  
Signature and Description.§

\* Strike out if not applicable.

† Insert sufficient description to enable identification of document.

‡ 1. Where there is no annexure to this form, set out the manner in which the registered document is to be supplemented.

2. Where there is an annexure to this form:

(a) Insert "As per annexure hereto marked 'A'".

(b) The annexure is to be endorsed by the person or persons signing this form as follows:

"This is the annexure marked 'A' referred to in the Supplementary Document dated the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, and signed by \_\_\_\_\_ (insert name/s of person/s signing Supplementary Document)."

Signature

Signature

§ This document is to be signed by the person or persons who signed the document which this document is intended to supplement.

Form 4.

Companies Act, 1961. Section 16 (2).  
STATUTORY DECLARATION OF COMPLIANCE.

Limited.

I, \_\_\_\_\_ of \_\_\_\_\_ do solemnly and sincerely declare:

1. That I am\* \_\_\_\_\_ of \_\_\_\_\_ Limited.

2. That all requirements of the Companies Act, 1961 and of the Companies Regulations 1976 in respect of matters precedent to the registration of the company and incidental to its registration have been complied with.

† And I make this solemn declaration conscientiously believing the same to be true, and by virtue of section 106 of the Evidence Act, 1906.

Declared at \_\_\_\_\_ in the State of \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Before me—

\* Insert "a qualified legal practitioner engaged in the formation" or "a person named in the articles as a director or secretary".

† Note.—Where declaration is made outside Western Australia, the appropriate attestation clause should be substituted.

Form 5.

No. of Company.

Western Australia.

Companies Act, 1961. Section 16 (3).

## CERTIFICATE OF INCORPORATION OF PUBLIC COMPANY.

This is to certify that \_\_\_\_\_ is on \_\_\_\_\_ day of \_\_\_\_\_ 19\_\_\_\_, incorporated under the Companies Act, 1961 and that the company is\*

Given under my hand and seal at \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Commissioner for Corporate Affairs.

\* Insert whether company is—

- (a) a company limited by shares;
- (b) a company limited by guarantee;
- (c) a company limited both by shares and guarantee;
- (d) an unlimited company; or
- (e) a no liability company.

27

## SECOND SCHEDULE—continued.

Form 6.

No. of Company

Western Australia.

Companies Act, 1961. Section 16 (3).

## CERTIFICATE OF INCORPORATION OF PROPRIETARY COMPANY.

This is to certify that \_\_\_\_\_ is on and from  
the \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_,  
incorporated under the Companies Act, 1961 and that the company is\*  
\_\_\_\_\_ and that the company  
is a proprietary company.

Given under my hand and seal at  
this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Commissioner for Corporate Affairs.

\* Insert whether company is—

- (a) a company limited by shares;
- (b) a company limited both by shares and guarantee; or
- (c) an unlimited company.

Form 7.

Companies Act, 1961.

\*Section 21 (2)

\*Section 26 (1)

\*Section 26 (2)

\*Section 28 (9)

\*Section 146 (1)

\*Section 254 (2)

## NOTICE OF RESOLUTION.

Limited.

To the Commissioner for Corporate Affairs

At a general meeting of the members of

Limited duly convened and held at

on the \_\_\_\_\_ day of \_\_\_\_\_

19 \_\_\_\_\_, the †special/ordinary resolution set out †below/in the annexure  
marked with the letter "A" and signed by me for the purposes of identifica-  
tion‡/was† duly passed/agreed to.

(Set out copy of resolution here if it is not annexed.)

Dated this \_\_\_\_\_ day of \_\_\_\_\_

19 \_\_\_\_\_

†Director.

‡Secretary.

\* Strike out whichever references are inapplicable.

† Strike out whichever is inapplicable.

‡ Where the copy of the resolution is annexed, the annexure is to be endorsed as follows:

"This is the annexure marked 'A' referred to in the notice of resolution signed  
by me on the \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_."

Form 8.

No. of Company

Western Australia.

Companies Act, 1961. Section 21 (3), (4).

CERTIFICATE OF REGISTRATION OF ORDER OF SUPREME COURT  
AFFECTING MEMORANDUM OF ASSOCIATION.

This is to certify that an order of the Supreme Court dated the \_\_\_\_\_  
day of \_\_\_\_\_ 19 \_\_\_\_\_,  
affecting the memorandum of association of  
Limited, has this day been registered by me.

Given under my hand and seal at

this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Commissioner for Corporate Affairs.

28

SECOND SCHEDULE—*continued.*

Form 9.

No. of Company

Western Australia.

Companies Act, 1961. Section 21 (6).

## CERTIFICATE OF INCORPORATION ON CHANGE OF NAME OF COMPANY.

This is to certify that \_\_\_\_\_ which was, on  
 the \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_, incorporated  
 under the Companies Act, 19 \_\_\_\_\_ did, on the \_\_\_\_\_ day of \_\_\_\_\_,  
 19 \_\_\_\_\_, change its name to \_\_\_\_\_ and that the company  
 is\*

Given under my hand and seal at  
 this \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_  
 Commissioner for Corporate Affairs.

\* Insert type of company.

Form 10.

Companies Act, 1961. Section 22 (7), (8A).

## APPLICATION FOR RESERVATION OF NAME.

To the Commissioner for Corporate Affairs  
 I/We\* \_\_\_\_\_ of \_\_\_\_\_  
 hereby apply for the reservation of the name  
 as

- †the name of an intended company
- †the name to which the company, presently known as \_\_\_\_\_, proposes to change its name
- †the name of an intended foreign company which is proposed to be registered
- †the name under which the foreign company, presently known as \_\_\_\_\_, proposes to be registered either originally or on change of name.

The nature of the business carried on or to be carried on by the company is†

†The company has acquired/proposes to acquire\* a business which was/is\* being carried on under the name of \_\_\_\_\_

†The companies set out hereunder (in the annexure hereto)\* will consent to the proposed name if required

†Single letters included in the name to be reserved

\*stand for

\*do not stand for anything.

†Specify the participating State/s in which intended company or company intends to carry on or carries on business

Has the name applied for been previously reserved or has any enquiry as to the availability been made? ANSWER YES OR NO.

REF. No. \_\_\_\_\_

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_

Signature \_\_\_\_\_

\* Strike out whichever is inapplicable.

† Strike out if inapplicable.

‡ The nature of the business carried on or to be carried on must be stated fully. General terms such as "investment" or "construction" are insufficient.



SECOND SCHEDULE—continued.

Form 10B.

No. of Company

Western Australia.

Companies Act, 1961. Section 25 (2).

CERTIFICATE OF INCORPORATION ON CONVERSION OF COMPANY.

This is to certify that  
 which was on the \_\_\_\_\_, day of \_\_\_\_\_, 19\_\_\_\_,  
 incorporated under the Companies Act, 19\_\_\_\_ and being\*  
 did on the \_\_\_\_\_, day of \_\_\_\_\_, 19\_\_\_\_,  
 convert to\*  
 and that the name of the company now is  
 Given under my hand and seal at  
 this \_\_\_\_\_, day of \_\_\_\_\_, 19\_\_\_\_.

Commissioner for Corporate Affairs.

\* Insert whether company is—  
 an unlimited company;  
 a company limited by shares;  
 a company limited by guarantee;  
 a company limited both by shares and guarantee.

Form 10C

Companies Act, 1961. Section 25 (4) (c) (i).

ASSENT BY MEMBERS TO APPLICATION BY A LIMITED COMPANY TO CONVERT TO AN UNLIMITED COMPANY.

Limited.

To the Commissioner for Corporate Affairs  
 \*I/We the undermentioned member(s) of  
 Limited hereby assent to the application by  
 Limited to convert to an unlimited company.

Full Name of Member	Address	Signature of Member (or person lawfully authorized to sign on his behalf)
.....	.....	.....
.....	.....	.....
.....	.....	.....

STATUTORY DECLARATION.

I \_\_\_\_\_ of \_\_\_\_\_ do solemnly and sincerely declare:

1. That I am a \*director/secretary of Limited.
2. That the persons by or on whose behalf the above form of assent has been subscribed constitute the whole membership of the company.
3. That, †in those cases where the form has not been subscribed by the member himself, I have taken all reasonable steps to satisfy myself that the person who subscribed the form was lawfully empowered so to do.

‡And I make this solemn declaration conscientiously believing the same to be true, and by virtue of section 106 of the Evidence Act, 1906.

Declared at \_\_\_\_\_ in the State of \_\_\_\_\_  
 this \_\_\_\_\_, day of \_\_\_\_\_, 19\_\_\_\_.  
 Before me—

\* Strike out whichever is inapplicable.  
 † Strike out if inapplicable.  
 ‡ Note.—Where the declaration is made outside Western Australia, the appropriate attestation clause should be substituted.

SECOND SCHEDULE—*continued.*

Form 11.

Companies Act, 1961. Sections 26 (2) (c), 27 (3) (c) (ii) and 52 (2) (c).  
 STATUTORY DECLARATION OF COMPLIANCE BY COMPANY THAT HAS  
 NOT ISSUED PROSPECTUS.

I \_\_\_\_\_ of \_\_\_\_\_ Limited.  
 \_\_\_\_\_ in the State of \_\_\_\_\_  
 do solemnly and sincerely  
 declare:

1. That I am \*the secretary/\*one of the directors of  
 \_\_\_\_\_ Limited.
- \*2. That every director of the company has paid to the company on each  
 of the shares taken or contracted to be taken by him, and for which  
 he is liable to pay in cash, a proportion equal to the proportion  
 payable on application and allotment on the shares payable in cash.
- \*2. That no director of the company has taken or contracted to take any  
 share or shares in the company for which he is liable to pay in cash.

†And I make this solemn declaration conscientiously believing the same to  
 be true, and by virtue of section 106 of the Evidence Act, 1906.

Declared at \_\_\_\_\_ in the State of \_\_\_\_\_  
 this \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_  
 Before me—

\* Strike out whichever is inapplicable.

† Note.—Where declaration is made outside Western Australia, the appropriate attestation  
 clause should be substituted.

\_\_\_\_\_  
 Western Australia.

Form 12.

No. of Company \_\_\_\_\_

Companies Act, 1961. Section 26 (3).

CERTIFICATE OF INCORPORATION ON CONVERSION TO A  
 PROPRIETARY COMPANY.

This is to certify that \_\_\_\_\_ which was  
 on the \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_  
 incorporated under the Companies Act, 19 \_\_\_\_\_ as a company limited by  
 shares did on the \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_  
 convert to a proprietary company, and that the name of the company now is

Given under my hand and seal at \_\_\_\_\_  
 this \_\_\_\_\_, day of \_\_\_\_\_ 19 \_\_\_\_\_  
 Commissioner for Corporate Affairs.

Form 13.

No. of Company \_\_\_\_\_

\_\_\_\_\_  
 Western Australia.

Companies Act, 1961, Section 26 (3).

CERTIFICATE OF INCORPORATION ON CONVERSION TO A  
 PUBLIC COMPANY.

This is to certify that \_\_\_\_\_ which was  
 on the \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_  
 incorporated under the Companies Act, 19 \_\_\_\_\_ as a company limited by shares  
 did on the \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_  
 convert to a public company, and that the name of the company now is

Given under my hand and seal at \_\_\_\_\_  
 this \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_  
 Commissioner for Corporate Affairs.

32

SECOND SCHEDULE—*continued.*

Form 14.

Companies Act, 1961. Sections 29 (5) and 347 (3).

## NOTICE OF INCREASE IN NUMBER OF MEMBERS.

Limited

To the Commissioner for Corporate Affairs

Limited hereby gives notice

that on the \_\_\_\_\_ day of \_\_\_\_\_ 19\_\_\_\_

the authorized number of its members was increased by the addition of \_\_\_\_\_

members beyond the registered number of \_\_\_\_\_ members.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 19\_\_\_\_

\*Director  
\*Secretary  
\*Agent in  
Western  
Australia

---

\* Strike out whichever is inapplicable.

Form 15.

Companies Act, 1961. Section 52 (1) (b) (iii).

STATUTORY DECLARATION OF COMPLIANCE BY COMPANY THAT  
HAS ISSUED PROSPECTUS.

Limited

I \_\_\_\_\_ of \_\_\_\_\_ in  
the State of \_\_\_\_\_ do solemnly and sincerely  
declare:

1. That I am \*the secretary/\*one of the directors of  
\_\_\_\_\_ Limited.
2. That no money is or may become liable to be repaid to the applicants for any shares or debentures offered for public subscription by reason of any failure to apply for or obtain permission for listing for quotation on any Stock Exchange.
3. That the minimum amount which, in the opinion of the directors, must be raised by the issue of shares in order to provide for the matters specified in the prospectus dated the \_\_\_\_\_ day of \_\_\_\_\_ 19\_\_\_\_ by virtue of paragraph 4 in Part I. of the Fifth Schedule to the Companies Act, 1961 is \$ \_\_\_\_\_.
4. That shares held subject to the payment of the whole amount thereof in cash have been allotted to an amount not less in the whole than the minimum subscription.
- \*5. That every director of the company has paid to the company on each of the shares taken or contracted to be taken by him, and for which he is liable to pay in cash, a proportion equal to the proportion payable on application and allotment on the shares offered for public subscription.
- \*5. That no director of the company has taken or contracted to take any share or shares in the company for which he is liable to pay in cash.

†And I make this solemn declaration conscientiously believing the same to be true, and by virtue of section 106 of the Evidence Act, 1906.

Declared at \_\_\_\_\_ in the State of \_\_\_\_\_

this \_\_\_\_\_ day of \_\_\_\_\_ 19\_\_\_\_

Before me

---

\* Strike out whichever is inapplicable.

† Note.—Where declaration is made outside Western Australia, the appropriate attestation clause should be substituted.

SECOND SCHEDULE—continued.

Form 16.

No. of Company

Western Australia.

Companies Act 1961. Section 52 (3).

CERTIFICATE THAT COMPANY IS ENTITLED TO COMMENCE BUSINESS AND EXERCISE BORROWING POWERS.

This is to certify that \_\_\_\_\_ Limited is entitled to commence business and to exercise its borrowing powers.

Given under my hand and seal at this \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_ Commissioner for Corporate Affairs.

Form 17.

Companies Act, 1961. Section 54 (1), (2) (b).

RETURN OF ALLOTMENT OF SHARES.

Limited.

The shares referred to in this return were allotted or are deemed to have been allotted under section 54 (6) of the Companies Act, 1961 \*on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_ \*between the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_ and the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

†Shares allotted or deemed to have been allotted	Details of shares		
	Preference	Ordinary	Other (Specify Class)
1. For cash consideration			
a. No. of shares			No.
b. Nominal amount of each share			\$
c. Amount (if any) paid on each share			\$
d. Amount (if any) due and payable on each share			\$
e. Amount of premium paid or payable on each share			\$
2. For consideration other than cash			
a. No. of shares			No.
(i) as fully paid up			No.
(ii) as partly paid up			No.
b. Nominal amount of each share			\$
c. If partly paid up—the amount treated as paid up on each share			\$
d. Amount of premium treated as paid up or payable on each share			\$
†e. The consideration for which the shares have been so allotted is as follows:			

SECOND SCHEDULE—*continued.*

3. §The names and addresses of the allottees of shares in the company and the numbers and classes of shares allotted to them are as follows:

Surname	Christian or other names	Address	Number of shares allotted						
			Preference		Ordinary		Other Class		
			Cash	Other-wise	Cash	Other-wise	Cash	Other-wise	
Total									

Dated this                      day of                      , 19 .

\*Director.  
\*Secretary.

CERTIFICATE.

(This certificate need not be completed if paragraph 3 of this form is completed.)

I hereby certify in relation to    Limited that:

- (a) The company has more than five hundred members;
- (b) the company keeps its principal share register at a place within five kilometres of the office of the Corporate Affairs Office;
- (c) The company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred;
- \* (d) The shares referred to in this return were allotted for cash;
- \* (d) The shares referred to in this return were allotted for a consideration other than cash and the number of persons to whom the shares have been allotted exceeds five hundred.

Dated this                      day of                      , 19 .

\*Director.  
\*Secretary.

\* Strike out whichever is inapplicable.

† Where the capital of the company is divided into shares of different classes, the class of shares to which each share comprised in the allotment belongs is to be stated. In the case of the first return, shares subscribed for in the memorandum are to be included in this return and identified as such.

‡ If the allotment is made pursuant to a contract in writing, the company shall lodge with this return the contract evidencing the entitlement of the allottee or a copy of any such contract certified as prescribed. In the event of a certified copy being lodged, section 54 (4) requires the original contract duly stamped to be produced at the same time to the Commissioner.

§ Where, by virtue of section 54 (2) of the Companies Act, 1961, a company does not include in paragraph 3 of this Form the particulars mentioned in Section 54 (1) (d) of that Act, the company shall complete the certificate as set out in this Form.

|| Insert all Christian or other names, or at least one Christian or other name and other initials.

SECOND SCHEDULE—*continued.*

Form 18.

Companies Act, 1961. Section 54 (5).

STATEMENT CONTAINING PARTICULARS OF SHARES ALLOTTED OTHERWISE THAN FOR CASH.

Limited.

1. The allotment of \_\_\_\_\_ shares to \_\_\_\_\_ of  
 on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_, was made—  
 \*pursuant to a contract not reduced to writing.  
 \*pursuant to a provision in the memorandum or articles.  
 \*in satisfaction of a dividend declared in favour of, but not payable in cash to, the shareholders.  
 \*in pursuance of the application of moneys held by the company in an account or reserve in paying up or partly paying up unissued shares to which the shareholder has become entitled.

\*2. Particulars sufficient to show the entitlement of the allottees to the allotment of shares where the allotment was made pursuant to—  
 \*a contract not reduced to writing  
 \*a provision in the memorandum or articles  
 are as follows:†

\*3. The particulars of the resolution or other authority by virtue of which—  
 \*an allotment was made in satisfaction of a dividend declared in favour of, but not payable in cash to, the shareholders  
 \*an account or reserve was applied directly in paying up or partly paying up shares  
 are as follows:‡

§4. The particulars of the consideration in respect of which the allotment of shares was made are as follows:||  
 Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_

\*\*Director.  
 \*\*Secretary.

\* Strike out if inapplicable.  
 † Set out the nature and date of, and parties to, the contract, or insert "Clause/s numbered in the memorandum" or "Article/s numbered \_\_\_\_\_".  
 ‡ Set out the date and summary of the provisions of the resolution or other authority.  
 § This paragraph is to be completed if paragraph 2 is completed; otherwise it is to be struck out.

|| The particulars to be given are as follows:—

1. If the consideration for the allotment of the shares is services or any consideration other than that mentioned in paragraph 2 of this footnote, state the nature of that consideration.
2. If the allotment is made in satisfaction or part satisfaction of the purchase price of property, give a brief description of that property and the following particulars of the manner in which the purchase price is to be satisfied:  
 Total amount deemed paid in shares allotted otherwise than  
 in cash ..... \$  
 Cash ..... \$  
 Amount of debt released or liabilities assumed (including mortgages on property) ..... \$  
 Total purchase price ..... \$

3. Give full particulars in the form of the following table of the property referred to in paragraph 2 of this footnote which is the subject of the sale, showing in detail how the total purchase price is apportioned between each item:—
- |  |    |
|--|----|
| Freehold property and fixed plant and machinery and other fixtures thereon                     | \$ |
| Leasehold property   | \$ |
| Fixed plant and machinery on leasehold property (including tenant's, trade and other fixtures) | \$ |
| Equitable interests in freehold or leasehold property  | \$ |
| Loose plant and machinery, stock in trade, and other chattels                                  | \$ |
| Goodwill and benefit of contracts  | \$ |
| Patents, designs and trade-marks, licences, copyrights, etc.                                   | \$ |
| Book and other debts   | \$ |
| Cash in hand and at bank on current account, bills, notes, etc.                                | \$ |
| Cash on deposit at bank and elsewhere  | \$ |
| Shares, debentures and other investments   | \$ |
| Other property, viz. ....  | \$ |

\*\* Strike out whichever is inapplicable.

SECOND SCHEDULE—*continued*.

Form 19.

Companies Act, 1961. Section 58 (1) (c) , (3).

STATEMENT OF AMOUNT OR RATE OF COMMISSION AND BROKERAGE.  
Limited.

## \*PART I.—COMMISSION.

1. The article of association authorising payment of commission is Article No.

†2. The amount agreed to be paid as commission for subscribing or agreeing to subscribe or procuring or agreeing to procure subscriptions for any shares in the company is \$

‡2. The rate of commission for subscribing or agreeing to subscribe or procuring or agreeing to procure subscriptions of any shares in the company is per centum of the price at which the shares are issued.

‡3. The date of the circular or notice (not being a prospectus) inviting subscription for the shares and disclosing the amount or rate of the commission was

4. The date when the commission is payable is

5. The number of shares for which persons have agreed for a commission to subscribe absolutely is

## \*PART II.—BROKERAGE.

†6. The amount agreed to be paid as brokerage for subscribing or agreeing to subscribe or procuring or agreeing to procure subscriptions for any shares in the company is \$

‡6. The rate of brokerage for subscribing or agreeing to subscribe or procuring or agreeing to procure subscriptions of any shares in the company is per centum of the price at which the shares are issued.

‡7. The date of the circular or notice (not being a prospectus) inviting subscription for the shares and disclosing the amount or rate of the brokerage was

8. The date when the brokerage is payable is

Dated this day of , 19

Signatures of all the directors  
or proposed directors or of their  
agents authorized in writing:

\* Strike out this part if inapplicable.

† Strike out whichever paragraph numbered "2" and whichever paragraph numbered "6" is inapplicable.

‡ Strike out this paragraph if inapplicable.

NOTE.—Where this statement is signed by an agent authorized in writing, Regulation 11 (3) of the Companies Regulations, 1976 requires the authority or a verified copy of the authority to be annexed to this statement when it is to be lodged with the Commissioner for Corporate Affairs.

Form 20.

Companies Act, 1961. Section 61 (8).

NOTICE OF REDEMPTION OF REDEEMABLE PREFERENCE SHARES.  
Limited.

To the Commissioner for Corporate Affairs.

Limited hereby gives notice

that on the day of , 19 \*  
redeemable preference shares to the nominal value of \$were redeemed †out of profits/†out of the proceeds of a fresh issue of shares.  
The shares redeemed were the shares comprised in share certificate/s  
numbered

Dated this day of , 19

‡Director.  
‡Secretary.

\* Insert number of shares redeemed.

† Strike out whichever is inapplicable.

SECOND SCHEDULE—*continued.*

Form 21.

Companies Act, 1961. Section 62 (4) and 347 (2).

NOTICE OF INCREASE IN SHARE CAPITAL.

Limited.

To the Commissioner for Corporate Affairs.

1. Limited hereby gives notice that on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, the authorized share capital of the company was increased from \_\_\_\_\_ Dollars\* to \_\_\_\_\_ Dollars.\*

2. The additional capital is divided as follows:—

Number of Shares.	Class of Shares.	Nominal Amount of Each Share.*
-------------------	------------------	--------------------------------

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

†Director.  
 †Secretary.  
 †Agent in  
 Western  
 Australia.

\* If the amounts inserted are not quoted in Australian currency, the currency in which they are quoted is to be specified.  
 † Strike out whichever are inapplicable.

Western Australia.

Form 22.

No. of Company \_\_\_\_\_

Companies Act, 1961. Section 64 (7).

CERTIFICATE OF REGISTRATION OF ORDER OF SUPREME COURT CONFIRMING REDUCTION OF SHARE CAPITAL.

This is to certify that an order of the Supreme Court dated the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, confirming a reduction of the share capital of \_\_\_\_\_ Limited has this day been registered by me.

Given under my hand and seal, at this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_  
 Commissioner for Corporate Affairs.

Form 22A.

Companies Act, 1961. Section 64A (1).

NOTICE OF DIVISION OR CONVERSION OF SHARES INTO CLASSES.

Limited.

To the Commissioner for Corporate Affairs

Limited hereby gives notice that on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, the shares in the company were divided into classes or converted into shares of another class as set out hereunder:—

A. Where shares were formerly not divided into classes—particulars of division:—

Class.	No. of Shares.	Nominal Value of Each Share.
--------	----------------	------------------------------

SECOND SCHEDULE—*continued.*

B. Where shares are converted into shares of another class—particulars of conversion:—

Class Prior to Conversion.	No. of Shares.	Nominal Value of Each Share.
Class Following Conversion.	No. of Shares.	Nominal Value of Each Share.
Dated this	day of	, 19 *Director. *Secretary.

\* Strike out whichever is inapplicable.

Form 23.

Companies Act, 1961. Section 70 (2).

NOTICE OF PLACE WHERE REGISTER OF HOLDERS OF DEBENTURES KEPT, OR OF CHANGE IN THAT PLACE.

Limited.

To the Commissioner for Corporate Affairs

Limited hereby gives notice that as from the day of , 19 the register of holders of debentures has been kept at \*

Dated this day of , 19  
‡Director.  
‡Secretary.

\* Insert full address and, in case of change, the words "in lieu of" and the previous address are to be inserted after the present address.

† Strike out whichever is inapplicable.

NOTE.—Particulars sufficient to enable the office where the register is kept to be readily located should be included in the address, e.g. "Room 101, First Floor" or "the office of A B & Co., Accountants".

Form 23A.

Companies Act, 1961. Section 74A (6).

NOTICE OF APPOINTMENT OF NEW TRUSTEE FOR HOLDERS OF DEBENTURES.

†

Limited.

To the Commissioner for Corporate Affairs

\* Limited hereby gives notice that on the day of , 19 , it was appointed trustee for the holders of debentures of † Limited under a trust deed dated the day of , 19 , in place of ‡

Dated this day of , 19  
\* §Director/Secretary of Limited.

† Insert name of borrowing corporation.

\* Insert name of new trustee.

‡ Insert name of former trustee.

§ Strike out whichever is inapplicable.

SECOND SCHEDULE—*continued.*

Form 24.

Companies Act, 1961. Sections 84 (2) and 152 (2).

NOTICE OF PLACE WHERE REGISTER OF INTEREST HOLDERS KEPT,  
OR OF CHANGE IN THAT PLACE.

Limited.

To the Commissioner for Corporate Affairs

Limited hereby gives notice

that as from the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, the register of  
interest holders has been kept at \*

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.  
 †Director.  
 †Secretary.

\* Insert full address and in case of change, the word "in lieu of" and the previous address are to be inserted after the present address.

† Strike out whichever is inapplicable.

NOTE.—Particulars sufficient to enable the office where the register is kept to be readily located should be included in the address, e.g. "Room 101, First Floor" or "the office of A B and Co., Accountants".

Form 25.

Companies Act, 1961. Section 85 (1).

RETURN BY MANAGEMENT COMPANY.

Limited.

To the Commissioner for Corporate Affairs.

The name (if any) of the scheme is:

The date of the deed to which the scheme relates is:

The names of the parties to the deed are:

The date to which this return is made up (being the last day of the financial year of the scheme to which the deed relates) is:

1. \*The following is a list of the persons who, on the date to which this return is made up, were the holders of the interests to which the deed relates:—

Name	Address	Extent of Interest Held†	Description and Location of Property‡

2. The following is a summary of all purchases and sales of land and marketable securities affecting the interests of the holders during the financial year ending on the date to which this return is made up, and of all other investments affecting the interests of the holders made during that financial year, showing the descriptions and quantities of those investments:—

3. The following is a statement of the total amount of brokerage affecting the interests of the holders paid or charged by the management company during the financial year ending on the date to which this return is made up

SECOND SCHEDULE—continued.

and the proportion thereof paid to any stock or share broker, or any partner, employee or nominee of any stock or share broker, who is an officer of the company and the proportion retained by the company:—

4. The following is a list of all parcels of land and marketable securities, and other investments, held by the trustee or representative in relation to the deed, as at the date to which this return is made up, showing the value of the land, securities or other investments and the basis of valuations:—

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ .  
Director(s).

CERTIFICATE.§

I hereby certify, in relation to \_\_\_\_\_ Limited, that:—

- (a) the company keeps a register of holders of interests to which this return relates at a place within 5 kilometres of the Corporate Affairs Office; and
- (b) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of interest holders to which this return relates.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ .  
||Director.  
||Secretary.

\* Where, by virtue of section 84 (3) of the Companies Act, 1961, a management company does not, in respect of a financial year applicable to the deed with which the company is concerned, include in paragraph 1 of this Form the list of persons referred to in section 85 (1) (a) of that Act, the management company shall complete the certificate set out in this Form.

† The particulars inserted in this column are to indicate clearly the extent of the interest held.

‡ If the interest consists of a specific interest in any property, set out a description of the property and of its location sufficient to identify the property.

§ This certificate is not to be completed if paragraph 1 of this Form is completed.

|| Strike out whichever is inapplicable.

Form 26.  
Companies Act, 1961. Sections 100 (1), 102 (1) and 102A (1).  
STATEMENT OF PARTICULARS TO BE LODGED WITH CHARGE.  
Limited.

To the Commissioner for Corporate Affairs.

1. The charge is given by:
2. The date of the creation of the charge is:
3. The description of the instrument creating or evidencing the charge is:
4. The amount secured by the charge is:
5. A short description of the property affected is:
6. The names and addresses of the persons entitled to the charge are:

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ .  
\*Director.  
\*Secretary.  
\*Agent in  
Western  
Australia.

\* Strike out whichever are inapplicable.

41

SECOND SCHEDULE—*continued.*

Form 27.

Companies Act, 1961. Section 100 (1) (b), (5).

STATUTORY DECLARATION VERIFYING EXECUTION OF CHARGE  
CREATED BY COMPANY AND CORRECTNESS OF COPY OF CHARGE.

Limited.

I, \_\_\_\_\_ of \_\_\_\_\_, \_\_\_\_\_, do solemnly and sincerely declare:—

1. That I am \* \_\_\_\_\_ of \_\_\_\_\_ Limited.

2. That I was present and did see the execution by \_\_\_\_\_ Limited of † \_\_\_\_\_ dated the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_, in favour of \_\_\_\_\_, the seal of the company being duly affixed thereto in my presence on the day of \_\_\_\_\_, 19 \_\_\_\_\_.

3. That the annexure marked with the letter "A" has been compared by me with the original instrument creating or evidencing the charge and is a true copy of that instrument.‡

§And I make this solemn declaration conscientiously believing the same to be true, and by virtue of section 106 of the Evidence Act, 1906.

Declared at \_\_\_\_\_, in the State of \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Before me—

\* Insert "the secretary of", "a director", "the solicitor for" (or as the case may be).  
 † Insert description of instrument creating or evidencing the charge, e.g. "a trust deed", "a mortgage", "a debenture".  
 ‡ The annexure is to be endorsed by the person before whom the statutory declaration is made as follows:—

"This is the annexure marked 'A' referred to in the statutory declaration of \_\_\_\_\_ made the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_."

Before me—

§ Note:—Where the declaration is made outside Western Australia, the appropriate attestation clause should be substituted.

Form 28.

Companies Act, 1961. Section 100 (5), (6), (7).

STATEMENT CONTAINING PARTICULARS OF A SERIES  
OF DEBENTURES.

Limited.

A series of debentures containing or giving by reference to any other instrument a charge to the benefit of which the debenture-holders of that series are entitled equally has been created by \_\_\_\_\_ Limited.

1. The total amount secured by the whole series is \$ \_\_\_\_\_
  2. The amount of the \*first/\*only issue of the series is \$ \_\_\_\_\_
  3. The date of the resolution authorizing the issue of the series was \_\_\_\_\_
  4. The date of the covering instrument by which the security is created or defined, or, if there is no such instrument, the date of the first execution of debentures of the series was \_\_\_\_\_
  5. A general description of the property charged is as follows:—
  6. The names of the trustees (if any) for the debentures-holders are \_\_\_\_\_
  7. The amount of rate per centum of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to a person in consideration of his subscribing or agreeing to subscribe whether absolutely or conditionally, or procuring or agreeing to procure subscriptions whether absolute or conditional, for any of the debentures included in this return is \_\_\_\_\_
- Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

\*Director.  
 \*Secretary.  
 \*Agent in  
 Western  
 Australia.

\* Strike out whichever are inapplicable.

## SECOND SCHEDULE—continued.

Form 29.

Companies Act, 1961. Section 100 (6), (7).

PARTICULARS WHEN MORE THAN ONE ISSUE IS MADE  
OF DEBENTURES IN A SERIES.

Limited.

An issue of debentures in a series of debentures has been made by  
Limited.

1. The total amount secured by the whole series is \$
2. The date of the present issue of the series is
3. The amount of the present issue of the series is \$
4. The amount or rate per centum of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to a person in consideration of his subscribing or agreeing to subscribe whether absolutely or conditionally, or procuring or agreeing to procure subscriptions whether absolute or conditional, for any of the debentures included in this return is

Dated this                      day of                      , 19 .

\*Director.  
\*Secretary.  
\*Agent in  
Western  
Australia.

\* Strike out whichever are inapplicable.

Form 30.

Companies Act, 1961. Sections 102 (1) and 110.

STATUTORY DECLARATION IN RESPECT OF PROPERTY ACQUIRED BY  
COMPANY, FOREIGN COMPANY OR RECOGNIZED COMPANY WHILE  
PROPERTY SUBJECT TO A CHARGE.

Limited.

I,                      , of  
in the State of                      , do solemnly and sincerely declare:—

1. That I am \*                      of                      Limited.
2. That on the                      day of                      , 19                      ,  
                    Limited acquired †                      which is  
subject to ‡                      dated the                      day of  
                    , 19                      .
3. That the particulars contained in the annexed Form 26 relating to the abovenamed company dated                      day of                      , 19                      , and marked with the letter "A" are true in fact.§
4. That the amount now owing on the security of the charge is
- ¶5. That the annexure marked with the letter "B" has been compared by me with the original instrument creating or evidencing the charge and is a true copy of that instrument.||

†† And I make this solemn declaration conscientiously believing the same to be true and by virtue of section 106 of the Evidence Act, 1906.

Declared at                      , in the State of                      ,  
this                      day of                      19                      .  
Before me—

Note:—(1) This form is to be used by a Western Australian company, or by a foreign company if acquisition of property takes place after registration in Western Australia as foreign company, or by a recognised company if acquisition takes place after establishment of place of business or commencement of business in Western Australia. The property acquired by a foreign company or a recognised company must be in Western Australia (s. 110).

SECOND SCHEDULE—*continued.*

(2) Lodgement of this form together with Form 26 must take place within 30 days of acquisition of the property (subject to extension of time—see ss. 106 and 108).

\* Insert "the secretary of", "a director of", "the solicitor for", "the agent in Western Australia of" (or as the case may be).

† Insert short particulars of the property charged.

‡ Insert description of instrument creating or evidencing the charge, e.g. "a trust deed", "a mortgage", "a debenture".

§ The annexure is to be endorsed by the person before whom the statutory declaration is made as follows—"This is the annexure marked 'A' referred to in the statutory declaration of \_\_\_\_\_ made on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Before me—

¶ This paragraph is to be struck out where the original instrument creating or evidencing the charge is lodged.

|| The annexure is to be endorsed by the person before whom the statutory declaration is made as follows:—"This is the annexure marked 'B' referred to in the statutory declaration of \_\_\_\_\_ made on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Before me—

†† Note.—Where the declaration is made outside Western Australia, the appropriate attestation clause should be substituted.

Form 31.

Companies Act, 1961. Section 102 (1).

STATUTORY DECLARATION IN RESPECT OF CHARGE CREATED BY A FOREIGN COMPANY OR IN RESPECT OF PROPERTY ACQUIRED BY A FOREIGN COMPANY WHILE PROPERTY SUBJECT TO A CHARGE, BEFORE REGISTRATION OF FOREIGN COMPANY IN WESTERN AUSTRALIA.

Limited.

- I \_\_\_\_\_ of \_\_\_\_\_ in the State of \_\_\_\_\_, do solemnly and sincerely declare:—
1. That I am \* \_\_\_\_\_ of \_\_\_\_\_ Limited.
  2. That on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_, the abovenamed company became registered in Western Australia as a foreign company.
  3. That the particulars contained in the annexed Form 26 relating to the abovenamed company dated \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_, and marked with the letter "A", are true in fact.†
  4. That the amount now owing on the security of the charge referred to in the said Form 26 is \_\_\_\_\_.
  5. That the annexure marked with the letter "B" has been compared by me with the original instrument creating or evidencing the charge and is a true copy of that instrument.

¶ And I make this solemn declaration conscientiously believing the same to be true and by virtue of section 106 of the Evidence Act, 1906.

Declared at \_\_\_\_\_ in the State of \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Before me—

\* Insert "the secretary", "a director", "the agent in Western Australia" (or as the case may be).

† The annexure is to be endorsed by the person before whom the statutory declaration is made as follows:—"This is the annexure marked 'A' referred to in the statutory declaration of \_\_\_\_\_ made on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Before me—

‡ This paragraph is to be struck out where the original instrument creating or evidencing the charge is lodged.

§ The annexure is to be endorsed by the person before whom the statutory declaration is made as follows:—"This is the annexure marked 'B' referred to in the statutory declaration of \_\_\_\_\_ made on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Before me—

¶ NOTE.—Where the declaration is made outside Western Australia, the appropriate attestation clause should be substituted.

SECOND SCHEDULE—continued.

Form 31A.

Companies Act, 1961. Section 102A (1).

STATUTORY DECLARATION IN RESPECT OF CHARGE CREATED BY A RECOGNIZED COMPANY OR IN RESPECT OF PROPERTY ACQUIRED BY A RECOGNIZED COMPANY WHILE PROPERTY SUBJECT TO A CHARGE, PRIOR TO DATE OF ESTABLISHMENT OF A PLACE OF BUSINESS OR COMMENCEMENT OF CARRYING ON BUSINESS IN WESTERN AUSTRALIA.

Limited.

- I of  
in the State of , do solemnly and sincerely declare:—
1. That I am \* of Limited.
  2. That on the day of , 19 , the abovenamed company established a place of business and/or commenced to carry on business in Western Australia.
  - †3. That on the day of , 19 , the abovenamed company created a charge by executing‡
  - †4. That on the day of , 19 , the abovenamed company acquired property while subject to a charge.
  5. That the particulars contained in the annexed Form 26 relating to the abovenamed company dated day of 19 and marked with the letter "A", are true in fact.§
  6. That the amount now owing on the security of the charge is
  - ¶7. That the annexure marked with the letter "B" has been compared by me with the original instrument creating or evidencing the charge and is a true copy of that instrument.||

\*\*And I make this solemn declaration conscientiously believing the same to be true and by virtue of section 106 of the Evidence Act, 1906.

Declared at in the State of  
this day of , 19 .  
Before me—

\* Insert "the secretary", "a director" (or as the case may be).  
† Strike out if inapplicable.  
‡ Insert description of instrument creating or evidencing the charge, e.g. "a trust deed", "a mortgage", "a debenture".  
§ The annexure is to be endorsed by the person before whom the statutory declaration is made as follows:—"This is the annexure marked 'A' referred to in the statutory declaration of made on the day of , 19 .  
Before me—"  
¶ This paragraph is to be struck out where the original instrument creating or evidencing the charge is lodged.  
|| The annexure is to be endorsed by the person before whom the statutory declaration is made as follows:—"This is the annexure marked 'B' referred to in the statutory declaration of made on the day of , 19 .  
Before me—"  
\*\* NOTE.—Where the declaration is made outside Western Australia the appropriate attestation clause should be substituted.

Form 33.

No. of Company Western Australia.  
Companies Act, 1961. Section 103 (2).  
CERTIFICATE OF REGISTRATION OF CHARGE.  
This is to certify that a \* , dated the day of , 19 , created by in favour of to secure has this day been registered and numbered in the Register of Charges.  
Given under my hand and seal, at , this day of , 19 .  
Commissioner for Corporate Affairs.

\* Insert description of instrument creating or evidencing the charge.

45

SECOND SCHEDULE—*continued.*

Form 34.

Companies Act, 1961. Section 105 (1).

## MEMORANDUM OF SATISFACTION OF REGISTERED CHARGE.

Limited.

To the Commissioner for Corporate Affairs

\* Limited hereby gives notice that  
 the † dated the day of , 19 ,  
 numbered in the Register of Charges, and created by \*  
 Limited in favour of  
 for securing , was on the  
 day of , 19 , paid or satisfied ‡ in full/to the extent  
 of dollars.  
 Dated this day of , 19 .  
 The common seal of \* Limited was  
 affixed hereto in the presence of—

\* Insert name of mortgagor company. If the name of the mortgagor company has changed since creation of the charge, then also insert the name of the mortgagor company when the charge was created.

† Insert description of instrument creating or evidencing the charge, e.g. "trust deed", "mortgage", "debenture".

‡ Strike out whichever is inapplicable.

NOTE.—This memorandum requires to be verified by a statutory declaration in accordance with Form 36, and must be supported by evidence sufficient to satisfy the Commissioner of the payment satisfaction release or ceasing referred to in subsection (1) of section 105.

Form 35.

Companies Act, 1961. Section 105 (1).

## MEMORANDUM WHERE PROPERTY OR UNDERTAKING IS RELEASED FROM REGISTERED CHARGE OR HAS CEASED TO FORM PART OF COMPANY'S PROPERTY OR UNDERTAKING.

Limited.

To the Commissioner for Corporate Affairs.

\* Limited hereby gives notice, in relation  
 to the † dated the day of , 19 ,  
 numbered in the Register of Charges and created by \*  
 Limited in favour of  
 for securing , that the property or undertaking  
 described below, on the day of , 19 , ‡ was  
 released from the charge/ceased to form part of the property or undertaking  
 of \* Limited.  
 Description of property or undertaking:  
 Dated this day of , 19 .  
 The common seal of \* Limited was affixed  
 hereto in the presence of—

\* Insert name of mortgagor company. If the name of the mortgagor company has changed since creation of the charge, then also insert the name of the mortgagor company when the charge was created.

† Insert description of instrument creating or evidencing the charge, e.g. "trust deed", "mortgage", "debenture".

‡ Strike out whichever is inapplicable.

NOTE.—This memorandum requires to be verified by a statutory declaration in accordance with Form 36, and must be supported by evidence sufficient to satisfy the Commissioner of the payment satisfaction release or ceasing referred to in subsection (1) of section 105.

SECOND SCHEDULE—continued.

Form 36.

Companies Act, 1961. Section 105 (2).

STATUTORY DECLARATION VERIFYING MEMORANDUM.

Limited.

We, \_\_\_\_\_ of \_\_\_\_\_ Limited,  
 in the State of \_\_\_\_\_ a director of \* \_\_\_\_\_ Limited,  
 and \_\_\_\_\_ of \_\_\_\_\_, in the State of \_\_\_\_\_,  
 the secretary of that company, do solemnly and sincerely declare that the  
 particulars contained in †the memorandum of satisfaction of registered charge  
 /the memorandum where property or undertaking is released from registered  
 charge or has ceased to form part of company's property or undertaking  
 dated the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_, are true to the  
 best of our knowledge, information and belief.

‡And we make this solemn declaration conscientiously believing the same to be true, and by virtue of section 106 of the Evidence Act, 1906.

Declared at \_\_\_\_\_, in the State of \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Director.  
Secretary.

Before me—

\* Insert name of mortgagor company. If the name of the mortgagor company has changed since creation of the charge, then also insert the name of the mortgagor company when the charge was created.

† Strike out whichever is inapplicable.

‡ NOTE.—Where the declaration is made outside Western Australia, the appropriate attestation clause should be substituted.

NOTE.—This form may be endorsed at the foot of, or annexed to Form 34 or 35.

Form 37.

Companies Act, 1961. Sections 112 (1), (1a) and (1b), 346 (1) (f) and (1a), 347 (1) (d) and (1a).

NOTICE OF ADDRESS OF REGISTERED OFFICE AND OF OFFICE HOURS AND OF PARTICULARS OF CHANGES.

Limited.

To the Commissioner for Corporate Affairs.

Limited hereby

gives notice that:—

‡ 1. As from—

\*the date of incorporation of the Company,

\*the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_,

the address of the registered office of the Company in Western Australia

\*will be†

\*is†

2. As from—

\*the date of incorporation of the Company,

\*the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_,

SECOND SCHEDULE—*continued.*

the days and hours during which the office—

\*will be open are†

\*is open are‡

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ .

\*Director.

\*Secretary.

\*Agent in Western Australia.

\*In the case of a proposed company by a person who has consented to act as a director of the company or who is a subscriber to the memorandum of association.

\* Strike out whichever are inapplicable.

† Insert full address, including, where applicable, the number of the room and of the floor or level of the building in which the office is situated.

‡ Strike out if inapplicable.

NOTE.—Notice of the days and hours during which the office is open and accessible to the public is not required if the office is open for at least five hours between ten o'clock in the morning and four o'clock in the afternoon of each day, Saturdays, Sundays and holidays excepted.

NOTE.—This notice must be lodged—

(a) In the case of a proposed company on the lodging of the memorandum of association and be signed by a person who has consented to be a director of the Company or who is a subscriber to the memorandum of Association.

(b) In the case of a change of address of the registered office of an existing company or change of office hours—within seven days of the date of change.

(c) In the case of a foreign company within one month of the date of change.

Form 37A.

Companies Act, 1961. Sections 343C (2) and 343D (1) (a).

NOTICE OF SITUATION OF PRINCIPAL OFFICE OF A RECOGNIZED  
COMPANY AND OF PARTICULARS OF CHANGES IN SITUATION OF  
OFFICE.

Limited.

To the Commissioner for Corporate Affairs.

\_\_\_\_\_ Limited a company  
incorporated in the State of \_\_\_\_\_ hereby gives notice that  
as from the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_, the situation  
of the principal office of the company in Western Australia\* is/has been  
changed to‡

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ .

\*Director.

\*Secretary.

\* Strike out whichever is inapplicable.

† Insert full address, including, where applicable, the number of the room and the floor or level of the building in which the office is situated.

NOTE.—Notice of the situation of the principal office in Western Australia must be given within one month of the establishment of a place of business or commencement of business in Western Australia. Notice of the change in the situation of the principal office must, subject to section 343D, be given within one month of the change.

SECOND SCHEDULE—continued.

Form 37B.

Companies Act, 1961. Section 343C (2a) and 343D (2).  
NOTICE OF PARTICULARS OF OFFICE HOURS OF A RECOGNIZED  
COMPANY OR OF CHANGE IN OFFICE HOURS.

Limited.

To the Commissioner for Corporate Affairs.

Limited whose principal office in Western Australia is at  
hereby gives notice that as from the day of  
19, the hours during which that office is open and accessible to the  
public are

Dated this day of , 19 .  
\*Director.  
\*Secretary.

\* Strike out whichever is inapplicable.

NOTE.—Notice of the hours during which the office is open and accessible to the  
public is not required to be lodged if the office is open for at least five hours between  
10 o'clock in the morning and 4 o'clock in the afternoon of each day, Saturday, Sunday  
and holidays excepted.

Form 38.

Companies Act, 1961. Section 115 (1).  
CONSENT TO ACT AS DIRECTOR.

Limited.

To the Commissioner for Corporate Affairs.

\*I/We, the undermentioned person(s), hereby consent to act as director(s)  
of Limited.

Full Name	Address	Description

Dated this day of , 19 .  
Signature(s).

\* Strike out whichever is inapplicable.

NOTE.—Where this consent is signed by an agent authorized in writing for the purpose,  
regulation 11 (4) of the Companies Regulations 1976 requires the authority or a verified  
copy of the authority to be annexed to this consent when it is lodged with the  
Commissioner for Corporate Affairs.

Form 39.

Companies Act, 1961. Section 115 (1) (b).  
UNDERTAKING BY DIRECTOR TO TAKE AND PAY FOR QUALIFICATION  
SHARES.

To Limited.

I, of do  
hereby undertake to take from the company and to pay for  
shares of \$ each in the capital of the company, being the  
number of shares required by the provisions of the articles of association  
of the company for the qualification of a director of the company.

Dated at this day of ,  
19 .

Signature

Signature of Witness  
Address and description of witness

49

## SECOND SCHEDULE—continued.

Form 40.

Companies Act, 1961. Section 115 (1) (c).

## STATUTORY DECLARATION BY DIRECTOR OF REGISTRATION OF QUALIFICATION SHARES.

Limited.

I, \_\_\_\_\_, of \_\_\_\_\_, in the State of \_\_\_\_\_, do solemnly and sincerely declare:—

1. That I am a director of \_\_\_\_\_ Limited.
2. That the articles of association of the company provide that a director's shareholding qualification shall be the holding of \_\_\_\_\_ shares in the company.
3. That \_\_\_\_\_ shares in the company are registered in my name in the register of members of the company.

\*And I make this solemn declaration conscientiously believing the same to be true, and by virtue of section 106 of The Evidence Act, 1906.

Declared at \_\_\_\_\_, in the State of \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Before me—

\* NOTE.—Where the declaration is made outside Western Australia, the appropriate attestation clause should be substituted.

Form 41.

Companies Act, 1961. Section 115 (1) (d).

## STATUTORY DECLARATION BY DIRECTOR OF ENTITLEMENT TO QUALIFICATION SHARES.

Limited.

I, \_\_\_\_\_, of \_\_\_\_\_, in the State of \_\_\_\_\_, do solemnly and sincerely declare:—

1. That I am a director of \_\_\_\_\_ Limited.
2. That the articles of association of the company provide that a director's shareholding qualification shall be the holding of \_\_\_\_\_ shares in the company.
3. That the company is formed or intended to be formed by way of reconstruction of, or to acquire shares in \* \_\_\_\_\_.
4. That I am a shareholder in † \_\_\_\_\_.
5. That as such a shareholder, I will be entitled to receive \_\_\_\_\_ shares in \_\_\_\_\_ Limited and to have those shares registered in my name in the register of members of the company.

‡And I make this solemn declaration conscientiously believing the same to be true, and by virtue of section 106 of The Evidence Act, 1906.

Declared at \_\_\_\_\_, in the State of \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Before me—

\* Insert name of other corporation or names of other corporations in group of corporations.

† Insert name of other corporation or relevant names of other corporations in group of corporations.

‡ NOTE.—Where the declaration is made outside Western Australia, the appropriate attestation clause should be substituted.

SECOND SCHEDULE—continued.

Form 42.

Companies Act, 1961. Section 115 (4).  
**LIST OF PERSONS WHO HAVE CONSENTED TO BE DIRECTORS  
 OF LIMITED.**

To the Commissioner for Corporate Affairs.

I, (insert full name, address and description)

one of the persons desiring the incorporation of

Limited hereby certify that the undermentioned persons have consented to be directors of that company.

Full Name	Address	Description

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ .  
 (Signature)

Form 43.

Companies Act, 1961. Section 134 (6).  
**PARTICULARS AND CHANGES OF PARTICULARS IN REGISTER OF  
 DIRECTORS, MANAGERS AND SECRETARIES OF  
 LIMITED.**

Present Names† (in the case of Directors give any Former Names in Brackets Beneath Present Name)	Address‡	(A) Other Business Occupation (if any) (B) In Case of Direc- tors Particulars of Other Directorships (if none, state so)§	Nature of Appoint- ment or Change and Relevant Date
Directors*			
Managers*			
Secretaries*			

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ .  
 ||Director.  
 ||Secretary.

\* This return is to be completed in full except where it relates to a change of particulars of managers and secretaries, when only these particulars are to be given. Where a director is also a manager or secretary, particulars are to be given under each of the appropriate headings.

† Insert in the case of an individual, his present Christian or other name and surname and any former Christian or other name or surname, or in the case of a corporation, its corporate name.

‡ Insert, in the case of an individual, his usual residential address, or, in the case of a corporation, the address of its registered or principal office.

§ Insert particulars of directorships held by the director in other corporations that under the law of Western Australia or any other State or Territory of the Commonwealth are public companies or subsidiaries of public companies but not particulars of directorships held by the director in a corporation that by virtue of section 6 (5) of the Companies Act, 1961, is deemed to be related to the company. Where a person is a director in one or more subsidiaries of the same holding company it is sufficient to disclose that the person is the holder of one or more directorships in the group of companies and the group may be described by the name of the holding company with the addition of the word "Group". If no other directorships state so.

|| Insert in relation to a new officer "Appointed" or "In place of (former officer's name)". Insert in relation to a former officer "Died", "Resigned", "Removed", or as the case may be.

|| Strike out whichever is inapplicable.

SECOND SCHEDULE—*continued.*

Form 44.

No. of company.

Western Australia.

Companies Act, 1961. Section 134 (8).

CERTIFICATE AS TO HOLDING OF THE OFFICE OF DIRECTOR,  
MANAGER, OR SECRETARY.

This is to certify that, from the returns lodged with the Commissioner for Corporate Affairs pursuant to section 134 of the Companies Act, 1961 or a corresponding provision of the repealed Act or any corresponding previous enactment, it appears that

of \_\_\_\_\_, was \_\_\_\_\_ of \_\_\_\_\_ Limited from the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, to the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Given under my hand and seal at Perth, this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.  
\_\_\_\_\_  
Commissioner for Corporate Affairs.

Form 45.

Companies Act, 1961. Section 135.

STATUTORY REPORT.

Limited.

1. The statutory meeting is to be held on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.
2. The total number of shares allotted is \_\_\_\_\_  
The number of shares allotted as fully paid up in cash is \_\_\_\_\_  
The number of shares allotted as subject to the payment of the full nominal amount in cash and which are partly paid up is \_\_\_\_\_  
The number of shares allotted as fully paid up otherwise than in cash is \_\_\_\_\_  
The number of shares allotted as partly paid up otherwise than in cash, namely, to the extent of \_\_\_\_\_ per share, is \_\_\_\_\_
3. The consideration for the allotment of shares fully or partly paid up otherwise than in cash is as follows:—\*
4. The total amount of cash received in respect of shares allotted as fully paid up in cash is \$ \_\_\_\_\_  
The total amount of cash received in respect of shares allotted as subject to the payment of the full nominal amount in cash and which are partly paid up is \$ \_\_\_\_\_  
The total amount of cash received in respect of shares allotted as partly paid up otherwise than in cash is \$ \_\_\_\_\_
5. The receipts and payments of the company up to the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, being a date within seven days of the date of this report, are as follows:—

Abstract of receipts				Abstract of payments			
\$ c				\$ c			
Receipts from shares	....	....	....				
Receipts from debentures	....	....	....				
Receipts from (set out other sources)	....	....	....	Balance	....	....	....
Total	....	....	....	Total	....	....	....







SECOND SCHEDULE—*continued.*

- 5. The address of the principal office of the company (if any) in each participating State is
- 6. The address of the place at which the register of members is kept, if other than the registered office, is
- 7. The particulars of the total amount of the indebtedness of the company in respect of all charges which are required to be registered with the Commissioner for Corporate Affairs are as follows:—

Registered Number	Date of Registration	Amount of the indebtedness at the date of this return

Total amount of indebtedness \$.

- 8. Particulars of the ||directors, managers, secretaries and auditors of the company at the date of this return are as follows:—

Office in Company	The Present Christian or Other Name or Names and Surname	Any Former Christian or Other Name or Names or Surname†	Usual Address	Other Business Occupation etc., in the case of Directors Particulars of Other Directorships‡
Directors§ Managers (If any)§ Secretaries§ Auditors for current financial year				

- 9. A copy certified by a director or by the manager or secretary of the company to be a true copy of all accounts and group accounts (if any) laid before the company at the Annual General Meeting, together with a copy of every document required by law to be attached or annexed thereto is attached to and forms part of this return.

Dated this                      day of                      , 19                      .

\*Director.  
\*Secretary.

CERTIFICATE RELATING TO UNCLAIMED MONEYS.

I certify, after having made due enquiries, that the provisions of the Unclaimed Moneys Act, 1912 relating to unclaimed moneys have been complied with in relation to the company.

Dated this                      day of                      , 19                      .

\*Director.  
\*Secretary.

\* Strike out whichever is inapplicable.

|| "Director", includes any person who occupies the position of a director by whatever name called and any person in accordance with whose directions or instructions the directors of a company are accustomed to act.

† Insert in the case of an individual, his usual residential address, or, in the case of a corporation its corporate name and the address of its registered or principal office.

‡ Insert particulars of directorships held by the director in other corporations that under the law of Western Australia or of any other State or Territory of the Commonwealth are public companies or subsidiaries of public companies but not particulars of directorships held by the director in a corporation that by virtue of section 6 (5) of the Companies Act, 1961, is deemed to be related to the company.

Where a person is a director in one or more subsidiaries of the same holding company it is sufficient to disclose that the person is the holder of one or more directorships in that group of companies and the group may be described by the name of the holding company with the addition of the word "Group". If no other directorships state so.

§ Where a director is also a manager or secretary, particulars are to be entered under each of the relevant headings "Directors", "Managers" and "Secretaries".

SECOND SCHEDULE—continued.

Form 50.

Companies Act, 1961, Section 160 (1).

CERTIFICATE FOR INCLUSION IN PUBLIC COMPANY'S ANNUAL RETURN THAT DOES NOT INCLUDE LIST OF MEMBERS.

For the purposes of subsection (1) of section 160 of the Companies Act, 1961, I hereby certify, in relation to \_\_\_\_\_ Limited, that—

- (a) the company has more than five hundred members;
- (b) the company keeps its principal share register at a place within 5 kilometres of the Corporate Affairs Office; and
- (c) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred—

and that accordingly the company is of a kind to which that subsection applies.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ . Secretary.

Form 50A.

Companies Act, 1961. Section 161A (6).

NOTICE OF PLACE AT WHICH ACCOUNTING RECORDS ARE KEPT. \_\_\_\_\_ Limited.

To the Commissioner for Corporate Affairs

\_\_\_\_\_ Limited, hereby gives notice that the statements and records referred to in subsection (4) of section 161A of the above Act (being statements and records with respect to the matters dealt with in the accounting records of the company kept outside the State) are kept at the following place: \_\_\_\_\_ which is not the registered office of the company.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ . \*Director. \*Secretary.

\* Strike out whichever is inapplicable.

Form 50B.

Companies Act, 1961. Section 165 (2) (f).

RETURN OF MEMBERS OF FIRM OF AUDITORS.

Name of firm:

Address of firm:\*

The full names and addresses of all the members of the firm are—

Surname	Other names in full	Address in full of usual residence

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ . †

\* Give the address of each place of business of the firm; if there is more than one place of business, indicate the principal place of business.

† To be signed by one of the members of the firm.

SECOND SCHEDULE—continued.

Form 50C

Companies Act, 1961. Section 166B (12).

NOTICE OF RESIGNATION OR REMOVAL OF AUDITOR.

Limited.

To the Commissioner for Corporate Affairs

\*a public company

Limited being \*a non exempt proprietary company

\*an exempt proprietary company

hereby gives notice that—

\*on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, notice was received of the resignation of†

take effect from the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\*† of the company\* was/were removed from office on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\*Director.  
\*Secretary.

\* Strike out whichever is inapplicable.

† Insert name of auditor or auditors.

NOTE.—If the company is a borrowing corporation a copy of this notice must be given to the trustees for the holders of debentures of the borrowing corporation.

Where an auditor is removed from office, notice must be forthwith given to the Companies Auditors Board (Section 166 (11)).

Form 51.

Companies Act, 1961. Section 173 (1).

NOTICE BY INSPECTOR UNDERTAKING A SPECIAL INVESTIGATION.

Special Investigation of affairs of \_\_\_\_\_

Limited.

To \_\_\_\_\_, of \_\_\_\_\_

Take notice that pursuant to the powers vested in me/us by section 173 of the Companies Act, 1961, as the duly appointed Inspector(s) I/we hereby require you:—

\*(a) To appear before me/us on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, at \_\_\_\_\_ o'clock

in the \_\_\_\_\_ noon at \_\_\_\_\_ in the State of \_\_\_\_\_ for examination on oath in relation to the affairs of the company under investigation (then as directed by me/us until released by me/us from further attendance).

\*(b) To diligently search and inquire for and procure and bring with you and produce to me/us on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, at \_\_\_\_\_ o'clock in the \_\_\_\_\_ noon at \_\_\_\_\_ in the State of \_\_\_\_\_ the following records of information,

namely:—

- \* (1) This notice.
- \* (2) Certificate under section 173 (3) relating to the investigation into this company's affairs.
- \* (3)

58

SECOND SCHEDULE—*continued.*

\* (c) To give to me/us as such Inspector(s) all reasonable assistance in connection with the said investigation.

\* (d) Without limiting the generality of the requirements of paragraph (c) above, to provide the following assistance:—

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_ .  
Inspector(s).

NOTE.—(1) Your attention is drawn to the certificate by the inspectors with which you have been furnished.

(2) Failure without lawful excuse to comply with the terms of this notice may render you liable to a penalty of one thousand dollars or to punishment by the Supreme Court of Western Australia in like manner as if you had been guilty of contempt of the Court.

(3) A person required to attend for examination is entitled to such allowance and expenses as the regulations prescribe.

\* Strike out where inapplicable.

Form 51A.

Companies Act, 1961. Section 173 (3).

## CERTIFICATE BY INSPECTOR UNDERTAKING A SPECIAL INVESTIGATION.

Special Investigation of Affairs of  
Limited.

To \_\_\_\_\_ of \_\_\_\_\_  
in the State of \_\_\_\_\_ .  
I/We, \_\_\_\_\_ of \_\_\_\_\_  
in the State of \_\_\_\_\_ hereby certify that:—

(a) on the \_\_\_\_\_ day of \_\_\_\_\_

19\_\_\_\_ I was \_\_\_\_\_  
, We were appointed by the Minister to investigate the affairs  
of \_\_\_\_\_ Limited;

(b) on the \_\_\_\_\_ day of \_\_\_\_\_ 19\_\_\_\_, the  
Minister gave his consent in writing under section 172 of the Com-  
panies Act, 1961, to the investigation of the affairs of  
(hereinafter called "the related corporation");

I am \_\_\_\_\_  
(c) We are investigating the affairs of the related corporation under the  
said section 172;

(d) \_\_\_\_\_ of \_\_\_\_\_ in the State of \_\_\_\_\_  
is an officer in the related corporation.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_ .  
Inspector(s).

Form 51B.

Companies Act, 1961. Section 180X. (3).

## NOTICE TO DISSENTING OFFEREE.

To \_\_\_\_\_ of \_\_\_\_\_  
Whereas take-over offers that constitute a take-over scheme within the  
meaning of Part VIB of the Companies Act, 1961 (not being take-over offers  
constituted by invitation within the meaning of that Part) have been made  
by \_\_\_\_\_ (in this notice called "the offeror")  
(or where two or more persons constitute the offeror, in this notice together  
called "the offeror") in respect of shares subject to acquisition, that is to  
say all the shares in \_\_\_\_\_ Ltd. (or, where there  
are two or more classes of shares, \_\_\_\_\_ class shares in  
Ltd.) other than shares to which the offeror (or any of the persons constitut-  
ing the offeror) is entitled as provided by that Part.

SECOND SCHEDULE—*continued.*

And the last day (any variation under subsection (3) of section 180L of the Act being disregarded) upon which a take-over offer under the take-over scheme was open for acceptance was the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_.

And you are a dissenting offeree, that is to say you are (or are entitled to be registered as) the holder of shares in that company (or included in that class of shares in that company) but the take-over offer(s) made in respect of those shares has (or have) not been accepted.

And take-over offers in respect of shares (or shares included in that class) representing not less than nine-tenths of the nominal amount of shares subject to acquisition have been accepted (and, where the shares subject to acquisition represent less than nine-tenths of the nominal amount of all the shares (or all the shares included in that class), and take-over offers in respect of those shares have been accepted by not less than three-quarters of the offerees).

Now therefore the offeror hereby gives you notice under subsection (3) of section 180X of the Act that the offeror desires to acquire the outstanding shares held by you.

You are entitled under subsection (9) of the section 180X of the Act by notice in writing served on the offeror within one month after the date on which this notice is given to ask the offeror for a statement in writing of the names and addresses of all other dissenting offerees.

\*You are entitled by notice in writing given to the offeror within one month after the date on which this notice is given or within fourteen days after a statement is supplied to you under subsection (9) of section 180X of the Act, whichever is the later, to specify which of the alternative terms offered under the take-over offer(s) you prefer. The alternative terms are as follows:—

Unless on application made by you within one month after the date on which this notice is given or within fourteen days after a statement is supplied to you under subsection (9) of section 180X of the Act, whichever is the later, the Supreme Court of Western Australia orders otherwise, the offeror will be entitled and bound to acquire under section 180X the outstanding shares held by you on the terms applicable under the take-over offers (or, where alternative terms were offered under the take-over offers, on whichever terms applicable under the take-over offers are specified by you or if you have not specified which of those terms you prefer, for whichever of those terms the offeror determines, unless the Court otherwise orders).

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_.

Offeror(s)

or

for and on behalf of

Ltd.

†Director.

†Secretary.

\* Strike out if alternative terms were not offered under the take-over offer(s).

† Strike out whichever is inapplicable.

60

SECOND SCHEDULE—*continued.*

Form 51C

Companies Act, 1961. Section 180Y (2).

## NOTICE TO REMAINING SHAREHOLDERS.

To \_\_\_\_\_ of \_\_\_\_\_

Whereas take-over offers under a take-over scheme within the meaning of Part VIB. of the Companies Act, 1961 have been made by (in this notice called "the offeror") (or, where two or more persons constitute the offeror, in this notice together called "the offeror") in respect of shares in \_\_\_\_\_ Ltd. (or where there are two or more classes of shares, shares included in \_\_\_\_\_ class of shares in \_\_\_\_\_ Ltd.).

Now therefore the offeror hereby gives you notice under subsection (2) of section 180Y of the Act that on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, the aggregate nominal value of shares in that company (or shares included in that class of shares in that company) to which the offeror (or any of the persons constituting the offeror) became entitled in consequence of take-over offers under the take-over scheme and any other shares (or any other shares included in that class) to which the offeror (or any of the persons constituting the offeror) was entitled before the take-over offers were dispatched, became not less than nine-tenths of the nominal value of the issued shares in that company (or included in that class of shares in that company).

You, as the holder of remaining shares in that company (or included in that class of shares in that company) are entitled within three months after the giving of this notice to require the offeror to acquire those shares.

\*You are entitled, within three months after the date on which this notice is given to elect which of the alternative terms offered in respect of take-over offers under the take-over scheme you will accept. The alternative terms are as follows:—

If you require the offeror to so acquire those remaining shares held by you, the offeror will be entitled and bound to acquire those shares on the terms on which shares were acquired under the take-over scheme (or, where alternative terms were offered, on the terms for which you have elected or where you have not so elected, for whichever of the terms the offeror determines or on such other terms as are agreed or as the Supreme Court of Western Australia on the application of the offeror or yourself thinks fit to order).

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Offeror(s)

or

For and on behalf of

Ltd.

‡Director.

‡Secretary.

\* Strike out if alternative terms were not offered under the take-over offer(s).

‡ Strike out whichever is inapplicable.

61

SECOND SCHEDULE—*continued.*

Form 52.

Companies Act, 1961. Section 185 (1), Companies Regulations, 1976  
Regulation 14.

## NOTICE TO DISSENTING SHAREHOLDER.

To \_\_\_\_\_ of \_\_\_\_\_  
Whereas \_\_\_\_\_ (in this notice called  
"the transferee") on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_,  
made an offer to the holders of shares in \_\_\_\_\_ Ltd. (or where  
there are two or more classes of shares, shares included in \_\_\_\_\_ class  
of shares in \_\_\_\_\_ Ltd.) for the transfer of those shares to the  
transferee.

And the scheme or contract involving the transfer of those shares to  
the transferee was on or before the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_,  
approved by the holders of not less than nine-tenths in nominal value of the  
shares in that company (or included in that class of shares) (other than  
shares already held at the date of the offer by or by a nominee for the  
transferee (or where the transferee is a company its subsidiary)).

And you are a dissenting shareholder of shares in the company (or included  
in that class of shares) that is to say a shareholder who has not assented  
to the scheme or contract (or has failed or refused to transfer your shares  
to the transferee in accordance with the scheme or contract).

Now therefore the transferee hereby gives you notice under subsection  
(1) of section 185 of the Companies Act, 1961 that the transferee desires to  
acquire those shares held by you. You are entitled under subsection (5)  
of section 185 to require the transferee by a demand in writing served on the  
transferee within one month after the date on which this notice is given to  
furnish to you a statement in writing of the names and addresses of all other  
dissenting shareholders as shown in the register of members.

\*You are entitled not later than the expiration of one month after the  
date on which this notice is given or fourteen days after the date on which  
a statement is supplied to you in pursuance of subsection (5) of that section,  
whichever is the later, to elect which of the alternative terms offered to the  
approving shareholders under the scheme or contract you prefer. The alter-  
native terms are as follows:—

Unless on application made by you within one month after the date  
on which this notice is given or within fourteen days after a statement is  
supplied to you in pursuance of subsection (5) of section 185, the Supreme  
Court of Western Australia thinks fit to order otherwise, the transferee will  
be entitled and bound subject to section 185 to acquire your shares on the  
terms on which under the scheme or contract the shares of the approving  
shareholders are to be transferred to the transferee (or where alternative  
terms were offered on the terms for which you have elected or where you  
have not so elected on whichever of those terms the transferee determines  
unless the Supreme Court of Western Australia otherwise orders).

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Signature of Transferee.

---

\* Strike out if alternative terms were not offered under the scheme or contract.

SECOND SCHEDULE—*continued.*

Form 53.

Companies Act, 1961, Section 185 (6), Companies Regulations, 1976.

## Regulation 14.

## NOTICE TO HOLDER OF REMAINING SHARES.

To \_\_\_\_\_ of \_\_\_\_\_ (in this notice called  
 Whereas \_\_\_\_\_ (the transferee") on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_,  
 made offers to the holders of shares in \_\_\_\_\_ Ltd.  
 (or shares included in \_\_\_\_\_ class of shares in \_\_\_\_\_ Ltd.)  
 for the transfer of shares to the transferee.

And in pursuance of the scheme or contract the transferee became on  
 day of \_\_\_\_\_, 19\_\_\_\_,  
 beneficially entitled to shares in that company which together with any  
 other shares in that company to which the transferee (or, where the  
 transferee is a company the transferee or any corporation that by virtue of  
 subsection (5) of section 6 of the Act is deemed to be related to the transferee)  
 is beneficially entitled, comprise or include nine-tenths in nominal value of  
 the shares in \_\_\_\_\_ Ltd. (or included in that class of  
 shares in \_\_\_\_\_ Ltd.).

And you are the holder of remaining shares in that company (or included  
 in that class of shares in that company) and have not assented to the  
 scheme or contract or been given notice in respect of those shares by the  
 transferee under subsection (1) of section 185 of the Act.

Now therefore the transferee hereby gives you notice under subsection (6)  
 of section 185 of the Companies Act, 1961 that in pursuance of that scheme  
 or contract the transferee on the \_\_\_\_\_ day of \_\_\_\_\_  
 19\_\_\_\_, became beneficially entitled to shares in \_\_\_\_\_ Ltd.  
 and those shares together with any other shares in that company to which  
 the transferee (or where the transferee is a company the transferee or any  
 corporation that by virtue of subsection (5) of section 6 is deemed to be  
 related to the transferee) is beneficially entitled, comprise or include nine-  
 tenths in nominal value of the shares in that company (or included in that  
 class of shares in that company).

You are entitled under subsection (6) of that section within three months  
 after the date on which this notice is given to require the transferee to  
 acquire your shares.

\*You are entitled under subsection (6) of that section within three months  
 after the date on which this notice is given to elect which of the alternative  
 terms offered to the approving shareholders under the scheme or contract  
 you will accept. The alternative terms are as follows:—

If you require the transferee so to acquire the shares held by you the  
 transferee will be entitled and bound to acquire those shares on the terms  
 that under the scheme or contract were offered to the approving shareholders  
 (or, where alternative terms were offered, on the terms for which you have  
 elected or where you do not so elect for which ever of the terms the trans-  
 feree determines or on such other terms as are agreed or as the Supreme  
 Court of Western Australia on the application of the transferee or of yourself  
 thinks fit to order).

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Signature of Transferee.

\* Strike out if alternative terms were not offered under the scheme or contract.

63

SECOND SCHEDULE—*continued.*

Form 54.

Companies Act, 1961. Section 191 (1).

## NOTICE OF APPOINTMENT OF RECEIVER OR MANAGER.

Limited,

To the Commissioner for Corporate Affairs.

I, \_\_\_\_\_ of \_\_\_\_\_, hereby give  
notice that—

\*I have obtained an order of the \_\_\_\_\_ Court dated the  
day of \_\_\_\_\_, 19\_\_\_\_, for the appointment of \_\_\_\_\_,  
of \_\_\_\_\_ as \*receiver/manager/receiver and manager/of  
the property of \_\_\_\_\_ Limited.

\*On the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, I  
appointed \_\_\_\_\_, of \_\_\_\_\_, as  
\*receiver/manager/receiver and manager/of the property of  
\_\_\_\_\_ Limited under the powers contained in an instrument  
dated † \_\_\_\_\_

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Signature.

---

\* Strike out whichever are inapplicable.

† Describe fully the instrument under which appointment is made and, if the instrument is registered in the Register of Charges, state its registered number.

Form 55.

Companies Act, 1961. Section 191 (2).

## NOTICE BY RECEIVER OR MANAGER CEASING TO ACT.

Limited.

To the Commissioner for Corporate Affairs.

I, \_\_\_\_\_ of \_\_\_\_\_,  
hereby give notice that I ceased to act as \*receiver/manager/receiver and  
manager/of the property of \_\_\_\_\_ Limited on  
the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Signature.

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\* Strike out whichever are inapplicable.

SECOND SCHEDULE—continued.

Form 56.

Companies Act, 1961. Sections 193, 194, 199 (3), 206 (5), 234 and 260 (4).

STATEMENT OF AFFAIRS.

Limited.

Statement of Assets and Liabilities as at the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ .

	Cost or Book Value*	Estimated Realizable Values
<b>1. Assets not Specifically Charged</b>	\$	\$
(a) Real estate as detailed in Schedule A†		
(b) Sundry debtors as detailed in Schedule B†		
(c) Cash on hand		
(d) Cash at bank		
(e) Stock as detailed in inventory		
(f) Plant and equipment as detailed in inventory		
(g) Other assets as detailed in Schedule C†		
<b>2. Assets Subject to Specific Charges, Liens, Mortgages, Bills of Sale or Hire-Purchase Agreements, as detailed in Schedule D†</b>	\$	
Less amounts owing as detailed in Schedule D		
<b>Total Assets</b>		
<b>Total Estimated Realizable Values</b>		\$
<b>3. Less Preferential Creditors Entitled to Priority over the Holders of Debentures Under any Floating Charge, as detailed in Schedule E</b>		
<b>4. Less Amounts Owning and Secured by Debenture or Floating Charge Over Company's Assets to</b>		
<b>5. Less Preferential Creditors as detailed in Schedule F</b>		
<b>Estimated Amount Available for Unsecured Creditors</b>		
<b>6. Creditors (Unsecured) as detailed in Schedule G Amount claimed \$</b>		
<b>7. Balances Owning to Partly Secured Creditors as detailed in Schedule H</b>		
(Total claims \$ )		
(Security held \$ )		
<b>8. Contingent Assets \$</b>		
Estimated to produce \$		
As detailed in Schedule I.		
<b>9. Contingent Liabilities \$</b>		
Estimated to rank for \$		
As detailed in Schedule J		
<b>Estimated‡ Deficiency/Surplus</b>		
(Subject to costs of ‡administration ‡liquidation)		
<b>Share Capital</b>		
Issued \$		
Paid up \$		

\* Indicate in respect of each entry whether cost or book value.

† Where this statement of affairs is made for the purposes of subsection (4) of section 260 of the Companies Act, 1961 Schedules A, B, C and D are to show the method and manner in which the valuation of the assets were arrived at.

‡ Strike out whichever is inapplicable.

65

SECOND SCHEDULE—*continued.*

## SCHEDULE A.

## REAL ESTATE

Address and Description of Property	Cost Price or Book Value	Estimated Realizable Value	Valuation for Rating Purposes	Particulars of Tenancy	Where Possession of Deeds may be obtained	Short Particulars of Title
	\$	\$	\$			

## SCHEDULE B.

## SUNDRY DEBTORS (INCLUDING LOAN DEBTORS)

Name and Address of Debtor	Amount owing	Amount Realizable	Deficiency	Particulars of Security (if any) Held	Explanation of Deficiency
	\$	\$	\$		

## SCHEDULE C.

## OTHER ASSETS

Description of Deposit or Investment	Cost	Amount Realizable
Deposits—	\$	\$
Investments—		

66

## SECOND SCHEDULE—Continued.

## SCHEDULE D.

ASSETS SUBJECT TO SPECIFIC CHARGES, LIENS, MORTGAGES, BILLS OF SALE  
OR HIRE PURCHASE AGREEMENTS

Description of Asset	Date Charge Given	Description of Charge	Holder of Charge	Terms of Repayment	Cost or Book Value	Estimated Realizable Value	Amount Owning Under Charge
					\$	\$	\$

## SCHEDULE E.

PREFERENTIAL CREDITORS ENTITLED TO PRIORITY OVER THE HOLDERS OF  
DEBENTURES UNDER ANY FLOATING CHARGE

Employee's Name and Address	Wages	Holiday Pay	Long Service Leave	Estimated Liability
	\$	\$	\$	\$

## SCHEDULE F.

## PREFERENTIAL CREDITORS (OTHER THAN THOSE DETAILED IN SCHEDULE E)

Name and Address of Preferential Creditor	Description of Amount Owning	Amount Owning
		\$

67

## SECOND SCHEDULE—Continued.

SCHEDULE G.  
UNSECURED CREDITORS

Name and Address of Creditor	Amount Claimed by Creditor	Amount Admitted as Owing	Reasons for Disputed Amount (If any)
	\$	\$	

SCHEDULE H.  
PARTLY SECURED CREDITORS

Name and Address of Creditor	Particulars of Security Held	Nature of Security	Estimated Value of Security Held	Amount owing to Creditor	Amount Estimated to Rank as Unsecured
			\$	\$	\$

SCHEDULE I.  
CONTINGENT ASSETS

Description of Asset	Gross Asset	Estimated to Produce
	\$	\$

SECOND SCHEDULE—*continued.*

## Schedule J.

## CONTINGENT LIABILITIES

Name and Address of Creditor	Nature of Liability	Gross Liability	Estimated to Rank for—
		\$	\$

I hereby certify that the particulars contained in the above statement of affairs are true to the best of my knowledge and belief.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_ .  
Signature

*Notes.*

This statement of affairs is to be made as at the following dates:—

- (a) Where submitted to a receiver or manager under sections 193 and 194 of the Companies Act, 1961—  
the date of the receiver's or manager's appointment;
- (b) where submitted to a meeting of creditors under section 200 (1) of that Act—a date not earlier than the passing of the resolution of the directors that the company is unable to pay its debts as and when they become due, or the date of receipt of a request of a judgment creditor that a meeting of the creditors be called for the purpose of placing the company under official management (as the case may be);
- (c) where submitted to a liquidator under section 234 of that Act—the date of the winding up order.

This statement of affairs is to be submitted by, and is to be verified by a statutory declaration in accordance with Form 57 made by the following persons:—

- (a) Where the statement is made out for the purposes of section 193 of the Companies Act, 1961—a person referred to in section 194 (2) of that Act;
- (b) Where the statement is made out for the purposes of section 234 of the Companies Act, 1961—a person referred to in section 234 (2) of that Act.

Regulation 15 of the Companies Regulations, 1976 requires the copy of this statement of affairs that is lodged with the Commissioner for Corporate Affairs to be certified in writing to be a true copy of the original statement—

- (a) in the case of a copy lodged for the purposes of section 193 (1) (c) (i) of the Companies Act, 1961—by the receiver or manager of the property of the company;
- (b) in the case of a copy lodged for the purposes of section 199 (15) of that Act—by a director or by the secretary of the company;
- (c) in the case of a copy lodged for the purposes of section 206 (9) of the Act—by the person who, immediately prior to the appointment of the liquidator, was the official manager of the company; and
- (d) in the case of a copy lodged for the purposes of section 234 (3b) of that Act—by the liquidator of the company.

SECOND SCHEDULE—continued.

Form 57.

Companies Act, 1961. Sections 194 (2), 234 (1).  
Companies Regulations, 1976. Regulation 9 (6).

STATUTORY DECLARATION VERIFYING STATEMENT OF AFFAIRS.

I, \_\_\_\_\_ of \_\_\_\_\_  
in the State of \_\_\_\_\_, do solemnly and sincerely declare:—  
1. That I am \* \_\_\_\_\_ of \_\_\_\_\_ Limited  
2. That the particulars contained in the statement of affairs relating to \_\_\_\_\_ Limited dated the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, and signed by me are true to the best of my knowledge and belief.  
And I make this solemn declaration conscientiously believing the same to be true and by virtue of section 106 of the Evidence Act, 1906.  
Declared at \_\_\_\_\_ in the State of \_\_\_\_\_  
this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.  
Before me—

\* Insert description sufficient to show that the person making the statutory declaration is a person referred to in section 194 (2) or section 234 (2) (as the case requires) of the Companies Act, 1961.

NOTE.—Where declaration is made outside Western Australia, the appropriate attestation clause should be substituted.

Form 58.

Companies Act, 1961. Section 195 (1).

ACCOUNT OF RECEIPTS AND PAYMENTS BY RECEIVER OR MANAGER.  
\_\_\_\_\_ Limited

1. The name and address of the \*receiver/manager/receiver and manager/are \_\_\_\_\_
2. The date and description of the instrument (if any) containing the powers under which the †receiver/manager/receiver and manager/is appointed are \_\_\_\_\_
3. The date of the appointment under the powers contained in any instrument or the date of the Court order for the appointment is \_\_\_\_\_
4. The period covered by the abstract is from the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, to the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.
5. The statement of receipts and payments during that period is as follows:—

Receipts			Payments		
Date	From Whom	Amount	Date	To Whom	Amount
		\$ c			\$ c
	Total amount			Total amount	



SECOND SCHEDULE—*continued.*

Form 59.

Companies Act, 1961. Section 199 (9).

NOTICE OF MEETING OF CREDITORS.  
Limited.

Whereas on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_,

\*The majority of the directors of the above-named company present at a meeting of directors specially called for that purpose resolved that the company is unable to pay its debts as and when they become due and payable.

\* A request in writing was received by the above-named company from a creditor of the company, namely \_\_\_\_\_ (who has a judgment against the company unsatisfied to the extent of not less than five hundred dollars (\$500)) that a meeting of creditors be called for the purpose of placing the company under official management and appointing an official manager of the company.

Now therefore notice is hereby given that a meeting of creditors will be held at † \_\_\_\_\_ on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_ at \_\_\_\_\_ o'clock in the forenoon\*/afternoon for the following purposes:—

1. To consider and (if thought fit) pass a resolution that in the opinion of the creditors the company is unable to pay its debts as and when they become due and payable but that if the company were placed under official management there would in their opinion be a reasonable probability that it would be able to pay its debts.

2. If the foregoing resolution is passed, to consider and (if thought fit) pass special resolutions (as defined in section 198 (1) of the Companies Act, 1961)—

- (a) placing the company under official management for such period (not exceeding two years) as is determined by the meeting, commencing on the date of the passing of the resolution;
- (b) appointing a person to be the official manager of the company during the period of the official management;
- (c) determining the amount of salary or remuneration of the official manager or, alternatively, delegating the fixing of the amount to the committee of management (if any);
- (d) determining whether a committee of management should be appointed and, if so, appointing three natural persons to be members of the committee.

In accordance with section 199 (10) of the Companies Act, 1961 the following documents are attached to this notice:—

- (a) A copy of the certificate furnished by each director of the company in accordance with section 199 (4) of the Act; and

‡(b) \*A complete copy of the statement of affairs of the company (Form 56).

\*A summary of the affairs of the company (Form 59a) and the notice required by section 199 (10) (b) of the Act.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

\* Director.

\* Secretary.

\* Strike out whichever is inapplicable.

† Insert full address, including floor and room number if applicable.

‡ Section 199 (12) provides that if the company attaches to this notice a complete copy of the statement of affairs (Form 56) of the company required to be prepared by the company under section 199 (3), the company is not required to comply with section 199 (10) (a) and (b).

SECOND SCHEDULE—continued.

Form 59A.

Companies Act, 1961. Section 199 (10) (a).

SUMMARY OF AFFAIRS.\*

Limited.

Statement of Assets and Liabilities as at the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ . †

	Cost or Book Value‡	Estimated Realizable Values
	\$	\$
<b>1. Assets not Specifically Charged</b>		
(a) Real Estate		
(b) Sundry debtors		
(c) Cash on hand		
(d) Cash at bank		
(e) Stock as detailed in inventory		
(f) Plant and equipment as detailed in inventory		
(g) Other assets		
<b>2. Assets Subject to Specific Charges, Liens Mortgages, Bills of Sale or Hire-purchase Agreements...</b>	\$	
Less amounts owing		
<b>TOTAL ASSETS</b>		
<b>TOTAL ESTIMATED REALIZABLE VALUES</b>		\$
<b>3. Less Preferential Creditors Entitled to Priority over the Holders of Debentures Under any Floating Charge</b>		
<b>4. Less Amounts Owning and Secured by Debenture of Floating Charge over Company's Assets to</b>		
<b>5. Less Preferential Creditors</b>		
<b>Estimated Amount Available for Unsecured Creditors</b>		
<b>6. Creditors (Unsecured)</b>		
Amount claimed (\$ )		
<b>7. Balances Owning to Partly Secured Creditors</b>		
Total claims (\$ )		
Security held (\$ )		
<b>8. Contingent Assets \$</b>		
Estimated to produce		
<b>9. Contingent Liabilities \$</b>		
Estimated to rank for \$		
<b>Estimated \$Deficiency/Surplus</b>		
(Subject to cost of §administration/liquidation)		
<b>Share Capital</b>		
Issued (\$ )		
Paid up (\$ )		

§Director.  
§Secretary.

\* Under section 199 (12) of the Act, where the complete Statement of Affairs (Form 56) is attached to each notice of meeting posted to creditors under section 199 (9), Form 59A need not be sent out.

† Not earlier than the date of the passing of the resolution of the directors that the company is unable to pay its debts as and when they become due, or the date of receipt of a request of a judgment creditor (under section 199 (1)) that a meeting of creditors be called for the purpose of placing the company under official management (as the case may be).

‡ Indicate in respect of each entry whether cost or book value.

§ Strike out whichever is inapplicable.

73

## SECOND SCHEDULE—Continued.

Form 60.

Companies Act, 1961. Section 202 (2) (a).

NOTICE OF RESOLUTIONS OF CREDITORS APPOINTING OFFICIAL  
MANAGER, ETC.

Limited.

To the Commissioner for Corporate Affairs.

I, \_\_\_\_\_ of \_\_\_\_\_, being \*the  
official manager/the secretary/a person who immediately prior to the passing  
of the special resolution was a director/of

Limited do hereby certify that a meeting of  
creditors of the company duly convened and held on the  
day of \_\_\_\_\_, 19\_\_\_\_, subsequent to the passing of the resolution  
set out \*in Schedule A below/in the annexure †marked with the letter "A"  
and signed by me for the purposes of identification, a special resolution  
within the meaning of section 198 of the Companies Act, 1961 a true copy of  
which is set out \*in Schedule "B" below/in the annexure †marked "B" and  
signed by me for the purposes of identification, was duly passed.

## SCHEDULE A.‡

## SCHEDULE B.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\*Official Manager.

\*Secretary.

\*Person who immediately prior to  
passing of the special resolution  
was a director.

\* Strike out whichever is inapplicable.

† Where the copy of the resolution is annexed, the annexure is to be endorsed as  
follows:—

"This is the annexure marked \*'A'/'B'" referred in the notice of resolution signed  
by me on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_."

‡ Here set out the resolution to the effect that in the opinion of the creditors the  
company is unable to pay its debts as and when they become due and payable but that  
if the company were placed under official management there would in their opinion be  
a reasonable probability that it would be able to pay its debts.

Form 60A.

Companies Act, 1961. Section 202 (2) (c).

NOTICE TO CREDITORS AND MEMBERS OF PLACING COMPANY  
UNDER OFFICIAL MANAGEMENT AND OF RIGHTS UNDER SECTION  
211.

Limited.

I, \_\_\_\_\_ of \_\_\_\_\_ being  
\*the official manager/the secretary of \_\_\_\_\_ Limited,  
do hereby certify that at a meeting of creditors of the company duly convened  
and held on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, a special  
resolution within the meaning of section 198 of the Companies Act, 1961 a  
true copy of which is set out \*below/in the annexure †marked with the letter  
"A" and signed by me for purposes of identification was duly passed.

(Set out a copy of resolution here if it is not annexed).

SECOND SCHEDULE—*continued.*

Under section 211 of the Act—

- (a) any creditor to whom the company owes, or any representative of a group of creditors to whom the company owes collectively more than 10 per centum of the total unsecured debts of the company;
- (b) any member holding, or any representative of a group of members holding collectively, not less than 10 per centum of the paid-up capital of the company; or
- (c) in the case of a company not having a share capital, any member holding, or representative of a group of members holding collectively, not less than 10 per centum of the total voting rights of all members having a right to vote at all general meetings—

may apply to the Supreme Court for the variation or cancellation of the resolution at any time within a period of fourteen days after the passing thereof.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.  
 \* Official Manager.  
 \* Secretary.

\* Strike out whichever is inapplicable.

† Where the copies of the special resolutions are annexed, the annexure is to be endorsed as follows:—

"This is the annexure marked 'A' referred to in the notice of special resolution of creditors signed by me on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_."

Form 60B.

Companies Act, 1961. Section 202 (6) (a).

NOTICE OF ORDER TERMINATING APPOINTMENT OF OFFICIAL MANAGER AND APPOINTMENT OF REGISTERED COMPANY AUDITOR AS OFFICIAL MANAGER.

Limited.

To the Commissioner for Corporate Affairs.

Notice is hereby given that, on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, I obtained an order of the Supreme Court terminating the appointment of \_\_\_\_\_ as official manager of \_\_\_\_\_ Limited and appointing \_\_\_\_\_, a registered company auditor who is not the auditor of the company, as official manager thereof.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.  
 \_\_\_\_\_  
 Signature

Form 60C.

Companies Act, 1961. Section 202B (1), Section 214 (3).

NOTICE OF APPOINTMENT AND SITUATION OF OFFICE OF \*OFFICIAL MANAGER/DEPUTY OFFICIAL MANAGER.

Limited.

To the Commissioner for Corporate Affairs.

I, \_\_\_\_\_ of \_\_\_\_\_, hereby give notice that—

- (a) I was appointed \*official manager/deputy official manager of \_\_\_\_\_ Limited—
  - \*by the creditors of \_\_\_\_\_ Limited on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_;
  - \*by an order of the Supreme Court made on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_;
  - \*by the committee of management of \_\_\_\_\_ Limited on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

(b) My office is situated at †

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.  
 \_\_\_\_\_  
 Official Manager.

\* Strike out whichever is inapplicable.

† Insert full address, including floor and room number if applicable.

75

SECOND SCHEDULE—*continued.*

Form 60D.

Companies Act, 1961. Sections 202B (1) and 214 (3).

NOTICE OF CHANGE IN SITUATION OF OFFICE OF \*OFFICIAL  
MANAGER/DEPUTY OFFICIAL MANAGER.

To the Commissioner for Corporate Affairs.

I, \_\_\_\_\_, the \*official manager/deputy official  
manager of \_\_\_\_\_ Limited, hereby give notice that,  
on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, the  
situation of my office was changed to †  
Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.  
\_\_\_\_\_  
Official Manager.

\* Strike out whichever is inapplicable.

† Insert full address, including floor and room number if applicable.

Form 61.

Companies Act 1961, Section 202B (2), Section 214 (3a).

NOTICE BY \*OFFICIAL MANAGER/DEPUTY OFFICIAL MANAGER OF  
RESIGNATION OR REMOVAL FROM OFFICE.\_\_\_\_\_  
Limited.

To the Commissioner for Corporate Affairs.

I, \_\_\_\_\_, of \_\_\_\_\_ being  
the person appointed as \*official manager/deputy official manager of  
\_\_\_\_\_  
Limited, hereby give notice of my \*resignation/  
removal from the office of \*official manager/deputy official manager on the  
day of \_\_\_\_\_, 19\_\_\_\_.  
Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.  
\_\_\_\_\_  
Signature.

\* Strike out whichever is inapplicable.

Form 61A.

Companies Act, 1961. Section 203A (7).

NOTICE BY OFFICIAL MANAGER OF HOLDING OF SIX-MONTHLY  
MEETING.\_\_\_\_\_  
Limited.

To the Commissioner for Corporate Affairs.

Notice is hereby given that, pursuant to section 203A (1) of the Companies  
Act, 1961 a meeting of the creditors and members of  
\_\_\_\_\_  
Limited was called for and held on the \_\_\_\_\_ day of \_\_\_\_\_,  
19\_\_\_\_, to consider my statement and report prepared under that section.

A copy of the statement and report is attached hereto.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.  
\_\_\_\_\_  
Official Manager.

76

## SECOND SCHEDULE—Continued.

Form 61B.

Companies Act, 1961. Section 203C (4).

## NOTICE OF SPECIAL RESOLUTION OF CREDITORS EXTENDING PERIOD OF OFFICIAL MANAGEMENT.

Limited.

To the Commissioner for Corporate Affairs.

Notice is hereby given that, at a meeting of the creditors of

Limited duly convened and held pursuant to section 203C (1) of the Companies Act, 1961 at \_\_\_\_\_ on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, the special resolution within the meaning of section 198 (1) of the said Act set out below was duly passed.

(Set out a copy of the resolution here.)

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_  
Official Manager.

Form 61C.

Companies Act, 1961. Section 206 (9).

## NOTICE BY OFFICIAL MANAGER OF HOLDING OF MEETINGS OF MEMBERS AND CREDITORS WHEN COMPANY UNABLE TO PAY DEBTS.

Limited.

To the Commissioner for Corporate Affairs.

Notice is hereby given that, pursuant to section 206 (3) and (4) of the Companies Act, 1961 a meeting of members of

Limited was called for and held on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, for the purpose of considering a special resolution that the company be wound up voluntarily, and a meeting of the creditors of the company was called for and held on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

At the meeting of creditors the statement of the company's affairs prepared by me was laid before the meeting. A copy of the statement of affairs is attached hereto.

The special resolution was \*duly passed/not passed.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_  
Official Manager.

\* Strike out whichever is inapplicable.

Form 61D.

Companies Act, 1961. Section 211A (1).

## NOTICE OF ORDER TERMINATING OFFICIAL MANAGEMENT.

Limited.

To the Commissioner for Corporate Affairs.

Notice is hereby given that on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, I obtained an order of the Supreme Court terminating the official management of \_\_\_\_\_ Limited.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_  
Signature

SECOND SCHEDULE—*continued.*

Form 61E.

Companies Act, 1961. Section 211A (1).  
 NOTICE OF ORDER VARYING OR CANCELLING RESOLUTION FOR  
 OFFICIAL MANAGEMENT.

Limited.

To the Commissioner for Corporate Affairs.

Notice is hereby given that on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, I obtained an order of the Supreme Court—  
 \*varying the special resolution passed on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, by a meeting of creditors of Limited placing the company under official management by†  
 \*cancelling the special resolution passed on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, by a meeting of creditors of Limited placing the company under official management.  
 Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Signature

\* Strike out whichever is inapplicable.  
 † Give details of the variation, as expressed in the order.

Form 61F.

Companies Act, 1961. Section 212 (5) and (5a).  
 NOTICE RELATING TO MEETING OF CREDITORS CALLED TO RECEIVE  
 REPORT OF OFFICIAL MANAGER ON CESSATION OF OFFICE.

Limited.

To the Commissioner for Corporate Affairs.

I, \_\_\_\_\_ of \_\_\_\_\_ the person who ceased to be the official manager of Limited on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, hereby inform you that a meeting of the creditors of the company called for the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, for the purpose of receiving a report showing how the official management was conducted by me \*was duly held on that date/was not held on that date.

A copy of the report is attached hereto.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Signature

\* Strike out whichever is inapplicable.

Form 62.

Companies Act, 1961. Section 230 (1).  
 NOTICE OF WINDING-UP ORDER AND PARTICULARS OF LIQUIDATOR.

Limited.

To the Commissioner for Corporate Affairs.

Notice is hereby given that, on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, an order of the Supreme Court for the winding up of Limited was made and that \_\_\_\_\_, of \_\_\_\_\_ was appointed Liquidator.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\*Petitioner.  
 \*Solicitor for the Petitioner.

\* Strike out whichever is inapplicable.

78

SECOND SCHEDULE—*continued.*

Form 62A.

Companies Act, 1961. Section 231 (1), Companies Regulations 1976,  
Regulation 10.

## OFFICIAL LIQUIDATOR'S BOND (WITH SURETY).

I, \* , of  
being an official liquidator for the purposes of the Companies Act, 1961 and  
† Limited, of  
jointly and severally bind ourselves to Her Majesty and Her Successors for  
the payment to the Master of the Supreme Court of Western Australia of the  
sum of Ten Thousand Dollars.

Sealed with our seals this day of , 19 .

The condition of this obligation is such that if the said \*  
shall duly fulfil his duties as an official liquidator  
under the Companies Act, 1961 then this obligation shall be void and of no  
effect; otherwise this obligation shall remain in full force and effect.

Signed, sealed and delivered by the abovenamed \*  
in the presence of:

The common seal of † , the abovenamed surety,  
was hereunto affixed in the presence of:

\* Insert full name of official liquidator.

† Insert name of surety corporation.

Form 63.

Companies Act, 1961. Section 257 (1).

## DECLARATION OF SOLVENCY.

We, , of Limited.  
and , of ,  
being \* the directors of  
Limited, and being present at a meeting of the directors of the company,  
declared that—

- (a) we have made an inquiry into the affairs of the company; and
- (b) at this meeting, we have formed the opinion that the company will  
be able to pay its debts in full within a period of †  
months from the commencement of the winding up.

Attached hereto and signed by us is a true and correct statement of the  
company's assets and liabilities as at the day of , 19 ,  
being the latest practicable date before the making of this declaration.

Declared at the abovementioned meeting of directors held at  
in the State of , this  
day of , 19 .

Directors.

Companies Act, 1961. Section 257 (2).

STATEMENT AS AT , 19 , TO BE ATTACHED  
TO DECLARATION OF SOLVENCY SHOWING ASSETS AT ESTIMATED  
REALIZABLE VALUES AND LIABILITIES EXPECTED TO RANK.  
Limited.



80

## SECOND SCHEDULE—Continued.

Form 64.

Companies Act, 1961. Section 259 (1).  
NOTICE OF MEETING OF CREDITORS.

Limited.

Notice is hereby given that, pursuant to subsection (1) of section 259 of the Companies Act, 1961 a meeting of the creditors of limited will be held at \_\_\_\_\_ on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, at \_\_\_\_\_ o'clock in the \*forenoon/afternoon.

The winding up of the company commenced on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, and I was appointed liquidator by resolution of the members of the company. As the directors declared that the company would be able to pay its debts in full within a period of \_\_\_\_\_ months after the commencement of the winding up, the liquidation is proceeding as a members' voluntary winding up.

I have formed the opinion that the company will not be able to pay or provide for the payment of its debts in full within that period and this meeting is summoned in order that the creditors may, if they so wish, exercise their right under subsection (2) of section 259 of the Companies Act, 1961 to appoint some person other than myself to be the liquidator of the company for the purpose of winding up the affairs and distributing the assets of the company.

A statement of the assets and liabilities of the company will be laid before the meeting.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_. \_\_\_\_\_ Liquidator.

\* Strike out whichever is inapplicable.

Form 65.

Companies Act, 1961. Section 259 (4).  
NOTICE OF HOLDING OF MEETING OF CREDITORS.  
Limited.

To the Commissioner for Corporate Affairs.

Notice is hereby given that, pursuant to subsection (1) of section 259 of the Companies Act, 1961, a meeting of creditors of Limited was summoned and held on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, for the purpose of presenting to the meeting a statement of assets and liabilities of the company, and permitting the creditors, if they wished, to appoint a new liquidator of the company under subsection (2) of that section.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_. \_\_\_\_\_ Liquidator.

Form 66.

Companies Act, 1961. Section 272 (3), (4).  
RETURN BY LIQUIDATOR RELATING TO FINAL MEETING.  
Limited.

To the Commissioner for Corporate Affairs.

\*I/We, \_\_\_\_\_, of \_\_\_\_\_, the liquidator(s) of \_\_\_\_\_ Limited, hereby inform you that \*a general meeting of the company,/a meeting of the company and the creditors of the company, summoned for the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, for the purpose of laying before the meeting an account (a copy of which is attached to this return) showing how the winding up has been conducted and the property of the company has been disposed of and of giving any explanation of the account, \*was duly held on that date,/was not attended by the necessary quorum.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_. \_\_\_\_\_ Signature of each liquidator.

\* Strike out whichever is inapplicable.

81

SECOND SCHEDULE—*continued.*

Form 67.

Companies Act, 1961. Section 280 (1).

NOTICE OF APPOINTMENT AND SITUATION OF OFFICE OF  
LIQUIDATOR (WINDING UP BY THE COURT).

Limited.

To the Commissioner for Corporate Affairs.

\*I/We, \_\_\_\_\_, of \_\_\_\_\_

hereby give notice that—

- (a) by an order of the Supreme Court made on the  
day of \_\_\_\_\_, 19\_\_\_\_, \*I was/we were appointed  
\*liquidator(s)/provisional liquidator(s) of  
\_\_\_\_\_ Limited; and
- (b) \*my/our office is situated at \_\_\_\_\_

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_  
Signature of each liquidator.

\* Strike out whichever is inapplicable.

Form 68.

Companies Act, 1961. Section 280 (1).

NOTICE OF APPOINTMENT AND SITUATION OF OFFICE OF  
LIQUIDATOR (MEMBERS' VOLUNTARY WINDING UP).

Limited.

To the Commissioner for Corporate Affairs.

\*I/We, \_\_\_\_\_ of \_\_\_\_\_

hereby give notice that—

- (a) \*I was/we were appointed liquidator(s) of  
\_\_\_\_\_ Limited—  
\*by a resolution of \_\_\_\_\_ Limited passed on  
the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_ ;  
\*by an order of the Supreme Court made on  
day of \_\_\_\_\_, 19\_\_\_\_ ; and

- (b) \*my/our office is situated at \_\_\_\_\_

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_  
Signature of each liquidator.

\* Strike out whichever is inapplicable.

SECOND SCHEDULE—*continued.*

Form 69.

Companies Act, 1961. Section 280 (1).  
 NOTICE OF APPOINTMENT AND SITUATION OF OFFICE OF  
 LIQUIDATOR (CREDITORS' VOLUNTARY WINDING UP).

Limited.

To the Commissioner for Corporate Affairs.

\*I/We, \_\_\_\_\_ of \_\_\_\_\_

hereby give notice that—

(a) \*I was/we were appointed liquidator(s) of  
 Limited—

\*by resolutions of \_\_\_\_\_ Limited passed  
 on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_, and of the  
 creditors of that company passed on the  
 day of \_\_\_\_\_, 19 \_\_\_\_\_;

\*by a resolution of the creditors of  
 Limited passed on \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_;

\*by a resolution of \_\_\_\_\_ Limited passed  
 on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_;

\*by an order of the Supreme Court made on  
 day of \_\_\_\_\_, 19 \_\_\_\_\_; and

(b) \*my/our office is situated at \_\_\_\_\_

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Signature of each liquidator.

\* Strike out whichever is inapplicable.

Form 70.

Companies Act, 1961. Section 280 (1).  
 NOTICE OF CHANGE IN SITUATION OF OFFICE OF LIQUIDATOR.  
 Limited.

To the Commissioner for Corporate Affairs.

\*I/We, \_\_\_\_\_, the \*Liquidator(s)/one of the  
 liquidators of \_\_\_\_\_ Limited, hereby give notice  
 that, on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_, the situation  
 of \*my/our office was changed to \_\_\_\_\_

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Liquidator(s).

\* Strike out whichever is inapplicable.

Form 71.

Companies Act, 1961. Section 280 (2).  
 NOTICE BY LIQUIDATOR OF RESIGNATION OR REMOVAL FROM  
 OFFICE.  
 Limited.

To the Commissioner for Corporate Affairs.

I, \_\_\_\_\_, of \_\_\_\_\_,  
 hereby give notice that on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_,  
 I \*resigned/was removed from the office of liquidator of  
 Limited.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Signature.

\* Strike out whichever is inapplicable.

SECOND SCHEDULE—*continued.*

Form 72.

Companies Act, 1961, Section 281.

LIQUIDATOR'S ACCOUNT OF RECEIPTS AND PAYMENTS AND STATEMENT OF THE POSITION IN THE WINDING UP.

Limited.

Nature of winding up  
 Date of commencement of winding up  
 Date to which the account and statement are made up  
 Name and address of liquidator

Account of Receipts and Payments.\*

Receipts				Payments			
Date	Of Whom Received	Nature of Receipts	Amount	Date	To Whom Paid	Nature of Payments	Amount
		Brought forward	\$ c			Brought forward	\$ c
		Carried forward	†			Carried forward	†

Total receipts ..	....	....	....	....	....	....	....	\$	c
Total payments	....	....	....	....	....	....	....		
						Balance		\$	c

The balance is made up as follows:—

1. Cash in hands of liquidator ....
  2. Cash in bank (See Note at the foot of Form) ....
- Credit as per bank pass-book ....
- Less unrepresented cheques ....

\$	c
<hr/>	
<hr/>	

SECOND SCHEDULE—*continued.*

3. Amounts invested by liquidator and not converted into cash\* .....

Balance as above

Particulars of Rates of Dividends and Dates Declared.

Dividend of \_\_\_\_\_ in the \$, paid on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ .

Names of Creditors in Alphabetical Order	Amount of Proof	Amount of Dividend	
		Paid	Unclaimed
		\$ c	\$ c
	Total as per previous return \$ c		
Total .....			

PARTICULARS OF DATES AND RATE PER SHARE OF RETURN OF SURPLUS ASSETS PAYABLE TO CONTRIBUTORIES.

Return of surplus assets to contributories at rate of \_\_\_\_\_ per share on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ .

Names of Contributories in Alphabetical Order	Number of Shares	Amount returned on Shares	
		Paid	Unclaimed
		\$ c	\$ c
	Total as per previous return .....		
Total .....			

SECOND SCHEDULE—continued.

STATEMENT OF THE POSITION IN THE WINDING UP.

<p>1. The amount of the estimated assets and liabilities at the date of the commencement of the winding up ....</p>	<p>Assets (after deducting amounts charged to secured debenture-holders)                  Liabilities—                  Secured creditors .... \$                  Debenture-holders .... \$                  Unsecured creditors .... \$</p>
<p>2. The total amount of the capital paid up at the date of the commencement of the winding up ....</p>	<p>Paid up in cash .... \$                  Issued as paid up otherwise than for cash .... \$</p>
<p>3. The general description and estimated value of outstanding assets (if any) ....</p>	<p>.....</p>
<p>4. Total amount of unsecured debts in respect of which proofs have been admitted ....</p>	<p>.....</p>
<p>5. Estimated amount of debts or claims remaining for proof....</p>	<p>.....</p>
<p>6. Details of any arrangement whereby assets of the company have been disposed of by the liquidator for a consideration other than cash ....</p>	<p>.....</p>
<p>7. The causes which delay the termination of the winding up</p>	<p>.....</p>
<p>8. The period within which the winding up may probably be completed ....</p>	<p>.....</p>

STATUTORY DECLARATION VERIFYING LIQUIDATOR'S ACCOUNT AND STATEMENT.

I, \_\_\_\_\_, of \_\_\_\_\_, in the State of \_\_\_\_\_, the liquidator of \_\_\_\_\_ Limited, do solemnly and sincerely declare—

- That the account of receipts and payments set out above contains a full and true account of my receipts and payments in the winding up of that company, from the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_ to the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_,

‡ and that I have not, nor has any other person by my order or for my use during that period, received or paid any moneys on account of the company ‡other than and except the items mentioned and specified in that account.

- That the particulars contained in the statement of the position in the winding up set out above are true to the best of my knowledge and belief.

SECOND SCHEDULE—*continued.*

§And I make this solemn declaration conscientiously believing the same to be true, and by virtue of section 106 of the Evidence Act, 1906.

Declared at \_\_\_\_\_ in the  
State of \_\_\_\_\_ this  
day of \_\_\_\_\_  
, 19 \_\_\_\_ .

Liquidator.

Before me:

\* Full details of investments made by the liquidator and of the realization of the investments are to be given in a separate statement attached to and forming part of this account. Any profit or loss on realization must appear in the 'account of Receipts and Payments' as a notional receipt or payment, as the case may be, with a reference to the particular investment.

† A balance is not to be shown on this account. Show only the total receipts and payments which are to be carried forward to the next account.

‡ If there are no receipts or payments, strike out the words in italics.

§ NOTE.—Where declaration is made outside Western Australia, the appropriate attestation clause should be substituted.

NOTE.—Money invested by the liquidator is not withdrawn from the operation of Section 285 and 286 of the Companies Act, 1961 and any such investment representing money held for six months or upwards shall be realized and paid to the Treasurer, except in the case of investments in Government securities, the transfer of which to the control of the Treasurer complies with the terms of those sections.

Form 73.

Companies Act, 1961. Section 286(1).

PARTICULARS OF UNCLAIMED ASSETS PAYABLE TO COMPANIES LIQUIDATION ACCOUNT.

Limited.

To the Commissioner for Corporate Affairs.

In pursuance of subsection (1) of section 286 of the Companies Act, 1961, \*I/We, \_\_\_\_\_, of \_\_\_\_\_

liquidator(s) of \_\_\_\_\_ Limited, forward herewith to be placed to the Credit of the Companies Liquidation Account the moneys of which particulars are given below and which represent:—

- (a) unclaimed dividend or other moneys which have remained unclaimed for more than six months from the date when the dividend or other moneys became payable; and
- (b) unclaimed or undistributed moneys arising from the property of the company after making a final distribution.

PARTICULARS.†

Name of Creditor Shareholder or Other Person	Amount	Description of Unclaimed Money or Dividend	Office Use Only
Total			

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ .

Signature of each Liquidator.

\* Strike out whichever is inapplicable.

† Insert full particulars of each creditor and of each shareholder whose dividend has been unclaimed or undistributed, and full particulars of miscellaneous amounts.

SECOND SCHEDULE—*continued*.  
Companies Act, 1961. Section 286 (1).

Form 74.

CERTIFICATE OF RECEIPT.

Office of the Commissioner for Corporate Affairs. No.

, 19 .

Received from  
the sum of

dollars

cents, being

Commissioner for Corporate Affairs.

\$ \_\_\_\_\_ :

Form 75.

Companies Act, 1961. Companies Regulations, 1976, Regulation 53.  
STATUTORY DECLARATION AS TO PROOF OF DEBT: GENERAL FORM.  
Limited.

I, \_\_\_\_\_ of \_\_\_\_\_  
in the State of \_\_\_\_\_, do solemnly and sincerely declare:—

1. That \_\_\_\_\_ Limited, the abovementioned  
company, was, at the commencement of the winding up namely the  
day of \_\_\_\_\_, 19 \_\_\_\_\_, and still is justly and  
truly indebted to \* \_\_\_\_\_ in the amount of

dollars and \_\_\_\_\_ cents for

† \_\_\_\_\_ as shown by the following account, namely:—

Date	Consideration	Amount	Remarks (The Vouchers, if any, by which the Account can be substantiated should be set out here.)

2. That neither the abovenamed creditor, nor any person by the order and for the use of the abovementioned creditor, has to my knowledge and belief received any manner of satisfaction or security for the amount or any part of the amount referred to in paragraph 1, save and except the following:—§

||3. That I am in the employ of the abovementioned creditor, that I am duly authorised by that creditor to make this statutory declaration, that it is within my own knowledge that the debt declared to in this declaration was incurred for the consideration stated, and that the debt, to the best of my knowledge and belief, still remains unpaid and unsatisfied.

||4. That I am duly authorised, under the seal of the company in this statutory declaration named as creditor, to make the proof of debt on its behalf.

\*\* And I make this solemn declaration conscientiously believing the same to be true, and by virtue of section 106 of the Evidence Act, 1906.

Declared at \_\_\_\_\_ in the \_\_\_\_\_  
State of \_\_\_\_\_  
this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Before me—

\*\* Where the declaration is made outside Western Australia, the appropriate attestation clause should be substituted.

\* Insert "me" or "me and to \_\_\_\_\_ and \_\_\_\_\_, my co-partners in trade" or as the case may be, or, if declared by an employee or agent of the creditor, insert the name, address and description of the creditor,

SECOND SCHEDULE—*continued.*

† State the consideration.

‡ Strike out whichever is inapplicable.

§ Insert particulars of all securities held. Where the securities are on the property of the company, assess the value of those securities. If any bills or other negotiable securities are held, specify them in a schedule in the following form:—

Date	Drawer	Acceptor	Amount	Due Date
			\$      c	

|| If this proof is made by a creditor, strike out paragraphs 3 and 4. If it is made on behalf of a company, strike out paragraph 3. If it is made on behalf of a creditor other than a company, strike out paragraph 4.

¶ Strike out if inapplicable. If applicable, details of the full amount claimed should be given and full particulars of any amount claimed by set-off, counter-claim or otherwise should be shown.

Form 76.

Companies Act, 1961. Companies Regulations, 1976, Regulation 53.

STATUTORY DECLARATION AS TO PROOF OF DEBT: EMPLOYEES' GROUP FORM.

Limited.

I, \_\_\_\_\_, of \_\_\_\_\_, in the State of \_\_\_\_\_, do solemnly and sincerely declare:—

1. That this proof of debt is made on behalf of all the persons specified in the Schedule endorsed on this statutory declaration, being employees of the above-mentioned company.

2. That the above-mentioned company was, on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, and still is justly and truly indebted to each person whose name, address and description appears in the Schedule endorsed on this statutory declaration in respect of wages due to the person as an employee of the company for services rendered by him to the company during the periods and in the amount set out against his name in that Schedule.

3. That none of the persons referred to in the schedule endorsed on this statutory declaration has to my knowledge and belief received any manner of satisfaction or security for the amount or any part of the amount due in respect of wages set out against his name in that schedule.

\*And I make this solemn declaration conscientiously believing the same to be true, and by virtue of section 106 of the Evidence Act, 1906.

Declared at \_\_\_\_\_ in the State of \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Before me—



SECOND SCHEDULE—*continued.*

Form 78.

Companies Act, 1961. Section 346 (1) (g).

## STATUTORY DECLARATION BY AGENT OF FOREIGN COMPANY.

I, \_\_\_\_\_, of \_\_\_\_\_, in the  
State of \_\_\_\_\_, do solemnly and sincerely declare:—

1. That \* \_\_\_\_\_ Limited †is carrying on business/  
has established a place of business in Western Australia.

‡2. That I am the duly appointed agent of the company in Western Australia  
pursuant to a †memorandum of appointment/power of attorney dated the  
day of \_\_\_\_\_ 19 \_\_\_\_\_, and I reside at \_\_\_\_\_

‡2. That I am the secretary of \_\_\_\_\_ Limited (the address  
of the registered office of which is \_\_\_\_\_), which is the  
duly appointed agent of \* \_\_\_\_\_ Limited in Western Australia pursuant  
to a †memorandum of appointment/power of attorney dated the  
day of \_\_\_\_\_, 19 \_\_\_\_\_.

3. That \* \_\_\_\_\_ Limited was formed or incorporated in  
\_\_\_\_\_ and the full address of its registered office in the place of  
incorporation is \_\_\_\_\_

‡4. That the amount of the authorised capital of the company is \_\_\_\_\_

‡4. That the company does not have a share capital and its registered  
number of members is \_\_\_\_\_

‡And I make this solemn declaration conscientiously believing the same to be  
true, and by virtue of section 106 of the Evidence Act, 1906.

Declared at \_\_\_\_\_ in the State of \_\_\_\_\_  
this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Before me—

\* Insert name of foreign company.

† Strike out whichever is inapplicable.

‡ NOTE.—Where the declaration is made outside Western Australia, the appropriate  
attestation clause should be substituted.

Form 79.

Companies Act, 1961. Section 346 (6).

NOTICE BY AGENT OF FOREIGN COMPANY OF CESSATION OF AGENCY.  
\_\_\_\_\_ Limited.

To the Commissioner for Corporate Affairs.

\*I, \_\_\_\_\_ of \_\_\_\_\_  
hereby give notice that:—

‡on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_,  
I †ceased/will cease to be the agent of the company for the purpose of the  
Companies Act, 1961.

‡on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_,  
|| \_\_\_\_\_ Limited †ceased/will cease to be the agent of  
the company for the purposes of the Companies Act, 1961.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

‡Agent (natural person).  
‡Director.  
‡Secretary.

\* Where the agent is a natural person, insert name accordingly. Where the agent is  
a company, insert the name of the director or secretary who signs the notice on behalf  
of the company.

† Strike out whichever is inapplicable.

|| Insert name of company where a company is the agent.

91

## SECOND SCHEDULE—continued.

Form 80.

Companies Act, 1961, Section 346 (6).

NOTICE BY FOREIGN COMPANY OF CESSATION OF AGENCY.  
Limited.

To the Commissioner for Corporate Affairs.

Limited hereby gives notice that—

\*on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_ .  
of \_\_\_\_\_ in the State of \_\_\_\_\_ ceased to be the  
agent of the company in that State for the purposes of the Companies  
Act, 1961.

\*on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_ .  
of \_\_\_\_\_ in the State of \_\_\_\_\_ will cease to be the  
agent of the company in that State for the purposes of the Companies  
Act, 1961.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_ .

\*Director.  
\*Secretary.

\* Strike out whichever is inapplicable.

Form 81.

No. of Company \_\_\_\_\_

Western Australia.

Companies Act, 1961, Section 346 (9).

## CERTIFICATE OF REGISTRATION OF FOREIGN COMPANY.

This is to certify that \_\_\_\_\_ Limited, which was formed or  
incorporated in \_\_\_\_\_, did on the \_\_\_\_\_ day of  
\_\_\_\_\_, 19\_\_\_\_, duly register.

The name and address of the agent appointed in Western Australia by the  
foreign company are—

The address of the registered office of the foreign company in Western Aus-  
tralia is—

Given under my hand and seal, at \_\_\_\_\_ this  
day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_  
Commissioner for Corporate Affairs.

Form 82.

Companies Act, 1961, Section 347 (1) (a), (f), (g).

PARTICULARS OF CHANGE OR ALTERATION RELATING TO FOREIGN  
COMPANY.

Limited.

To the Commissioner for Corporate Affairs.

\_\_\_\_\_  
Limited, a foreign company registered in  
Western Australia, hereby gives notice that, on the \_\_\_\_\_ day of  
\_\_\_\_\_, 19\_\_\_\_, a change or alteration was made in—

\*the charter, statute, memorandum or articles of the company or other  
instrument constituting or defining its constitution,

\*the name of the company,

\*the powers of any directors resident in Western Australia who are  
members of the local board of directors of the company.

Particulars of the change or alteration are as follows:—

The following documents are lodged with this Form:—

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_ .

\_\_\_\_\_  
Agent in Western Australia.

\* Strike out if inapplicable.

NOTE.—See also Regulation 16.



93

SECOND SCHEDULE—*continued.*

Form 85.

Companies Act, 1961, Section 348 (1).

## STATUTORY DECLARATION VERIFYING BALANCE-SHEET OF FOREIGN COMPANY.

I, \_\_\_\_\_, of \_\_\_\_\_ Limited.\*  
 in the State of \_\_\_\_\_, do solemnly and sincerely declare:—  
 †1. That I am‡ \_\_\_\_\_ of\* \_\_\_\_\_ Limited.  
 †1. That I am the secretary of \_\_\_\_\_ Limited (the address  
 of the registered office of which is \_\_\_\_\_), which  
 is the duly appointed agent of \* \_\_\_\_\_ Limited in Western  
 Australia.

2. That the copy of the balance-sheet and the copies of the documents  
 annexed hereto marked with the letter "A" §are true copies of the balance-  
 sheet made up to the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_, and are  
 the documents which the company is required to prepare by the law for the time  
 being applicable to the company in||

¶And I make this solemn declaration conscientiously believing the same  
 to be true, and by virtue of section 106 of the Evidence Act, 1906.

Declared at \_\_\_\_\_ in the State of \_\_\_\_\_  
 this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.  
 Before me— \_\_\_\_\_

\* Insert the name of foreign company.

† Strike out whichever is inapplicable.

‡ Insert "the duly appointed agent in Western Australia", "a director" or "the secretary".

§ The annexure is to be endorsed by the person before whom the statutory declaration  
 is declared as follows: "This is the annexure marked "A" referred to in the statutory  
 declaration of \_\_\_\_\_ declared on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.  
 Before me— \_\_\_\_\_

|| Insert name of place of incorporation or origin of company.

¶NOTE.—Where declaration is made outside Western Australia, the appropriate attestation  
 clause should be substituted.

Form 86

Companies Act, 1961, Section 348 (6).

## ANNUAL RETURN OF FOREIGN COMPANY.

Limited.

Annual Return of \_\_\_\_\_ Limited made up to the  
 day of \_\_\_\_\_, 19 \_\_\_\_\_, being the date of the annual general meeting  
 in 19 \_\_\_\_\_.

1. The address of the registered office in Western Australia is
2. The address of the registered office in the place of incorporation or  
 origin is
3. The amount of the authorized share capital of the company is
4. The amount of paid up capital of the company is
5. Particulars of the directors of the company are as follows:—

The Present Christian or Other Name or Names and Surname.*	Usual Residential Address†
---	----------------------------

6. The name of the agent in Western Australia is\*

7. The residential address of the agent in Western Australia is†

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

‡Director.

‡Secretary.

‡Agent in Western Australia.



95

SECOND SCHEDULE—*continued.*

Form 89.

Companies Act, 1961. Section 343G (1) and 352 (1).

NOTICE BY \*RECOGNIZED COMPANY/FOREIGN COMPANY OF  
CESSATION OF BUSINESS.

Limited.

To the Commissioner for Corporate Affairs.

Limited a \*recognized company/foreign company registered in Western Australia, hereby gives notice that as from the day of , 19 the company\* has not had a place of business in Western Australia /has ceased to carry on business in Western Australia.

Dated this day of , 19 .

\*Director.

\*Secretary.

\*Agent in Western Australia.

\* Strike out whichever are inapplicable.

Form 90.

Companies Act, 1961. Section 352 (2).

NOTICE BY AGENT OF FOREIGN COMPANY OF LIQUIDATION OR  
DISSOLUTION OF COMPANY.

Limited.

To the Commissioner for Corporate Affairs.

\*I, of , hereby give notice that on the day of , 19 , Limited a foreign company registered

in Western Australia—

†went into liquidation in || of was and appointed liquidator.

†was dissolved in ||

†I/ Limited was the agent of the company in the State immediately prior to the commencement of the liquidation proceedings.

Dated this day of , 19 .

†Agent (natural person.)

†Director.

†Secretary.

\* Where the agent is a natural person, insert name accordingly. Where the agent is a company, insert the name of the director or secretary who signs the notice on behalf of the company.

† Strike out whichever is inapplicable.

|| Insert the name of the place of incorporation or origin of the company.



SECOND SCHEDULE—*continued.*

6. That the annexure marked with the letter "A" is a true copy of the advertisement which the company caused to be published in || , on the day of , 19 , being a daily newspaper circulating in the place shown in the register of members as the address of the shareholder.

¶And I make this solemn declaration conscientiously believing the same to be true, and by virtue of section 106 of the Evidence Act, 1906.

Declared at in  
the State of  
this day of  
, 19 .

Before me—

\* Insert "the director", "the secretary" or "the manager".  
† Insert number and class of shares or stock units.  
‡ Strike out whichever is inapplicable.  
§ Strike out if inapplicable.  
|| Insert name of daily newspaper in which advertisement published.  
¶ NOTE.—Where the declaration is made outside Western Australia, the appropriate attestation clause should be substituted.

Form 91.

Companies Act, 1961. Section 374 (2).

NOTICE OF INTENTION TO APPLY FOR EXEMPTION FROM SECTION 374 (1) OF COMPANIES ACT, 1961.

Limited hereby gives notice of its intention to apply to the Minister for exemption in the case of the shares of the corporation from the provisions of subsection (1) of section 374 of the Companies Act, 1961 forbidding persons from going, whether by appointment or otherwise, from place to place offering shares for subscription or purchase to the public or any member of the public.

Dated this day of , 19 .

\*Director.  
\*Secretary.

\* Strike out whichever is inapplicable.

Form 92.

Companies Act, 1961.

Companies Regulations 26 (2) (b) and 44 (2).

NOTICE OF MEETING OF CREDITORS, MEMBERS OR CONTRIBUTORIES.

Limited.

Notice is hereby given that a meeting of the \*creditors/contributories/members/creditors and members of Limited will be held at on the day of , 19 , at o'clock in the \*forenoon/afternoon.

†Agenda.  
Dated this day of , 19 .

Signature.

\* Strike out whichever is inapplicable.  
† Set out the purpose for which the meeting is called. If the notice relates to a meeting of creditors called under subsection (1) or subsection (3) of section 260 of the Companies Act, 1961, the notice is to state that a person is not entitled to vote as a creditor at the meeting unless he has lodged with the chairman of the meeting a proof of the debt which he claims to be due to him from the company.

SECOND SCHEDULE—*continued.*

Form 93.

Companies Act, 1961. Companies Regulations.—Regulation 55 (2) and (3).

## NOTICE OF REJECTION OF PROOF OF DEBT.

Limited.

Take notice, that, as Liquidator of the above-named Company I have this day rejected your claim against the company \*to the extent of \$ on the following grounds:—

And further take notice that subject to the power of the Court to extend the time, no application to reverse or vary my decision in rejecting your proof will be entertained after the expiration of twenty-one days from this date.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 .

Signature of Liquidator.

Address

\* If proof wholly rejected strike out words underlined.

Form 94

Companies Act, 1961. Companies Regulations.—Regulations 69 and 70.

## APPOINTMENT OF PROXY.

I, \*/We \_\_\_\_\_ of \_\_\_\_\_, a †creditor/contributory of \_\_\_\_\_ Limited, hereby appoint‡ as †my/our †general/special proxy to vote at the meeting of †creditors/contributories to be held on the \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_, or at any adjournment of that meeting.§

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 .

Signature or mark.

Signature of witness.||

Description of witness.

Address of place of residence of witness.

## CERTIFICATE OF WITNESS.||

I, \_\_\_\_\_, of \_\_\_\_\_, hereby certify that the above instrument appointing a proxy was completed by me in the presence and at the request of the abovementioned \_\_\_\_\_ and then read to him before he attached his signature or mark to the instrument.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 .  
Signature.

\* If a firm strike out "I" and set out the full name of the firm.

† Strike out whichever is inapplicable.

‡ Insert "the liquidator of the company" or the name, address and description of the person appointed.

§ If a special proxy add the words "to vote for" or the words "to vote against" and specify the particular resolution. If a general proxy, this form requires no addition.

|| The signature of the creditor or contributory appointing a proxy is not to be attested as witness by the person nominated as proxy.

¶ This certificate is only to be completed where the person giving the proxy is blind or incapable of writing.

SECOND SCHEDULE—*continued.*

Form 95.

Companies Act, 1961.  
Companies Regulations.—Regulation 82.  
APPLICATION FOR ALLOWANCES AND EXPENSES.

Special Investigation of Affairs of \_\_\_\_\_ Limited.  
To the Commissioner for Corporate Affairs

I, \_\_\_\_\_, of \_\_\_\_\_ in the State  
of \_\_\_\_\_ hereby apply to you for payment of the  
amount of (state total amount sought) \$ \_\_\_\_\_ in connexion with my  
appearance and examination before \_\_\_\_\_, Inspector of  
\_\_\_\_\_ Limited on (state dates of examination).

In support of this application, I attach hereto such receipts and accounts relating to my said expenses as are available.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ .  
Applicant.

STATUTORY DECLARATION.

I, \_\_\_\_\_ of \_\_\_\_\_ in the State  
of \_\_\_\_\_ do solemnly and sincerely declare:—

1. That on \_\_\_\_\_ (state dates of examination) I appeared before and was examined by \_\_\_\_\_ an Inspector of \_\_\_\_\_ Limited.
2. That the particulars of the expenses incurred by me in connexion with my said appearance and examination shown below are true and correct.

Date Expense incurred	Reason for expense (e.g. accommodation fares, etc.)	If receipt or other documentary evidence of expense is attached to application state "See attached document"	Amount of expense incurred

And I make this solemn declaration conscientiously believing the same to be true, and by virtue of section 106 of the Evidence Act, 1906.

Declared at \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_ .  
Before me—

NOTE.—Where the declaration is made outside Western Australia, the appropriate attestation clause should be substituted.

